

# BSR & Co. LLP

Chartered Accountants

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India

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## Independent Auditors' Report

### To the Members of Desai Metropolis Health Service Private Limited

#### Report on the Audit of the Financial Statements

##### Opinion

We have audited the financial statements of Desai Metropolis Health Services Private Limited ("the Company"), which comprise the balance sheet as at 31 March 2020, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

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, of the state of affairs of the Company as at 31 March 2020, and profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

##### Basis for Opinion

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

##### Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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.

BSR & Co (a partnership firm with  
Registration No. BA61223) converted into  
BSR & Co. LLP (a Limited Liability Partnership  
with LLP Registration No. AAB-8181)  
with effect from October 14, 2013

Registered Office:  
5th Floor, Lodha Excelus  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011, India



## **Independent Auditors' Report (Continued)**

### **Desai Metropolis Health Service Private Limited**

#### **Other Information (Continued)**

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

#### **Management's and Board of Directors' Responsibility for the Financial Statements**

The Company's Management and Board of Directors are 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, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. 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.

In preparing the financial statements, the Management and Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- 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





## **Independent Auditors' Report (Continued)**

### **Desai Metropolis Health Service Private Limited**

#### **Auditor's Responsibilities for the Audit of the Financial Statements (Continued)**

not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 with reference to financial statements 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 and the Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors 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.

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

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government 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, to the extent applicable.
- (A) As required by section 143(3) of the Act, we report that:
- a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;



**Independent Auditors' Report (Continued)**

**Desai Metropolis Health Service Private Limited**

**Report on Other Legal and Regulatory Requirements (Continued)**

- c) the balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;
  - d) in our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act;
  - e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of section 164(2) of the Act;
  - f) with respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as at 31 March 2020 on its financial position in its financial statements - Refer Note 41 to the financial statements
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
  - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2020.
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, no remuneration has been paid by the Company to its directors during the current year. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022

  
**Tarun Kinger**  
*Partner*

Mumbai  
28 May 2020

Membership No: 105003  
ICAI UDIN : 20105003AAAAAM7167



## Desai Metropolis Health Service Private Limited

### Annexure A to the Independent Auditor's Report – 31 March 2020

With reference to the Annexure A referred to in the Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31 March 2020, we report the following:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment (fixed assets).
- (b) The Company has a regular programme of physical verification of its property, plant and equipment (fixed assets) by which all the property, plant and equipment (fixed assets) are verified over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. During the year the Company has physically verified its property, plant and equipment (fixed assets) and no material discrepancies were noticed on such verification.
- (c) The Company does not hold any immovable property (in the nature of land or building). Accordingly, the provision of clause 3(i)(c) of the Order are not applicable.
- (ii) Inventory has been physically verified by management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. Discrepancies noticed on such verification between physical stocks and the book records were not material and these have been properly dealt with in the books of account.
- (iii) In our opinion and according to information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, or provided any guarantees or securities to the parties covered under section 185 of the Act. The Company has not made any investments under provisions of Section 186 of the Act during the year.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act for any of the services rendered by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.



## Desai Metropolis Health Service Private Limited

### Annexure A to the Independent Auditor's Report – 31 March 2020 (Continued)

- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident fund, Employees' State Insurance, Income-tax, Goods and Service tax, and other material statutory dues have been generally regularly deposited during the year with the appropriate authorities. As explained to us, the Company did not have any dues on account of Sales tax, Value added tax, Duty of excise and Cess.
- According to the information and explanations given to us, there are no undisputed amount payable, in respect of Provident fund, Employees State Insurance, Goods and Service tax and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of Income tax, Goods and Service tax, Provident fund, Employees State Insurance as at 31 March 2020 which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, during the year, the Company did not have any loans or borrowings from any financial institutions, banks or the government nor any dues to debenture holders. Accordingly, paragraph 3 (viii) of the Order is not applicable
- (ix) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and has not obtained any term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- (x) According to the information and explanations, given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not paid or provided any managerial remuneration in accordance with provisions of Section 197 of the Act read with Schedule V of the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) The provisions of the section 177 under the Act are not applicable to the Company. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 188 of the





## Desai Metropolis Health Service Private Limited

### **Annexure A to the Independent Auditor's Report – 31 March 2020 (Continued)**

Act where applicable and details of such transactions have been disclosed in the financial statements as required by applicable Accounting Standards.

- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022

  
**Tarun Kinger**  
*Partner*

Mumbai  
28 May 2020

Membership No: 105003

ICAI UDIN : 20105003AAAAAM7167

**Annexure B to the Independent Auditors' report on the financial statements of Desai Metropolis Health Services Private Limited for the year ended 31 March 2020.**

**Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

**(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Opinion**

We have audited the internal financial controls with reference to financial statements of Desai Metropolis Health Services Private Limited ("the Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company, have, in all material respects, adequate internal financial controls with reference to the financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to the financial statements 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 (the "Guidance Note").

**Management's Responsibility for Internal Financial Controls**

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to the financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of such internal financial controls, 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.





## Desai Metropolis Health Service Private Limited

**Annexure B to the Independent Auditors' report on the financial statements of Desai Metropolis Health Services Private Limited for the year ended 31 March 2020 (Continued)**

### **Auditors' Responsibility (Continued)**

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the financial statements.

### **Meaning of Internal Financial controls with Reference to Financial Statements**

A company's internal financial controls with reference to the financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the financial statements 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 with Reference to Financial Statements**

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

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022

  
**Tarun Kinger**  
*Partner*

Mumbai  
28 May 2020

Membership No: 105003  
ICAI UDIN : 20105003AAAAAM7167

# Desai Metropolis Health Services Private Limited

## Balance sheet

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

		31 March 2020	31 March 2019
<b>ASSETS</b>			
<b>Non-current assets:</b>			
Property, plant and equipment	3	436.31	398.15
Right of Use Assets	39	191.27	-
Goodwill	4	1,173.90	-
Other intangible assets	4	460.28	-
<b>Financial Assets:</b>			
Loans	5	7.92	6.86
Deferred tax assets (net)	6	-	8.48
Other non current assets	7	88.50	20.70
Non current tax assets	8	96.21	-
<b>Total Non Current Assets</b>		<b>2,454.39</b>	<b>434.19</b>
<b>Current assets:</b>			
Inventories	9	74.10	74.15
<b>Financial Assets:</b>			
(i) Investments	10	-	1,316.24
(ii) Trade receivables	11	125.73	108.57
(iii) Cash and cash equivalents	12	187.53	576.23
(iv) Bank balances other than cash and cash equivalents	13	1,000.00	-
(v) Loans	14	8.27	9.32
(vi) Other current financial assets	15	56.65	-
Other current assets	16	13.65	14.42
<b>Total Current Assets</b>		<b>1,465.93</b>	<b>2,098.93</b>
<b>Total Assets</b>		<b>3,920.32</b>	<b>2,533.12</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity:</b>			
(i) Equity share capital	17	100.00	100.00
(ii) Other equity	18	2,313.46	2,104.92
<b>Total Equity</b>		<b>2,413.46</b>	<b>2,204.92</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
<b>Financial Liabilities</b>			
(i) Lease liabilities	39	153.63	-
(ii) Other non current financial liabilities	19	361.26	-
Deferred tax Liabilities (net)	20	57.13	-
<b>Total Non Current Liabilities</b>		<b>572.02</b>	<b>-</b>
<b>Current liabilities</b>			
<b>Financial Liabilities</b>			
(i) Lease liabilities	21	60.00	-
(ii) Trade payables			
- Total outstanding due to micro and small enterprises	22	9.86	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	22	248.50	106.32
(iii) Other current financial liabilities	23	534.75	120.78
Other current liabilities	24	19.42	18.95
Provisions	25	39.65	18.38
Current tax liabilities (net)	26	22.66	63.77
<b>Total Current Liabilities</b>		<b>934.84</b>	<b>328.20</b>
<b>Total Equity and Liabilities</b>		<b>3,920.32</b>	<b>2,533.12</b>
Significant accounting policies	1-2		

The accompanying notes form an integral part of these financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

  
Tarun Kinger  
Partner

Membership No. 105003

Place : Mumbai

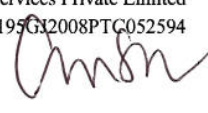
Date : 28 May 2020

For and on behalf of the Board of Directors of  
Desai Metropolis Health Services Private Limited  
CIN - U85195G12008PTG052594

  
Vijender Singh  
Director  
DIN : 07489284

Place : Gurugram

Date : 28 May 2020

  
Amcera Shah  
Director  
DIN: 00208095

Place : Mumbai

Date : 28 May 2020



# Desai Metropolis Health Services Private Limited

## Statement of profit and loss

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

		31 March 2020	31 March 2019
<b>Income</b>			
Revenue from operations	27	3,941.61	3,203.79
Other income	28	76.61	87.16
<b>Total Income</b>		<b>4,018.22</b>	<b>3,290.95</b>
<b>Expenses:</b>			
Cost of materials consumed	29	534.82	416.30
Laboratory testing charges	30	355.73	350.47
Employee benefits expenses	31	723.42	569.00
Finance cost	32	57.99	1.36
Depreciation and amortisation expenses	33	156.95	70.13
Other expenses	34	997.13	715.48
<b>Total Expenses</b>		<b>2,826.04</b>	<b>2,122.74</b>
<b>Profit before tax</b>		<b>1,192.18</b>	<b>1,168.21</b>
<b>Tax expense:</b>			
(1)Current tax	35	232.00	327.00
(2)Deferred tax	35	45.55	7.79
(3)Tax adjustments for earlier years	35	(37.22)	-
<b>Total Tax Expenses</b>		<b>240.33</b>	<b>334.79</b>
<b>Profit for the year</b>		<b>951.85</b>	<b>833.42</b>
<b>Other Comprehensive Income/(loss)</b>			
<u>Items that will not be reclassified to profit or loss</u>			
Remeasurements of the defined benefit plans		(12.93)	(2.24)
Income tax on Remeasurements of the defined benefit plans		3.25	0.65
<b>Other comprehensive (loss) for the year, net of income tax</b>		<b>(9.68)</b>	<b>(1.59)</b>
<b>Total Comprehensive Income for the year</b>		<b>942.17</b>	<b>831.83</b>
Earnings per equity share (Face value of Rs. 100 each)			
(1) Basic earnings per share	36	951.85	833.42
(2) Diluted earnings per share	36	951.85	833.42

### Significant accounting policies

1-2

The accompanying notes form an integral part of these financial statements

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

  
**Tarun Kinger**  
 Partner

Membership No. 105003

Place : Mumbai

Date : 28 May 2020

For and on behalf of the Board of Directors of  
**Desai Metropolis Health Services Private Limited**

CIN - U85195GJ2008PTC052594

  
**Vijender Singh**  
 Director

DIN : 07489284

Place : Gurugram

Date : 28 May 2020

  
**Ameera Shah**  
 Director

DIN: 00208095

Place : Mumbai

Date : 28 May 2020

# Desai Metropolis Health Services Private Limited

## Statement of Cash flows

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

	31 March 2020	31 March 2019
<b>A Cash Flow from Operating Activities</b>		
Profit before tax	1,192.18	1,168.21
Adjustments for :		
Provision for bad and doubtful debts written back/additional provided (net)	(15.45)	7.64
Property, plant and equipment written off	2.07	-
Dividend income	-	(8.38)
(Gain) on redemption of mutual fund investment	(4.55)	(12.85)
Changes in fair value of current investments	-	(64.17)
Interest income	(72.03)	(0.38)
Finance costs	57.99	1.36
Depreciation and amortisation expenses	156.95	70.12
<b>Operating profit before working capital changes</b>	<b>1,317.16</b>	<b>1,161.55</b>
<b>Adjustments:</b>		
(Increase) in loans	(0.92)	(0.77)
Decrease/(Increase) in Inventories	0.05	(24.28)
(Increase) in Trade receivables	(1.70)	(9.99)
(Increase) in Other current assets	0.77	(4.59)
Decrease in Other Non current assets	0.51	0.38
(Decrease)/Increase in Provision	8.33	(1.56)
Increase in Trade Payables	152.03	12.75
(Decrease)/Increase in Other current financial liabilities	(22.13)	27.39
Increase in Other current liabilities	0.47	4.36
<b>Cash generated from operating activities</b>	<b>1,454.57</b>	<b>1,165.26</b>
Income tax paid (net)	(320.82)	(320.81)
<b>Net cash generated from operating activities (A)</b>	<b>1,133.75</b>	<b>844.45</b>
<b>B Cash flows from investing activities</b>		
Purchase of property, plant and equipment including capital advances	(125.85)	(78.78)
Addition in property, plant and equipment on account of business combination	(48.51)	-
Purchase consideration paid towards acquisition of business	(902.64)	-
(Purchase) of current investments	-	(600.00)
Proceeds from sale of current investments	1,320.78	291.90
Dividend received	-	8.38
Interest received	14.84	-
Investment in fixed deposits (having maturity more than 3 months) (net)	(1,000.00)	-
<b>Net cash (used in) from investing activities (B)</b>	<b>(741.38)</b>	<b>(378.50)</b>
<b>C Cash Flow from Financing Activities</b>		
Payment of Dividend	(600.00)	-
Payment of Dividend Distribution Tax	(123.33)	-
Payment of lease liabilities	(32.59)	-
Interest expense paid on borrowings	(0.23)	(1.38)
Interest expense on lease liabilities	(22.39)	-
Payment of borrowings	(2.53)	(2.33)
<b>Net cash (used in) from Financing activities (C)</b>	<b>(781.07)</b>	<b>(3.71)</b>
<b>Net (Decrease)/ Increase in cash and cash equivalents (A) + (B) + (C)</b>	<b>(388.70)</b>	<b>462.24</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>576.23</b>	<b>113.99</b>
<b>Cash and Cash Equivalents at the end of the year (refer note :12)</b>	<b>187.53</b>	<b>576.23</b>

The accompanying notes form an integral part of these financial statements

As per our report of even date.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

  
Tarun Kinger  
Partner

Membership No. 105003

Place : Mumbai

Date : 28 May 2020

For and on behalf of the Board of Directors of

Desai Metropolis Health Services Private Limited

CIN - U85195GJ2008PTC052594

  
Vijender Singh  
Director  
DIN: 07489284

Place : Gurugram

Date : 28 May 2020

  
Ameera Shah  
Director  
DIN: 00208095

Place : Mumbai

Date : 28 May 2020



## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 1 Background of the Company and nature of operation

Desai Metropolis Health Services Private Limited (the 'Company'), was incorporated on 08 January 2008 and is engaged in the business of providing healthcare facilities. The principal activities of the Company consist of providing pathology and related healthcare services. The Company is a private limited company incorporated and domiciled in India. The address of its corporate office is 11-14 Maher Park Tower A 1st Floor J P Road Athwagate Surat Gujarat 395001. As on 31 March 2020, Metropolis healthcare limited having 100 % equity share of the company.

The financial statements were authorised for issue by the Company's Board of Directors on 28 May 2020.

#### 2 Basis of preparation, measurement and significant accounting policies

##### 2.1 Basis of preparation and measurement

###### a Statement of compliance:

The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended by relevant amendment rules issued thereafter.

###### b Current vs non-current classification:

All the assets and liabilities have been classified into current and non current.

###### Assets:

An asset is classified as current when it satisfies any of the following criteria:

- a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realised within twelve months after the reporting date; or
- d) it 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.

###### Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

- a) it is expected to be settled in the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within twelve months after the reporting date; or
- d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

###### Operating Cycle

The Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

###### c Basis of measurement

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

- Certain financial assets and liabilities measured at fair value
- Net defined benefit (asset) / liability - Fair value of plan assets less present value of defined benefit obligations

###### d Key estimates and assumptions

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

The areas involving critical estimates or judgements are :

- i. Determination of useful lives of property, plant and equipment and intangibles; (Note 2.2(a))
- ii. Impairment test of non-financial assets (Note 2.2(b))
- iii. Lease Term (Note 2.2(k))
- iv. Recognition of deferred tax assets; (Note 2.2(j))
- v. Recognition and measurement of provisions and contingencies; (Note 2.2(g))
- vi. Fair value of financial instruments (Note 2.2(d))
- vii. Impairment of financial assets (Note 2.2(d))
- viii. Fair value measurement of consideration and net assets acquired as part of business combination (Note 2.2(o)).

viii. Fair



## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.1 Basis of preparation and measurement (Continued)

###### c Measurement of fair values

Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

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

- Financial instruments (Note 37)
- Business combination (Note 48)

##### 2.2 Significant accounting policies

###### a) Property plant and equipment

###### Recognition and measurement:

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

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

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

Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of profit and loss when the item is derecognized.

###### Subsequent expenditure:

Subsequent costs are included in the assets carrying amount or recognized as a separate asset, as appropriate only if it is probable that the future economic benefits associated with the item will flow to the Company and that the cost of the item can be reliably measured. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repair and maintenance are charged to profit and loss during the reporting period in which they are incurred.

###### Depreciation:

Depreciation of these property, plant and equipment commences when the assets are ready for their intended use. Depreciation on property, plant and equipment, other than leasehold improvements, is provided under the written down value method in the manner prescribed under Schedule II of the Act, except in the following case where the life is different than as indicated in Schedule II of the Act which is based on the technical evaluation of useful life carried out by the management:

Particulars	Management's estimate of useful life	Useful life as per Schedule II
Laboratory Equipment's (Plant & Equipments) : (Electrical Machinery, X-ray & diagnostic equipment's namely Cat-scan, Ultrasound , ECG monitors.)	13 years	10 years
Computers	6 years	3 years
Furniture and Fixtures	15 years	10 years
Vehicles	10 years	8 years

Leasehold improvement is amortized over the lease term i.e. the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate





## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### b) Intangible assets

###### Goodwill

Goodwill that arises on a business combination is subsequently measured at cost less any accumulated impairment losses.

###### Other Intangible assets:

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition.

Following initial recognition, intangible assets are carried at cost less accumulated amortisation and any accumulated impairment losses. Internally generated intangibles, excluding eligible development costs are not capitalized and the related expenditure is reflected in the statement of profit and loss in the period in which the expenditure is incurred.

###### Amortization:

###### Goodwill

Goodwill is not amortised and is tested for impairment annually.

Amortization is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated

###### Other Intangible assets:

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

impairment losses.

estimated useful lives for current and comparative year are as follows:

software - 5 years

Brand - 10 years

Customer relationship - 5 years

The  
Computer

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

###### c) Impairment of non-financial assets

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

The recoverable amount of an individual asset (or where applicable, that of cash generating unit (CGU) to which the asset belongs) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 (or CGU).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

###### d) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign exchange forward contracts, futures and currency options.

#### 1 Financial assets

##### Initial recognition and measurement

Financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instrument. All financial assets other than those measured subsequently at fair value through profit and loss, are recognized initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

##### Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- Amortized cost,
- Fair value through profit (FVTPL)

##### Amortized cost :

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

The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.



## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### d) Financial Instruments (Continued)

###### 1 Financial assets (Continued)

###### Fair value through profit and loss (FVTPL):

All financial assets that do not meet the criteria for amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss with all changes recognized in the Statement of Profit and Loss. Interest (basis EIR method) income from financial assets at fair value through profit or loss is recognised in the statement of profit and loss within finance income/ finance costs separately from the other gains/ losses arising from changes in the fair value.

###### Derecognition:

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

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

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either

- (a) the Company has transferred substantially all the risks and rewards of the asset, or

- (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On de-recognition, any gains or losses on all equity instruments (measured at FVTPL), are recognized in the Statement of Profit and 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 on the financial assets measured at amortized cost and debt instruments measured at FVOCI.

###### Trade receivables

The Company reviews its trade receivables to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its trade receivables. In determining whether impairment losses should be reported in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

###### Impairment of financial instruments (other than at fair value)

The Company assesses on a forward-looking basis the expected credit loss associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 - Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

###### 2 Financial liabilities

###### Initial recognition and measurement

Financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

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

###### Subsequent measurement

Subsequent measurement is determined with reference to the classification of the respective financial liabilities.

###### Financial Liabilities at Fair Value through Profit or Loss (FVTPL):

A financial liability is classified as Fair Value through Profit or Loss (FVTPL) if it is classified as held-for trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognized in the Statement of Profit and Loss.

###### Financial Liabilities at amortized cost:

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at amortized cost using the effective interest rate ("EIR") method.

Amortized cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The amortization done using the EIR method is included as finance costs in the Statement of Profit and Loss





## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### d) Financial Instruments (Continued)

##### 2 Financial liabilities (Continued)

###### Derecognition

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

###### 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 recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

###### e) Inventories

Inventories comprise of reagents, chemicals, diagnostic kits, medicines and consumables. Inventories are valued at lower of cost and net realizable value. Cost comprises the cost of purchase and all other costs attributed to bring the goods to that particular condition and location. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

###### f) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet and cash flow statement includes cash at bank and on hand, deposits held at call with banks, with original maturities less than three months which are readily convertible into cash and which are subject to insignificant risk of changes in value.

###### g) Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the enterprise has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognized as finance cost.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are not accounted but disclosed in the financial statements, unless possibility of an outflow of resources embodying economic benefit is remote.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent Assets are not recognized till the realization of the income is virtually certain. However the same are disclosed in the financial statements where an inflow of economic benefit is probable.

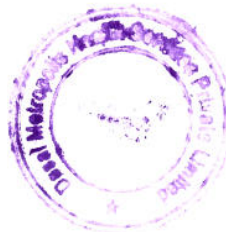
###### h) Revenue Recognition

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring the goods or services to a customer i.e. on transfer of control of the service to the customer. Revenue from rendering of services is net of indirect taxes, returns and discounts;

Revenue comprise of revenue from providing healthcare services such as health checkup and laboratory services. Pathology service is the only principal activity and reportable segment from which the Company generates its revenue.

Revenue is recognised once the testing samples are processed for requisitioned test, to the extent that it is probable that the economic benefits will flow to the Company and revenue can be reliably measured.

Contract liabilities - A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs under the contract.



## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### i) Other Income

###### Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate which exactly discounts the estimated future cash receipts over the expected life of the financial instrument to the gross carrying amount of the financial asset. When calculating the EIR the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayments, extensions, call and similar options); expected credit losses are considered if the credit risk on that financial instrument has increased significantly since initial recognition

###### Dividend income

Dividends are recognized in statement of profit and loss on the date on which the Company's right to receive payment is established.

###### j) Employee Benefits

###### (i) Short-term Employee benefits

Liabilities for wages and salaries, bonus, compensated absences and ex gratia including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short term employee benefits and are recognized as an expense in the Statement of Profit and Loss as the related service is provided.

A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

###### (ii) Post-Employment Benefits

###### Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which a company pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes contribution to provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Employee State Insurance. Contribution paid or payable in respect of defined contribution plan is recognized as an expense in the year in which services are rendered by the employee.

###### Defined Benefit Plans

The Company's gratuity benefit scheme is a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit/obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gain losses and past service costs. The defined benefit/obligation are calculated at balance sheet date by an independent actuary using the projected unit credit method.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

###### k) Lease

The Company has adopted Ind AS 116-Leases effective 1 April, 2019, using the modified retrospective method. The Company has applied the standard to its leases with the cumulative impact recognised on the date of initial application (1st April, 2019). Accordingly, previous period information has not been restated.

The Company's lease asset classes primarily consist of leases for premises. The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(i) the contract involves the use of an identified asset

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Company has the right to direct the use of the asset

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased asset.

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





## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### 1) Income-tax

Income tax expense /income comprises current tax expense income and deferred tax expense income. It is recognized in statement of profit and loss except to the extent that it relates to items recognized directly in equity or in other comprehensive Income, in which case, the tax is also recognized directly in equity or other comprehensive income, respectively.

###### Current Tax

Current tax comprises the expected tax payable or recoverable on the taxable profit or loss for the year and any adjustment to the tax payable or recoverable in respect of previous years. It is measured using tax rates enacted or substantively enacted by the end of the reporting period.

- Current tax assets and liabilities are offset only if, the Company has a legally enforceable right to set off the recognized amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

###### Deferred Tax

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purpose and the amount considered for tax purpose.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized such reductions are reversed when it becomes probable that sufficient taxable profits will be available.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be recovered. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted by the end of the reporting period.

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

Deferred tax assets and liabilities are offset only if:

- i) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.



## Desai Metropolis Health Services Private Limited

### Notes to financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 2 Basis of preparation, measurement and significant accounting policies (Continued)

##### 2.2 Significant accounting policies (Continued)

###### m) Dividend

The Company recognizes a liability for any dividend declared but not distributed at the end of the reporting period, when the distribution is authorized and the distribution is no longer at the discretion of the Company on or before the end of the reporting period.

###### n) Earnings per share:

Basic Earnings per share is calculated by dividing the profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

###### o) Business combinations

In accordance with Ind AS 103, the Company accounts for these business combinations using the acquisition method when the control is transferred to the Company. The consideration transferred for the business combinations is generally measured at fair value as at the date the control is acquired (acquisition date), as are the net identifiable assets acquired. Any goodwill that arises is tested annually for impairment. Acquisition related costs are expensed as incurred, except to the extent related to the issue of debt or equity securities.

###### p) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) as defined in Ind AS-108 'Operating Segments' for allocating resources and assessing performance.

###### q) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from 1 April 2020.

###### r) Rounding of amounts

All amounts in the financial statement and accompanying notes are presented in lakhs and have been rounded-off to two decimal place unless stated otherwise.





# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued) as at 31 March 2020

(Currency : Indian Rupees in lakhs)

### 3 Property, plant and equipment

#### (a) Changes in the carrying value of property, plant and equipment for the year ended 31 March 2020

Particulars	Buildings	Leasehold Improvement	Furniture and fixtures	Vehicles	Office equipment	Laboratory equipment	Computers	Total
<b>Gross Block</b>								
Cost as at 1 April 2019	189.75	74.82	39.59	12.93	86.46	148.77	36.83	589.15
Additions during the year	-	-	0.51	-	6.46	62.85	1.63	71.45
Additions during the year (refer note 49)	-	-	9.74	2.33	7.46	28.46	0.52	48.51
Disposal during the year	-	-	(0.64)	-	(3.91)	(20.22)	(5.77)	(30.54)
<b>Cost as at 31 March 2020</b>	<b>189.75</b>	<b>74.82</b>	<b>49.20</b>	<b>15.26</b>	<b>96.47</b>	<b>219.86</b>	<b>33.21</b>	<b>678.57</b>
<b>Accumulated Depreciation</b>								
Accumulated depreciation as at 1 April 2019	27.43	28.28	14.81	7.03	22.52	70.12	20.80	190.99
Depreciation charged during the year	8.63	14.96	5.51	2.04	12.74	28.93	6.93	79.74
Disposal during the year	-	-	(0.55)	-	(3.21)	(19.28)	(5.43)	(28.47)
<b>Accumulated depreciation as at 31 March 2020</b>	<b>36.06</b>	<b>43.24</b>	<b>19.77</b>	<b>9.07</b>	<b>32.05</b>	<b>79.77</b>	<b>22.30</b>	<b>242.26</b>
<b>Net Block</b>								
Net carrying amount as at 31 March 2020	153.69	31.58	29.43	6.19	64.42	140.09	10.91	436.31

#### (b) Changes in the carrying value of property, plant and equipment for the year ended 31 March 2019

Particulars	Buildings	Leasehold Improvement	Furniture and fixtures	Vehicles	Office equipment	Laboratory equipment	Computers	Total
Cost as at 1 April 2018	189.75	74.82	36.45	12.93	70.48	139.13	27.78	551.34
Additions	-	-	3.13	-	15.98	9.64	9.05	37.80
Disposals	-	-	-	-	-	-	-	-
<b>Cost as at 31 March 2019</b>	<b>189.75</b>	<b>74.82</b>	<b>39.59</b>	<b>12.93</b>	<b>86.46</b>	<b>148.77</b>	<b>36.83</b>	<b>589.15</b>
Accumulated depreciation as at 1 April 2018	18.88	13.31	9.06	4.75	12.43	47.90	14.54	120.87
Depreciation charged during the year	8.54	14.96	5.76	2.28	10.10	22.22	6.26	70.13
Disposals	-	-	-	-	-	-	-	-
<b>Accumulated depreciation as at 31 March 2019</b>	<b>27.43</b>	<b>28.28</b>	<b>14.82</b>	<b>7.03</b>	<b>22.52</b>	<b>70.12</b>	<b>20.80</b>	<b>190.99</b>
Net carrying amount as at 31 March 2019	162.32	46.54	24.76	5.90	63.94	78.65	16.03	398.15



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) as at 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 4 Other intangible assets

Particulars	Goodwill *		Other Intangible Assets		
		Total	Brand*	Customer Relationships*	Total
Cost as at 1 April 2019	-	-	-	-	-
Additions during the year (refer note 49)	1,173.90	1,173.90	285.52	210.04	495.56
Disposals during the year	-	-	-	-	-
Cost as at 31 March 2020	1,173.90	1,173.90	285.52	210.04	495.56
Accumulated depreciation as at 1 April 2019	-	-	-	-	-
Amortisation recognised during the year	-	-	14.28	21.00	35.28
Disposals during the year	-	-	-	-	-
Accumulated depreciation as at 31 March 2020	-	-	14.28	21.00	35.28
Net carrying amount as at 31 March 2020	1,173.90	1,173.90	271.24	189.04	460.28

\* Goodwill, Brand name and Customer Relationships of Rs. 1,173.90 lakhs, Rs. 285.51 lakhs and Rs. 210.04 lakhs respectively, on account of acquisition of four pathology laboratory located at Surat during the year ended 31 March 2020. Refer note 49 for details.





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 4 Goodwill (Continued)

##### Goodwill with indefinite useful life

Carrying amount of goodwill which is allocated to the pathology division as at 31 March 2020 is Rs. 1,173.90 lakhs (31 March 2019: Nil ). It was acquired on account of business purchase from four labs of Surat .

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the cash generating units (CGU) , which benefit from the synergies of the acquisition.

Cash Generating Unit	31 March 2020	31 March 2019
Desai Metropolis Health Services Private Limited	1,173.90	-

The recoverable amount of a CGU is based on its value in use. The value in use is estimated using discounted cash flows over a period of 5 years. we believe 5 years to be most appropriate time scale over which to review and consider annual performance before applying a fix terminal value multiple to year end cash flow.

##### Key assumptions used in the value-in-use calculations

Assumptions	How determined
Budgeted EBITDA growth rate	Budgeted EBITDA has been based on past experience adjusted for the following:  - Revenue in the diagnostic service is expected to grow on account of changing lifestyle and food habit. Revenue and EBITDA are factored by focused approach towards B2C segment, network expansion , operational efficiencies and automation.
Terminal value growth rate	Long-term growth rate used for the purpose of calculation of terminal value has been determined by taking into account nature of business , long term inflation expectation and long term GDP expectation for the Indian economy
Pre-tax risk adjusted discount rate	The discount rate applied to the cash flows of company's operations is generally based on the risk free rate for ten year bonds issued by the government in India. These rates are adjusted for a risk premium to reflect both the increased risk of investing in equities and the systematic risk of of the Company.

Particulars	31 March 2020	31 March 2019
Pre tax discount rate	12.00%	NA
Terminal value growth rate	5.00%	NA
Budgeted EBITDA growth rate	5% - 15%	NA

These assumptions are reviewed annually as part of management's budgeting and strategic planning cycles. These estimates may differ from actual results. The values assigned to each of the key assumptions reflect the Management's past experience as their assessment of future trends, and are consistent with external / internal sources of information.

The estimated recoverable amount of the CGU exceeds its carrying amounts. The Company has also performed sensitivity analysis calculations on the projections used and discount rate applied. Given the significant headroom that exists, and the results of the sensitivity analysis performed, it is concluded that there is no significant risk that reasonable changes in any key assumptions would cause the carrying value of goodwill to exceed its value in use.



# Desai Metropolis Health Services Private Limited

## Statement of Changes in Equity ('SOCIE')

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### (a) Equity share capital

	Number of shares	Amount
Balance as at 1 April 2018	1,00,000	100.00
Changes in equity share capital during the year	-	-
Balance as at 31 March 2019	1,00,000	100.00
Changes in equity share capital during the year	-	-
Balance as at 31 March 2020	1,00,000	100.00

### (b) Other equity

Particulars	General Reserve	Retained earnings	Other comprehensive income	Total other Equity
Balance as at 1 April 2018	31.33	1,241.20	0.56	1,273.09
Profit for the year	-	833.42	-	833.42
Re-measurement of defined benefit plans (net of tax)	-	-	(1.59)	(1.59)
Total comprehensive income	-	833.42	(1.59)	831.83
Balance as at 31 March 2019	31.33	2,074.62	(1.03)	2,104.92
Balance as at 1 April 2019	31.33	2,074.62	(1.03)	2,104.92
Profit for the year	-	951.85	-	951.85
Re-measurement of defined benefit plans (net of tax)	-	-	(9.68)	(9.68)
Total comprehensive income	-	951.85	(9.68)	942.17
Interim dividend	-	(600.00)	-	(600.00)
Tax on Interim dividend	-	(123.33)	-	(123.33)
	31.33	2,303.14	(10.71)	2,323.76
Transition impact of Ind AS -116 (net of tax) (refer note 39)	-	(10.30)	-	(10.30)
Balance as at 31 March 2020	31.33	2,292.84	(10.71)	2,313.46

The accompanying notes form an integral part of these financial statements

As per our report of even date attached

For BSR & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Tarun Kinger  
Partner

Membership No. 105003

Place : Mumbai

Date : 28 May 2020

Vijender Singh  
Director

DIN : 07489284

Place : Gurugram

Date : 28 May 2020

For and on behalf of the Board of Directors  
Desai Metropolis Health Services Private Limited

CIN - U85195GJ2008PTC052594

Ameera Shah  
Director

DIN: 00208095

Place : Mumbai

Date : 28 May 2020

# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

### 5 Non current loans (Unsecured, considered good)

	31 March 2020	31 March 2019
Security deposits*	7.92	6.86
	<u>7.92</u>	<u>6.86</u>

\*There are no Loan which has significant increase in credit risk.

### 6 Deferred tax assets (Net)

	31 March 2020	31 March 2019
<b>Deferred tax asset arising on account of :</b>		
Provision for bad and doubtful debts	-	8.54
Provision for employee benefits	-	23.23
Others	-	0.03
Difference between book base and tax base of property, plant and equipment	-	3.72
<b>Total (A)</b>	<u>-</u>	<u>35.53</u>
<b>Deferred tax liability arising on account of :</b>		
Difference between book base and tax base of current investments	-	(27.05)
<b>Total (B)</b>	<u>-</u>	<u>(27.05)</u>
<b>Net deferred tax assets (A+B)</b>	<u>-</u>	<u>8.48</u>

### 7 Other non current assets Unsecured considered good unless otherwise stated

	31 March 2020	31 March 2019
Prepaid rent	-	0.51
Capital advance	88.50	20.19
	<u>88.50</u>	<u>20.70</u>

### 8 Non current tax assets (net)

	31 March 2020	31 March 2019
Advance taxes (Net off Provision of tax 31 March 2020 : 240 Lakh, 31 March 2019: Nil)	96.21	-
	<u>96.21</u>	<u>-</u>

### 9 Inventories (valued at lower of cost or net realisable value)

	31 March 2020	31 March 2019
Reagents, chemicals, diagnostic kits, medicines and consumables	74.10	74.15
	<u>74.10</u>	<u>74.15</u>





# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

### 10 Current investment

	31 March 2020	31 March 2019
<b>Investments in mutual funds</b>		
<b>Unquoted equity shares at Fair Value through Profit or Loss</b>		
ICICI Prudential flexible income plan growth - Nil units ( 31 March 2019: 47715 ) units of Rs.100 each	-	169.23
BNP Paribas Bond Fund Growth -Nil (31 March 2019: 12,29,791) units of Rs. 10 each.	-	285.54
DSP BlackRock Liquidity Fund Regular (G) -Nil (31 March 2019: 20,730 ) units of Rs. 1000 each	-	551.11
DSP - Low Duration Fund Reg (G) Nil (31 March 2019: 22,83,085 ) units of Rs. 1000 each	-	310.36
	-	1,316.24

### 11 Trade receivables

	31 March 2020	31 March 2019
Unsecured, considered good	125.73	108.57
Unsecured - credit impaired	13.87	29.33
	139.60	137.90
Less: Provision for debts having significant increase in credit risk	-	-
Less: Provision for debts which are credit impaired	(13.87)	(29.33)
	125.73	108.57

### 12 Cash and cash equivalents

	31 March 2020	31 March 2019
Balances with banks		
- in current accounts	181.62	564.25
Cash on hand	5.91	11.98
	187.53	576.23

### 13 Bank balances other than cash and cash equivalents

	31 March 2020	31 March 2019
Fixed deposits with maturity of more than 3 months but less than 12 months of reporting date	1,000.00	-
	1,000.00	-

### 14 Current loans

(Unsecured, considered good)

	31 March 2020	31 March 2019
Security deposits*	8.27	9.32
	8.27	9.32

\*There are no loan which has significant increase in credit risk.

### 15 Other current financial assets

(Unsecured, considered good)

	31 March 2020	31 March 2019
Interest accrued but not due - from banks	56.65	-
	56.65	-



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

### 16 Other current assets

	31 March 2020	31 March 2019
(Unsecured, considered good)		
Advance to suppliers	-	1.17
Prepaid expenses	11.95	10.13
Prepaid rent	-	0.38
Others	1.70	2.74
	<b>13.65</b>	<b>14.42</b>

### 17 Equity share capital

Details of authorised, issued and subscribed share capital and reconciliation of number of shares at the beginning and at the end of the year

#### 17.1 Authorised equity share capital

	No. of shares	Amount
Equity shares of Rs 100/- each		
As at 1 April 2018	1,00,000	100.00
Add: Movement during the year	-	-
As at 31 March 2019	1,00,000	100.00
Add: Movement during the year	-	-
As at 31 March 2020	<b>1,00,000</b>	<b>100.00</b>

#### 17.2 Issued equity capital

	No. of shares	Amount
Equity shares of Rs 100/- each fully paid		
As at 1 April 2018	1,00,000	100.00
Add: Movement during the year	-	-
As at 31 March 2019	1,00,000	100.00
Add: Movement during the year	-	-
As at 31 March 2020	<b>1,00,000</b>	<b>100.00</b>

#### a Terms and Rights attached to equity shareholders:

The Company has only one class of equity shares having a par value of Rs. 100 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if proposed by the Board of Directors, will be paid in Indian Rupees and will be subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

#### b Shares held by holding company/ultimate holding company, subsidiaries/associates of holding company or ultimate holding company:

Shareholding structure	No. of shares	Amount
Metropolis Healthcare Limited		
Equity shares of Rs 100 each		
As at 1 April 2018	81,600	81.60
Add: Movement during the year	18,400	18.40
As at 31 March 2019	1,00,000	100.00
Add: Movement during the year	-	-
As at 31 March 2020	<b>1,00,000</b>	<b>100.00</b>

#### c Shareholders holding more than 5% of the equity shares in the Company as at the balance sheet date :

	31 March 2020	
Shareholders	Number	% shareholding
Metropolis Healthcare Limited*	1,00,000	100.00%
Total	<b>1,00,000</b>	<b>100.00%</b>

	31 March 2019	
Shareholders	Number	% shareholding
Metropolis Healthcare Limited*	1,00,000	100.00%
Total	<b>1,00,000</b>	<b>100.00%</b>

\* Includes shares held by Dr. Sushil Shah (1000 Shares) and Ms. Ameera Shah (1000 shares) as a Nominee of Metropolis Healthcare Limited.



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

as at 31 March 2020

(Currency : Indian Rupees in lakhs)

### 17 Equity share capital (Continued)

#### 17.2 Issued equity capital (Continued)

- d Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the date 31 March 2020  
The Company has neither issued any bonus shares nor has there been any buy back of shares during the five years immediately preceding 31 March 2020.

### 18 Other equity

	31 March 2020	31 March 2019
General reserve	31.33	31.33
Retained earnings	2,292.84	2,074.62
Items of other Comprehensive Income	(10.71)	(1.03)
<b>Closing balance</b>	<b>2,313.46</b>	<b>2,104.92</b>

#### 18.1 General reserve

	31 March 2020	31 March 2019
Balance as at the beginning and end of the year	31.33	31.33

#### 18.2 Retained earnings

	31 March 2020	31 March 2019
Opening balance	2,074.62	1,241.20
Add: Profit for the year	951.85	833.42
Transistion impact of Ind AS -116 (net of tax) (refer note 39)	(10.30)	-
Less : Interim dividend paid Rs.600 (31 March 2019: Rs. Nil) per equity share	(600.00)	-
Less : Tax on interim dividend	(123.33)	-
<b>Closing balance</b>	<b>2,292.84</b>	<b>2,074.62</b>

#### 18.3 Items of other Comprehensive Income

	31 March 2020	31 March 2019
Remeasurements of post-employment benefit obligation, net of tax		
Opening Balance	(1.03)	0.56
Movement during the year	(9.68)	(1.59)
<b>Closing balance</b>	<b>(10.71)</b>	<b>(1.03)</b>

#### Nature and purpose of Reserves

##### General reserve

General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

##### Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained Earnings is a free reserve available to the Company

### 19 Other non-current financial liabilities

	31 March 2020	31 March 2019
Deferred purchase consideration payable (Refer note 49)	361.26	-
	<b>361.26</b>	<b>-</b>





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) as at 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 20 Deferred tax liabilities (Net)

	31 March 2020	31 March 2019
Deferred tax liability arising on account of :		
Difference between book base and tax base of property, plant and equipment	90.03	-
<b>Total (A)</b>	<b>90.03</b>	<b>-</b>
Deferred tax asset arising on account of :		
Provision for bad and doubtful debts	(7.38)	-
Provision for employee benefits	(19.68)	-
Right of Use and Lease Liabilities	(5.84)	-
<b>Total (B)</b>	<b>(32.90)</b>	<b>-</b>
<b>Net deferred tax liabilities (A+B)</b>	<b>57.13</b>	<b>-</b>

#### 21 Lease Liabilities (Current liabilities)

	31 March 2020	31 March 2019
Lease Liabilities [refer note 39]	60.00	-
	<b>60.00</b>	<b>-</b>

#### 22 Trade payables

	31 March 2020	31 March 2019
Total outstanding due to micro and small enterprises [refer Note 43]	9.86	-
Total outstanding due to creditors other than micro and small enterprises*	248.50	106.32
	<b>258.36</b>	<b>106.32</b>

\* It includes amount due to related parties [refer Note 38]

#### 23 Other current financial liabilities

	31 March 2020	31 March 2019
Current maturities of long-term borrowings	-	2.53
Employee related dues	55.67	77.80
Creditors for expenses	-	37.10
Payment toward Purchase of Business acquisition [refer note 49]	461.83	-
Payable towards purchase of property, plant and equipment	15.75	1.85
Security deposit	1.50	1.50
	<b>534.75</b>	<b>120.78</b>

##### Terms of borrowings:

##### \*Vehicle loan

Vehicle Loan of Rs. Nil lakhs (31 March 2019: Rs.2.53 Lakhs) is from a bank carrying an interest rate of 8.51% The loan is repayable in 60 monthly Installments along with interest, from the date of loan. The loan is secured way of hypothecian of the respective vehicle.

#### 24 Other current liabilities

	31 March 2020	31 March 2019
Advance from customers	4.44	2.55
Statutory dues*	14.98	16.40
	<b>19.42</b>	<b>18.95</b>

\* Statutory Dues payable include Tax Deducted at Source, Provident Fund, Professional tax and others.



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) as at 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 25 Current provisions

##### Provision for employee benefits:

	31 March 2020	31 March 2019
- Gratuity [refer Note 44a]	34.64	16.07
- Compensated absences	5.01	2.31
	<u>39.65</u>	<u>18.38</u>

#### 26 Current tax liabilities (net)

	31 March 2020	31 March 2019
Provision for taxation (net of advance tax 31 March 2020: Rs 789.35 Lakhs, 31 March 2019: 1,660.06 Lakhs)	22.66	63.77
	<u>22.66</u>	<u>63.77</u>



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 27 Revenue from operations

	31 March 2020	31 March 2019
Service income	3,926.15	3,203.79
<u>Other operating income</u>		
Sundry balance written back	0.01	-
Provision for doubtful debts written back (net)	15.45	-
	<u>3,941.61</u>	<u>3,203.79</u>

### 28 Other income

	31 March 2020	31 March 2019
<u>Interest</u>		
- on FD Interest	71.49	-
- others	0.54	0.38
<u>Dividend</u>		
- from mutual fund	-	8.38
Miscellaneous income	0.03	1.38
Fair value gain on mutual funds measured at FVTPL	4.55	77.02
	<u>76.61</u>	<u>87.16</u>

### 29 Cost of materials consumed

	31 March 2020	31 March 2019
Opening stock [Refer note 9]	74.15	49.89
Add: Purchases during the year	534.77	440.56
Less: Closing stock [Refer note 9]	(74.10)	(74.15)
	<u>534.82</u>	<u>416.30</u>

### 30 Laboratory testing charges

	31 March 2020	31 March 2019
Laboratory testing charges	355.73	350.47
	<u>355.73</u>	<u>350.47</u>

### 31 Employee benefits expenses

	31 March 2020	31 March 2019
Salaries, wages and bonus	670.22	522.48
Contribution to provident and other funds [refer Note 44b]	38.27	32.81
Gratuity expenses [refer Note 44a]	5.64	5.93
Staff welfare expenses	9.29	7.78
	<u>723.42</u>	<u>569.00</u>





### 32 Finance costs

	31 March 2020	31 March 2019
Interest on term loan	0.23	1.36
Interest on deferred purchase consideration measured at amortized cost [refer Note 49]	35.37	-
Interest on lease liabilities [refer note 39]	22.39	-
	<u>57.99</u>	<u>1.36</u>

### 33 Depreciation expense

	31 March 2020	31 March 2019
Depreciation of property, plant and equipment [refer note 3]	79.74	70.13
Amortisation of Intangibles [refer note 4]	35.28	-
Depreciation on Right-of-use asset [refer note 39]	41.93	-
	<u>156.95</u>	<u>70.13</u>

### 13 Other expenses

	31 March 2020	31 March 2019
Accreditation expenses	3.31	1.52
Waste disposal charges	7.93	7.25
Electricity expenses	48.46	37.31
Rent (refer note 39)	329.52	241.03
<u>Repairs and Maintenance</u>		
Buildings	1.32	2.84
Plant and equipment	13.79	10.65
Others	11.52	8.38
Insurance	3.60	3.04
Rates and taxes	1.87	0.97
Sales promotion expenses	0.10	2.38
Legal and professional	336.76	235.13
Travelling and conveyance	24.72	19.08
Printing and stationery	37.74	34.11
Advertisement	5.42	6.16
Provision for bad and doubtful debts (net)	-	7.64
Property, plant and equipment written off	2.07	-
Postage and courier	114.05	54.72
Payments to auditors [refer Note 42]	3.00	3.00
Communication	15.22	12.96
Bank charges	19.91	16.15
Facility maintenance charges	13.34	9.61
Miscellaneous expenses	3.48	1.55
	<u>997.13</u>	<u>715.48</u>



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued) for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 35 Income taxes

#### Tax expense

#### (a) Amounts recognised in statement of profit and loss

	31 March 2020	31 March 2019
<b>Current tax expense</b>		
Current year	232.00	327.00
Tax adjustments for earlier years	(37.22)	-
	<b>194.78</b>	<b>327.00</b>
<b>Deferred tax expense</b>		
Relating to addition and reversal of temporary differences	44.37	9.46
Change in tax rate*	1.18	(1.67)
	<b>45.55</b>	<b>7.79</b>
<b>Tax expense for the year</b>	<b>240.33</b>	<b>334.79</b>

\* Effective Income tax rate applicable to the Company for FY 2019-20 has changed on account of decrease in tax rate to 22% w.e.f. 1 April 2019.

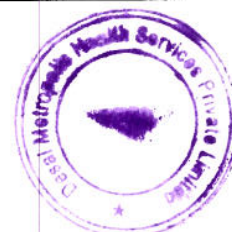
#### (b) Current tax and deferred tax related to items recognised in other comprehensive income during the year

	Before tax	31 March 2020 Tax (expense) benefit	Net of tax
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit plans	(12.93)	3.25	(9.68)
	<b>(12.93)</b>	<b>3.25</b>	<b>(9.68)</b>

	Before tax	31 March 2019 Tax (expense) benefit	Net of tax
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit plans	(2.24)	0.65	(1.59)
	<b>(2.24)</b>	<b>0.65</b>	<b>(1.59)</b>

#### (c) Reconciliation of estimated income tax to income tax expense is as below:

	31 March 2020	31 March 2019
<b>Profit before tax</b>	<b>1,192.18</b>	<b>1,168.21</b>
Statutory income tax rate	25.17%	29.12%
Expected income tax expense	300.05	340.19
<b>Tax effect of:</b>		
Expenses related to exempt income	-	0.51
Dividend income	-	(2.44)
(Gain) due to indexation benefit	(28.36)	(2.53)
Tax saving on long term capital gain	-	(0.92)
Tax at special rate on long term capital gain	-	(0.56)
Tax adjustment of earlier years	(37.22)	-
Difference in tax rate	1.18	(1.67)
Others	4.68	2.22
<b>Total tax expense as per statement of profit and loss</b>	<b>240.33</b>	<b>334.79</b>



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 35 Income taxes (Continued)

#### (d) Movement in deferred tax balances for the year Ended March 2020

	Net balance 1 April 2019	Recognised in profit or loss	Recognised in OCI	Recognised in Retained earning	Business Combination*	Net deferred tax asset/liability	31 March 2020 Deferred tax asset	Deferred tax liability
<b>Deferred tax liability/Assets</b>								
Difference between book base and tax base of current investments	(27.05)	27.05	-	-	-	-	-	-
<b>Deferred tax asset/Liab</b>								
Difference between book base and tax base of property, plant and equipment	3.72	(66.25)	-	-	(27.50)	(90.03)	-	(90.03)
Provision for bad and doubtful debts	8.54	(1.16)	-	-	-	7.38	7.38	-
Provision for employee benefits	23.23	(6.80)	3.25	-	-	19.68	19.68	-
Right of Use and Lease Liabilities	0.03	1.61	-	4.19	-	5.84	5.84	-
<b>Tax assets (Liabilities)</b>	<b>8.48</b>	<b>(45.55)</b>	<b>3.25</b>	<b>4.19</b>	<b>(27.50)</b>	<b>(57.13)</b>	<b>32.90</b>	<b>(90.03)</b>

#### (e) Movement in deferred tax balances for the year March 2019

	Net balance 1 April 2018	Recognised in profit or loss	Recognised in OCI	Recognised in Retained earning	Business Combination	Net deferred tax asset/liability	31 March 2019 Deferred tax asset	Deferred tax liability
<b>Deferred tax liabilities</b>								
Difference between book base and tax base of current investments	(10.89)	(16.16)	-	-	-	(27.05)	-	(27.05)
<b>Deferred tax assets</b>								
Difference between book base and tax base of property, plant and equipment	0.61	3.12	-	-	-	3.72	3.72	-
Provision for bad and doubtful debts	6.03	2.51	-	-	-	8.54	8.54	-
Provision for employee benefits	19.84	2.74	0.65	-	-	23.23	23.23	-
Others	0.03	-	-	-	-	0.03	0.03	-
<b>Tax assets (Liabilities)</b>	<b>15.62</b>	<b>(7.79)</b>	<b>0.65</b>	<b>-</b>	<b>-</b>	<b>8.48</b>	<b>35.53</b>	<b>(27.05)</b>

\*During the year ended 31 March 2020, the Company has entered into a business purchase agreement to acquire Fours Laboratory (Yash Lab, Nagar lab, Doctor Lab and Iyer Lab) located at Surat. [refer note 49]

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 36 Earnings per share (EPS)

Basic EPS calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of equity shares outstanding during the year and the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Particulars	31 March 2020	31 March 2019
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders for basic and diluted EPS (Rs. in lakhs)	951.85	833.42
	<u>951.85</u>	<u>833.42</u>
<b>ii. Weighted average number of ordinary shares (no. of shares)</b>	1,00,000	1,00,000
<b>iii. Basic earnings per share &amp; Diluted earnings per share (Rs)</b>	951.85	833.42



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 37 Financial instruments – Fair values

##### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy for financial instruments measured at fair value. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

31 March 2020								
	Carrying amount				Fair value			
	FVTPL	FVOCI	Amotised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Non current financial assets</b>								
Loans	-	-	7.92	7.92	-	-	-	-
<b>Current financial assets</b>								
Trade receivables	-	-	125.73	125.73	-	-	-	-
Cash and cash equivalents	-	-	187.53	187.53	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	1,000.00	1,000.00	-	-	-	-
Security deposits	-	-	8.27	8.27	-	-	-	-
Other current financial Assets	-	-	56.65	56.65	-	-	-	-
	-	-	1,386.10	1,386.10	-	-	-	-
<b>Non current financial liabilities</b>								
Lease liabilities	-	-	153.63	153.63	-	-	153.63	153.63
Other non current financial liabilities	-	-	361.26	361.26	-	-	-	-
<b>Current financial liabilities</b>								
Lease liabilities	-	-	60.00	60.00	-	-	60.00	60.00
Trade payables	-	-	258.36	258.36	-	-	-	-
Other current financial liabilities	-	-	534.75	534.75	-	-	-	-
	-	-	1,368.00	1,368.00	-	-	213.63	213.63

31 March 2019								
	Carrying amount				Fair value			
	FVTPL	FVOCI	Amotised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Non Current Financial assets</b>								
Loans	-	-	6.86	6.86	-	-	-	-
<b>Current Financial assets</b>								
Investment in mutual funds	1,316.24	-	-	1,316.24	-	1,316.24	-	1,316.24
Trade receivables	-	-	108.57	108.57	-	-	-	-
Cash and cash equivalents	-	-	576.23	576.23	-	-	-	-
Security deposits	-	-	9.32	9.32	-	-	-	-
	1,316.24	-	700.98	2,017.22	-	1,316.24	-	1,316.24
<b>Non Current Financial liabilities</b>								
Borrowings	-	-	2.53	2.53	-	-	-	-
<b>Current Financial liabilities</b>								
Trade payables	-	-	106.32	106.32	-	-	-	-
Other current financial liabilities	-	-	118.25	118.25	-	-	-	-
	-	-	227.10	227.10	-	-	-	-



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued) for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 31 Financial instruments – Fair values (Continued)

#### B. Fair value hierarchy

Ind AS 107, 'Financial Instrument - Disclosure' requires classification of the valuation method of financial instruments measured at fair value in the Balance Sheet, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurements). The hierarchy gives the highest priority to un-adjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to un-observable inputs (Level 3 measurements). The three levels of the fair-value-hierarchy under Ind AS 107 are described below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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 and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

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

#### Financial instruments measured at fair value

The following tables show the valuation techniques used in measuring Level 2 fair values, as well as the significant unobservable inputs used.

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs
Investment in mutual funds	The fair value of the units of mutual fund scheme are based on net asset value at the reporting date.	Not applicable	Not applicable
Non current financial assets measured at amortized cost	Discounted cash flows: Under discounted cash flow method, future cash flows are discounted by using rates which reflect market risks. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate and credit risk. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value.	Not applicable	Not applicable

#### Transfers between Levels

#### Sensitivity analysis

Sensitivity analysis				
	31 March 2020		31 March 2019	
	Impact in P&L (Net of tax) due to change in			
	Increase	Decrease	Increase	Decrease
<b>Lease Liabilities</b>				
Movement in Interest on lease liability - Discount rate (9.84%) + / - 100 basis points	(2.14)	2.14	-	-





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 37 Financial instruments – Fair values and risk management (Continued)

##### Financial risk management

The company's Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. Key roles and responsibilities are defined in line with risk management plan and are reviewed at regular interval. This self regulatory process and procedure ensures efficient conduct of business in micro and macro risk environment.

The Company has exposure to the following risks arising from financial instruments

- Credit risk
- Liquidity risk
- Market risk

##### Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables and cash and cash equivalents. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount

##### a. Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company does not have any significant concentration of credit risk which constituted 10% of the total trade receivables (31 March 2019 :No Customer).

The movement in the provision for bad and doubtful debts for the year ended 31 March 2020 is as follows:

	Amount (in Rs. lakhs)
Balance as at 1 April 2018	21.68
Movement during the year	7.64
Balance as at 31 March 2019	29.32
Movement during the year	(15.45)
Balance as at 31 March 2020	13.87

##### b. Cash and cash equivalents and Other bank balances

The Company held cash and cash equivalents and other bank balances of Rs 1187.53 lakhs at March 31, 2020 (31 March 2019: Rs. 576.23 lakhs). The cash and cash equivalents are held with bank and financial institution counterparties with good credit ratings.

##### c. Investments

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 37 Financial instruments – Fair values and risk management (Continued)

#### Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

#### Maturities of financial liabilities

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities:

31 March 2020	Carrying amount	Total	Contractual cash flows		
			Upto 1 year	1-3 years	More than 3 year
<b>Financial liabilities (Non-current)</b>					
Payable towards acquisition of business*	823.09	897.00	465.00	432.00	-
<b>Financial liabilities (current)</b>					
Trade payables	258.36	258.36	258.36	-	-
Other current financial liabilities	72.92	72.92	72.92	-	-
<b>Total</b>	<b>1,154.37</b>	<b>1,228.28</b>	<b>796.28</b>	<b>432.00</b>	<b>-</b>

\*The outflows disclosed in the above table represent the total contractual undiscounted cash flows, which also includes total interest payables on payable toward acquisition of business.

31 March 2019	Carrying amount	Total	Contractual cash flows		
			Upto 1 year	1-3 years	More than 3 year
<b>Financial liabilities (current)</b>					
Interest payables on borrowings	-	0.12	0.12	-	-
Borrowings	2.53	-	2.53	-	-
Trade payables	106.32	106.32	106.32	-	-
Other current financial liabilities	118.25	118.25	118.25	-	-
<b>Total</b>	<b>227.10</b>	<b>224.69</b>	<b>227.22</b>	<b>-</b>	<b>-</b>



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 37 Financial instruments – Fair values and risk management (Continued)

##### Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

	31 March 2020	31 March 2019
<b>Fixed-rate instruments</b>		
Financial assets	1,005.79	4.76
Financial liabilities	-	2.53
	<u>1,005.79</u>	<u>7.29</u>
<b>Variable-rate instruments</b>		
Financial assets	-	-
Financial liabilities	213.63	-
	<u>213.63</u>	<u>-</u>
<b>Total</b>	<u>1,219.42</u>	<u>7.29</u>

##### Capital Disclosure

The primary objective of the Company's capital management is to safeguard the Company's ability to continue as a going concern, maintain a strong credit rating and a healthy capital ratio to support the business and to enhance shareholder value.

The Company's policy is to maintain a strong capital base to sustain future development of the business.

The Company has adequate cash and bank balances and continues to remain debt-free. The company monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. Due to the presence of insignificant debt as compared to cash balances, the Company has not computed its debt equity ratio as the same may not be relevant.





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 38 Related Party Disclosures, as required by Indian Accounting Standard 24 (Ind AS 24) are given below:

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and will be settled in cash.

##### A. Relationships –

###### Category I: Holding Company

Metropolis Healthcare Limited

###### Category II: Fellow subsidiary

R.V.Metropolis Diagnostic & Healthcare Centre Private Limited

###### Category III: Key Management Personnel (KMP)

Dr. Pranav Desai – Managing Director ( Upto 12th September 2018)

Ms. Ameera Sushil Shah, Director

Mr Vijender Singh, Director

Mr. Nilesh Jadavji Shah (w.e.f 3rd February 2020)

###### Category IV: Relatives of KMP

Mrs. Geeta Desai ( Upto 12th September 2018)

Mr. Prashant Desai ( Upto 12th September 2018)

Dr. Pradip K Desai ( Upto 12th September 2018)

Dr. Suresh Desai ( Upto 12th September 2018)

Dr. Shefali Desai ( Upto 12th September 2018)



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 38 Related party disclosures (Continued) :

b) The transactions with the related parties are as follows:

Particulars	31 March 2020	31 March 2019
<b>1) Receipts of services</b>		
<i>Holding Company</i>		
Metropolis Healthcare Limited (Testing Charges)	346.72	346.68
<b>2) Rent paid</b>		
<i>Key Management Personnel</i>		
Dr. Pranav Desai	-	1.91
<i>Relative of KMP</i>		
Dr. Shefali P Desai	-	0.85
Dr. Pradip K Desai	-	0.28
Mrs. Geeta Desai	-	2.46
Mr. Prashant Desai	-	0.09
<b>3) Remuneration/Salary/Professional Fees</b>		
<i>Key Management Personnel</i>		
Dr. Pranav Desai	-	20.65
<i>Relative of KMP</i>		
Dr. Shefali P Desai	-	15.54
Dr. Suresh Desai	-	15.77
<b>4) Reimbursement of expenses (net)</b>		
<i>Key Management Personnel</i>		
Dr. Pranav Desai	-	0.53
Dr. Shefali P Desai	-	0.09
<b>5) Dividend paid</b>		
<i>Holding Company</i>		
Metropolis Healthcare Limited	600.00	-



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

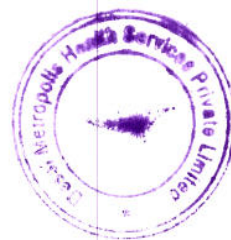
for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 38 Related party disclosures (Continued) :

c) The related party balances outstanding at year end are as follows:

Particulars	31 March 2020	31 March 2019
1) Trade payable and other liabilities		
Holding company		
Metropolis Healthcare Limited	89.64	26.77





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 39 Adoption of Ind AS 116 - Leases

##### Operating lease obligations

The Company has taken various commercial properties on leases for its offices, laboratories and staff accommodation. The lease expenses in current year amounts to 31 March 2019: Rs. 30.85. Future minimum rentals payable under non-cancellable operating leases are as follows:

Particulars	31 March 2019
Not later than one year	13.58
Later than one year but not later than five years	19.17
<b>Total</b>	<b>32.75</b>

#### 1 Transition

On transition, the adoption of the new standard resulted in recognition of 'Right of Use' asset of Rs. 226.76 Lakhs and lease liabilities of Rs. 239.79 Lakhs. The cumulative effect of applying the standard of Rs 10.30 Lakhs was debited to retained earnings, net of taxes. Ind AS 116 will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

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

- Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date
- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
- Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

#### 3 The effect of depreciation and interest related to Right Of Use Asset and Lease Liability are reflected in the Profit & Loss Account under the heading "Depreciation and Amortisation Expense" and "Finance costs" respectively under Note No 34 and 33

#### 4 The weighted average incremental borrowing rate applied to lease liabilities as at 1 April 2019 is 9.84%.

#### 5 The difference between the lease obligation recorded as at 31 March 2019 under Ind AS 17 and the value of the lease liability as at 1 April 2019 is primarily on account of inclusion of extension and termination options reasonably certain to be exercised, in measuring the lease liability in accordance with Ind AS 116 and discounting the lease liabilities to the present value under Ind AS 116.

#### 6 Following are the changes in the carrying value of right of use assets for the year ended 31 March 2020:

Particulars	(Rs Lakhs)	
	Category of ROU	Total
	Patient Service Center/Lab or Both	
Balance as of 1 April 2019	225.44	225.44
Reclassified on account of adoption of Ind AS 116	1.32	1.32
Additions	6.44	6.44
Depreciation	(41.93)	(41.93)
<b>Balance as of 31 March 2020</b>	<b>191.27</b>	<b>191.27</b>

#### 7 The following is the break-up of current and non-current lease liabilities as of 31 March 2020:

Rs Lakhs	
Particulars	31 March 2020
Current Lease liabilities	60.00
Non-current lease liabilities	153.63
<b>Total</b>	<b>213.63</b>

#### 8 The following is the movement in lease liabilities for the year ended 31 March 2020

Rs Lakhs	
Particulars	31 March 2020
Balance as of 1 April 2019	239.79
Additions	6.43
Finance cost accrued during the year	22.39
Payment of lease liabilities	(54.98)
<b>Balance as of 31 March 2020</b>	<b>213.63</b>



**Desai Metropolis Health Services Private Limited**

**Notes to the financial statements (Continued)**  
*for the year ended 31 March 2020*

(Currency : Indian Rupees in lakhs)



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 39 Adoption of Ind As 116 - Leases (Continued)

- 9 The table below provides details regarding the contractual maturities of lease liabilities as of 31 March 2020 on an undiscounted basis:

	(Rs Lakhs)
Particulars	31 March 2020
Less than one year	60.00
One to five years	174.34
More than 5 years	46.76
<b>Total</b>	<b>281.10</b>

- 10 Impact of adoption of Ind AS 116 for the year ended 31 March 2020 is as follows:

	(Rs Lakhs)
Particulars	31 March 2020
Decrease in Other expenses by	54.98
Increase in Finance cost by	22.39
Increase in Depreciation by (excludes depreciation on reclassified assets)	41.43
<b>Net Impact on (Profit)/Loss</b>	<b>8.84</b>

- 11 Reconciliation between operating lease commitments disclosed in financials as at 31 March 2019 applying Ind AS 17 and lease liabilities

	(Rs Lakhs)
Particulars	31 March 2020
Opening Balance of Operating Lease	32.75
Add: Additional lease commitment based on expected extension of lease term	207.04
<b>Lease liabilities as at 1 April 2019</b>	<b>239.79</b>

- 12 The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.
- 13 Rental expense recorded for short-term leases / Low value lease was Rs. 329.52 Lakhs for the year ended 31 March 2020.
- 14 The total cash outflow for leases for year ended 31 March 2020 is Rs. 54.98 Lakhs





## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 40 Commitments

	31 March 2020	31 March 2019
<b>Capital commitments:</b>		
Estimated amount of contracts remaining to be executed on capital account not provided for	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### 41 Contingent liabilities not provided for

	31 March 2020	31 March 2019
Employee related dues	11.71	11.71
Claims against the Company not acknowledged as debt		
- Claims pending in Consumer Dispute Redressal Forum	5.00	5.00
<b>Total</b>	<b>16.71</b>	<b>16.71</b>

#### 42 Auditors' remuneration

	31 March 2020	31 March 2019
Statutory audit fees	3.00	3.00
<b>Total</b>	<b>3.00</b>	<b>3.00</b>

#### 43 Micro and small enterprises

There are no micro & small enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31 March 2020. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

	31 March 2020	31 March 2019
a. Principal and interest amount remaining unpaid	10.37	-
b. Interest due thereon remaining unpaid	0.51	-
c. 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	-	-
d. Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006)	-	-
e. Interest accrued and remaining unpaid	0.51	-
f. Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-



# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 44 Employee benefits

#### (a) Defined benefits plan

The Company has gratuity as defined benefit retirement plan for its employees. Details of the same as at year end are as follows:

The Company has gratuity as defined benefit retirement plan for its employees. Details of the same as at year end are as follows.

	31 March 2020	31 March 2019
<b>A. Amount recognised in the balance sheet</b>		
Present value of the obligation as at the end of the year	46.07	31.92
Fair value of plan assets as at the end of the year	(11.44)	(15.85)
<b>Net liability recognised in the balance sheet</b>	<b>34.63</b>	<b>16.06</b>
<b>Out of which,</b>		
Non-current portion	-	-
Current portion	34.63	16.07
<b>B. Change in projected benefit obligation</b>		
Projected benefit obligation at the beginning of the year	31.92	56.11
Current service cost	4.44	4.77
Interest cost	2.38	4.11
Actuarial loss	12.45	1.25
Benefits paid	(5.12)	(34.34)
<b>Projected benefit obligation at the end of the year</b>	<b>46.07</b>	<b>31.92</b>
<b>C. Change in plan assets</b>		
Fair value of plan assets at the beginning of the year	15.85	40.36
Interest income	1.19	2.97
Expected returns on plan assets	(0.48)	(0.99)
Employer contributions	-	7.86
Benefits paid	(5.12)	(34.34)
<b>Fair value of plan assets at the end of the year</b>	<b>11.44</b>	<b>15.85</b>
<b>D. Amount recognised in the statement of profit and loss</b>		
Current service cost	4.44	4.77
Interest cost	1.19	1.15
<b>Expenses recognised in the statement of profit and loss</b>	<b>5.63</b>	<b>5.92</b>
<b>E. Amount recognised in other comprehensive income</b>		
Net actuarial loss	12.45	1.25
Return on Plan Assets, Excluding Interest Income	0.48	0.99
	<b>12.93</b>	<b>2.24</b>
<b>F. Plan Assets include the following:</b>		
Insurer managed funds		
<b>G. Assumptions used</b>	<b>31 March 2020</b>	<b>31 March 2019</b>
Discount rate	5.76%	7.48%
Long-term rate of compensation increase	5.76%	7.00%
Rate of return on plan assets	5.00% p.a. for the next 3 years, 7.00% p.a. thereafter, starting from	7.48%
		For service 4 years and below 35.00% p.a. For service 5 years and above 4.00% p.a.
Attrition rate	21.00%	
Mortality Rate	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
The weighted average duration of the defined benefit obligation is 5 years (31 March, 2019: 12 years).		
<b>H. Sensitivity analysis</b>		
Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the		
	<b>31 March 2020</b>	<b>31 March 2019</b>
	<b>Increase</b>	<b>Decrease</b>
Discount rate (1% movement)	(1.66)	1.81
Future salary growth (1% movement)	1.78	(1.67)
Employee Turnover (1% movement)	(0.25)	0.27
	<b>Increase</b>	<b>Decrease</b>
Discount rate (1% movement)	(3.09)	3.71
Future salary growth (1% movement)	3.69	(3.13)
Employee Turnover (1% movement)	0.04	(0.07)



## Desai Metropolis Health Services Private Limited

### Notes to the financial statements (Continued) for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

#### 44 Employee benefits (Continued)

##### (a) Defined benefits plan (Continued)

I. Expected future cash flows					
Particulars	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
31 March 2020					
Defined benefit obligations (Gratuity)	8.46	7.35	17.51	25.96	59.28
<b>Total</b>	<b>8.46</b>	<b>7.35</b>	<b>17.51</b>	<b>25.96</b>	<b>59.28</b>
31 March 2019					
Defined benefit obligations (Gratuity)	4.17	1.26	4.20	82.36	91.99
<b>Total</b>	<b>4.17</b>	<b>1.26</b>	<b>4.20</b>	<b>82.36</b>	<b>91.99</b>

##### (b) Defined contribution plan

The Company contributes towards statutory provident fund as per the Employees Provident Funds and Miscellaneous Provisions Act, 1952 and towards employee state insurance as per the Employees' State Insurance Act, 1948. The amount of contribution to provident fund and Employee State Insurance Scheme recognised as expenses during the year is Rs. 38.27 lakhs (31 March 2019: Rs. 32.81 lakhs)

#### 45 Segment Reporting

As the Company's business activity falls within a single business segment viz. 'pathology' and the sales substantially being in the domestic market, hence does not have any reportable segment as per Ind AS 108 "Operating Segments".

#### 46 Corporate social responsibility (CSR)

The Company has spent Rs. Nil lakhs (31 March 2019 : Rs. Nil lakhs) towards various schemes of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013. The details are

- Gross amount required to be spent by the Company during the year is Rs.17.60 lakhs (31 March 2019: Rs.13.47 lakhs)
- Amount spent during the year on;

Particulars	In Cash	Yet to be paid in Cash	Total
Construction / acquisition of any asset	-	-	-
On purposes other than (i) above	-	-	-

#### 47(a) Disclosure as per Ind As 115 - Revenue from contracts with customers

Particulars	31 March 2020	31 March 2019
Contract assets - unbilled revenue		
<b>Contract liabilities - Advance from Customers</b>		
Opening Balance	2.55	0.87
Movement during the year	1.89	1.68
<b>Closing Balance</b>	<b>4.44</b>	<b>2.55</b>

#### 47(b) Reconciliation of revenue from contracts with customers

	31 March 2020	31 March 2019
Revenue from contract with customer as per the contract price	3,947.82	3,237.87
Adjustments made to contract price on account of :-		
Discount / Rebates	21.67	34.08
<b>Revenue from contract with customer</b>	<b>3,926.15</b>	<b>3,203.79</b>
Other operating revenue	15.46	-
<b>Revenue from operations</b>	<b>3,941.61</b>	<b>3,203.79</b>





# Desai Metropolis Health Services Private Limited

## Notes to the financial statements (Continued)

for the year ended 31 March 2020

(Currency : Indian Rupees in lakhs)

### 48 Estimation uncertainty relating to COVID-19 outbreak

The Company has considered internal and certain external sources of information including economic forecasts and industry reports up to the date of approval of the Financial Statements in determining the impact on various elements of its Financial Statements. The Company has used the principles of prudence in applying judgments, estimates and assumptions including sensitivity analysis and based on the current estimates, the Company expects to fully recover the carrying amount of trade receivables, other assets. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these Financial Statements.

### 49 Deferred payment consideration

During the years, the Company has entered into a business purchase agreement to acquire Fours Laboratory (Yash Lab, Nagar lab, Doctor Lab and Iyer Lab) located at Surat for an initial purchase consideration of Rs 1,800.00 lakhs, an amount of Rs 1,800.00 lakhs is to be paid by the Company to owners of Four Laboratory in 3 tranches starting from September 2019 to September 2021.

#### A. Consideration transferred

The following table summarises the acquisition date fair value of major class of consideration transferred:

Particulars	Amount
Property, plant and equipment	48.51
Cash and Bank	0.27
Goodwill	1173.90
Brand	285.52
Customer Rights	210.04

The deferred consideration of Rs Rs. 1,800.00 lakhs has been measured at fair value (Rs.1,690.72 lakhs) on initial recognition and the difference of Rs. 109.27 lakhs (31 March 2019 : Rs Nil) will be recognise as finance cost on EIR basis over the payment tenure; During year ended 31 March 2020 Rs 35.37 lakhs (31 March 2019 Rs Nil) charged to statement of profit and loss (refer note 32).

### 50 Other matters:

Information with regard to other matters specified in Schedule III to the Act is either Nil or not applicable to the Company for the financial year ended 31 March 2020.

As per our report of even date attached

For BSR & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

  
Tarun Kinger

Partner

Membership No. 105003

Place : Mumbai

Date : 28 May 2020

For and on behalf of the Board of Directors of  
Desai Metropolis Health Services Private Limited

CIN - U85195GJ2008PTC052594


  
Vijender Singh

Director

DIN : 07489284

Place : Gurugram

Date : 28 May 2020

  
Ameera Shah

Director

DIN: 00208095

Place : Mumbai

Date : 28 May 2020