



**BIBA APPARELS PRIVATE  
LIMITED**

**Annual Report 2020-2021**



**NOTICE FOR CALLING 19<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 19<sup>th</sup> Annual General Meeting of the members of **BIBA Apparels Private Limited** to transact the businesses as mentioned herein will be held on shorter notice, as schedule below:-

**Date :** 29th November, 2021  
**Day :** Monday  
**Time :** 5.30 P.M.  
**Venue:** through Video Conferencing

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2021 and statement of Profit and Loss for the year ended 31st March, 2021 and Cashflow Statement for the year ended 31st March, 2021, both standalone and consolidated, for the year ended on that date, the Reports of Directors and Auditors thereon.
2. To appoint Statutory Auditors from the conclusion of this 19<sup>th</sup> Annual General Meeting until the conclusion of the Twenty Fourth (24<sup>th</sup>) Annual General Meeting and to fix their remuneration.

**SPECIAL BUSINESS:**

**3. To approve increase in Managerial Remuneration**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution(s) as a Special Resolution:

**RESOLVED THAT** pursuant to Section 117, 196 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto for the time being in force), consent of the shareholders be and is hereby accorded to revise the remuneration of Mr. Siddharath Bindra, Managing Director, as hereunder.

<b>Present Salary</b>	3.42 Cr. P.a. including Basic Salary, HRA, and other allowances.
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**BIBA APPARELS PVT. LTD.**

**Registered Office and Head Office:** 12<sup>th</sup> & 13<sup>th</sup> floor, Capital Cyber Scape, Sector-59, Golf Course Extension Road, Gurugram -122005, Haryana India |

**Phone:** 0124-5047000, 4417000 | **Email:** [info@bibaindia.com](mailto:info@bibaindia.com) | **Website:** [www.biba.in](http://www.biba.in)

**CIN No. U74110HR2002PTC083029**

<b>Proposed Consolidated Salary</b>	<p>Maximum Rs. 4.8 crores per annum inclusive of the perquisites, allowance that may be provided to him plus reimbursement of expenses as may be incurred by Mr. Siddharath Bindra on behalf of the Company.</p> <p>Mr. Siddharath will be eligible for 5% Annual Increment on the consolidated salary.</p> <p>In addition to above, Mr. Siddharath Bindra shall be eligible for a commission of 0.5% of Net Profit, without any upper limit.</p> <p>The Above Salary shall be effective for a period of 5 years from 01.12.2021 till 30.11.2026, subject to the reappointment of Mr. Siddharath Bindra as Managing Director.</p> <p>The remuneration will be subject to income tax deduction at source, in accordance with the Indian Tax Regulations.</p>
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**RESOLVED FURTHER THAT** any Director or the company Secretary of the Company be and are hereby severally authorized to file necessary e-Forms with Registrar of Companies and to do all such acts, deeds or things which are necessary to give effect to the aforesaid resolution.”

**By order of the Board of Directors  
For BIBA Apparels Private Limited**



**Sachin Agarwal  
Company Secretary**

**Date: 29.11.2021**

**Place: Gurugram**

**NOTES:**

1. A member is entitled to attend and vote at the Annual General Meeting via Video conference.
2. The facility to appoint proxy to attend and cast vote for the members is not available for this AGM.

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3. The notice is being sent to all the members, whose names appeared in the Register of Members as on today.
4. The Annual report for the year ended 31st March, 2021 containing inter-alia, the Board report, Auditors' report and the audited financial statements are enclosed.
5. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting.
6. The relevant documents required as per the Companies Act, 2013 shall be made available for inspection at the registered office of the Company.

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**The following statements sets out all material facts relating to the Special Businesses mentioned in the notice.**

**ITEM NO. 3**

The Board may note that Mr. Siddharath Bindra is acting as the Managing Director of the company since March 2013 and further re-appointed as Managing director by the Board in its meeting on 16.01.2018 for a period of 5 years i.e. from 01.03.2018 to 28.02.2023. Mr. Bindra, being the Managing Director, is entrusted with substantial powers of management, and is required to perform such duties, as may be entrusted upon him by the Board of Directors from time to time. Mr. Bindra is also responsible for achieving profitable growth for the company. Considering the contribution, roles and responsibilities of Mr. Siddharath Bindra and the progress made by the company under his leadership, the board at its meeting held on 29.11.21, has approved the revision in the remuneration of Mr. Siddharath Bindra for a period of 5 years commencing form 01.12.2021 till 30.11.2026, subject to his re-appointment as Managing Director.

Pursuant to the provisions of the Companies Act 2013 the consent of the members by way of special resolution is required for the revision in the remuneration of Mr. Siddharath Bindra.

It is submitted that based on recommendation of Board, the overall managerial remuneration to be paid to Mr. Siddharath Bindra, will be as follows:

<b>Present Salary</b>	3.42 Cr. P.a. including Basic Salary, HRA, and other allowances.
<b>Proposed Consolidated Salary</b>	<p>Maximum Rs. 4.8 crores per annum inclusive of the perquisites, allowance that may be provided to him plus reimbursement of expenses as may be incurred by Mr. Siddharath Bindra on behalf of the Company.</p> <p>Mr. Siddharath will be eligible for 5% Annual Increment on the consolidated salary.</p> <p>In addition to above, Mr. Siddharath Bindra shall be eligible for a commission of 0.5% of Net Profit, without any upper limit.</p> <p>The Above Salary shall be effective for a period of 5 years from 01.12.2021 till 30.11.2026, subject to the reappointment of Mr. Siddharath Bindra as Managing Director.</p> <p>The remuneration will be subject to income tax deduction at source, in accordance with the Indian Tax Regulations.</p>

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Except Mr. Siddharath Bindra, and Mrs. Meena Bindra (mother of Mr. Siddharath Bindra), none of the other Directors, Key Managerial Personnel is interested in the proposed Resolution.

**By order of the Board of Directors  
For BIBA Apparels Private Limited**

A handwritten signature in blue ink, which appears to be "Sachin Agarwal", is written over a circular blue stamp. The stamp contains the text "BIBA Apparels Pvt. Ltd." around the perimeter and a small star at the bottom.

**Sachin Agarwal  
Company Secretary**

**Date: 29.11.2021**

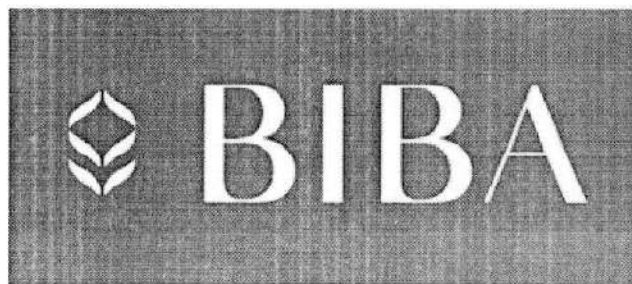
**Place: Gurugram**

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**BOARD REPORT**

**FINANCIAL YEAR 2020-21**

## The Members

### BIBA Apparels Private Limited

The Directors have pleasure in presenting the 19<sup>th</sup> Annual Report on the business and operations of the Company together with the Audited Accounts for the year ended 31<sup>st</sup> March 2021.

### Financial Performance

A brief summary of the audited financials of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 is given below. The figures of the current Financial Year and previous Financial Year have been prepared in accordance with the Indian Accounting Standards ('Ind AS').

(Rs. in crore)

Particulars	Standalone performance		Consolidated performance	
	F.Y. 2020-21	F.Y. 2019-20	F.Y. 2020-21	F.Y. 2019-20
Revenue from operations	525.82	757.21	525.82	757.20
Other income	43.35	7.45	43.35	8.94
<b>Total income</b>	<b>569.17</b>	<b>764.66</b>	<b>569.17</b>	<b>766.14</b>
Less: Other expenses	460.33	618.09	460.35	619.38
<b>Loss/Profit Before Interest, Depreciation, Taxes and Extra- ordinary Item</b>	<b>108.84</b>	<b>146.57</b>	<b>108.82</b>	<b>146.76</b>
Less: Finance Cost	45.97	46.81	45.97	46.82
Less: Depreciation and Amortization	83.39	80.88	83.39	80.93
<b>Loss/Profit Before Share of Net Profits of investments</b>	<b>(20.52)</b>	<b>18.88</b>	<b>(20.55)</b>	<b>19.01</b>
Share of loss of associate	-	-	(0.21)	(.71)
<b>Loss/Profit Before Tax and Exceptional Item</b>	<b>(20.52)</b>	<b>18.88</b>	<b>(20.76)</b>	<b>18.30</b>
Less: Exceptional Item	1.73	11.05	0.0077	4.27
<b>Loss/Profit before tax</b>	<b>(22.25)</b>	<b>7.83</b>	<b>(20.78)</b>	<b>14.03</b>
Less: Current Tax	-	5.75	(4.08)	5.75
Less: Deferred Tax	(8.89)	(0.47)	(4.85)	(.63)
<b>Loss/Profit before other comprehensive income</b>	<b>(13.36)</b>	<b>2.55</b>	<b>(11.84)</b>	<b>8.91</b>
Add: Profit from Associate Company	-	-	-	-
Add: Other comprehensive income, net of tax	(.07)	(0.31)	(0.05)	(.31)
<b>Net Profit/Loss</b>	<b>(13.43)</b>	<b>2.24</b>	<b>(11.9)</b>	<b>8.59</b>
<b>Earnings Per Share:</b>				
Basic and diluted	<b>(1.08)</b>	<b>0.21</b>	<b>(.96)</b>	<b>.74</b>



## **State of Company's Affairs**

During the year under review, the total revenue of the Company was INR 525.82 crores as against Rs. 757.21 crores during the previous Financial Year mainly due to impact of lockdown imposed by Govt due to spread of COVID 19. The Company has recorded Net loss of Rs. 13.44 crores during the Financial Year.

During the year under review, in spite of COVID 19 induced lockdown and adverse impact on operations, the Company added 47 new stores for BIBA and Rangriti, out of which 29 are on franchisee model. The company also shut some of the store due to non-viability of operations in certain locations. At the end of financial year under review, total count of active EBOs are 290 for BIBA and BIBA Girls and 107 for Rangriti which also includes Franchisee Stores.

Stores remained closed for considerable period of time due to COVID 19 induced lockdown which adversely impacted the overall business and fund flows. The company has proactively taken immediate corrective steps and has been able to reduce/ optimize its expenses to mitigate the adverse impact on overall profitability. Detailed negotiations with Landlords, Vendors and other business partners for reduction in lease rentals, pricing etc. were undertaken thereby leading to definitive reduction in related expenses which is reflected in overall expenses. Company focused on leveraging investments done in online business channel over the past few years and recorded all-time high revenues online sales both from own website and from market places portals. Company also expanded its offering to customers in apparel category by launching Sleepwear/ Loungewear.

Your directors are of the view that in spite of major impact on overall operations during current year, with the help of immediate corrective steps and sharp focus on business and deep engagement with channel partners, your company will be able to overcome this hard situation and will be able to perform well.

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

## **Information about Subsidiary/Joint Venture and Associate Company and their performance Highlight**

As on 31<sup>st</sup> March 2021, the Company has one direct subsidiary and one Associate Company. During the financial year ended on 31<sup>st</sup> March, 2021, there is no addition or deletion in the list of subsidiary, associate or joint venture, of the Company.

The audited consolidated financial statements are provided as part of the Annual Report in accordance with Accounting Standards (IND-AS) pertaining to consolidated financial reporting. These statements have been prepared on the basis of the financial statements received from the subsidiaries as approved by their respective Board of Directors. A report on the performance and financial position of the subsidiaries and associate company as per Section 129(3) of the Companies Act, 2013 is provided in Form AOC-1 '**Annexure-1**' forming part of the financial statements and hence not repeated herein for the sake of brevity.

### **Change in Nature of Business, if any**

There is no change in the nature of business or business activity during the financial year 2020-21.

### **Secretarial Audit**

M/s Ranjeet Pandey and Associates as Practicing Company Secretaries was appointed to conduct the Secretarial Audit of the Company for the Financial Year 2020-21 as required under Section 204 of the Companies Act, 2013 and the rules made there under

The Secretarial Audit Report for the Financial Year ended, 31st March 2021 under Form MR-3 as provided by M/s. Ranjeet Pandey and Associates, Practicing Company Secretaries forms part of Director Report as Annexure. There are no qualifications or adverse remarks in the Secretarial Audit Report which require any clarification/ explanation. The Report confirms that during the period covered by the Audit, the Company has complied with the statutory provisions listed under Form MR-3 and the Company has proper board processes and compliance mechanism in place.

### **Cost Audit and Cost Records**

The nature of the business does not require to undergo any cost audit as per the companies Act 2013, therefore the company has not appointed any cost auditor during the financial year 2020-21. The Company was also not required to maintain any cost records as specified by the central government under sub section (1) of section 148 of Companies Act, 2013.

### **Dividend**

During the current FY 2021-22, the business was adversely impacted due to lockdown and in the current FY the company needs funds for its operations, therefore, this year your director do not recommend any dividend for the FY 2020-21.

### **Transfer to Reserves**

The directors have decided not to transfer any amount to the general reserve for the Financial Year ended 31<sup>st</sup> March, 2021.

### **Transfer of Unclaimed dividend to Investor Education and Protection Fund**

The company was not required to transfer unclaimed dividend to Investor Education and Protection Fund as per the provisions of Section 125(2) of the Companies Act, 2013 as the same is not applicable to the Company.

## **Share Capital**

During the Financial Year ended 31<sup>st</sup> March, 2021, there have been following alteration in the share capital of the Company:

- **Change in the Authorized Capital of the company during the financial year under review: -**

On 17<sup>th</sup> July 2020, pursuant to the provisions of Section 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorized Share Capital of the Company has been increased from Rs. 120,00,00,000/- (Rupees One Hundred Twenty Crore Only) divided into 12,00,00,000 (Twelve Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 135,00,00,000/- (Rupees One Hundred Thirty Five Crore Only) divided into 13,50,00,000 (Thirteen Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

- **Change in the Paid up Capital of the company during the financial year under review: -**

The Company has increased its paid-up Share Capital from 11,97,29,500 equity shares of Rs. 10/- each to 12, 50,62,833 equity shares of Rs. 10/- each on July 30, 2020. The Company has allotted 53,33,333 Equity shares of Rs. 10/- each at a premium of Rs. 65 per share, to the existing shareholders on Right basis and in the proportion to their existing shareholding.

## **Auditors**

Term of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), Statutory Auditors of the Company, will expire after the conclusion of the ensuing 19th Annual General Meeting for the FY 2020-21. Therefore, your Directors recommend the appointment of M/s S.R. Batliboi & Co LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) as statutory auditors of the Company, in place of retiring auditors M/s Walker Chandiok & CO LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), to hold office from the conclusion of this 19th AGM until the conclusion of the 24th AGM.

## **Auditors' Report**

The notes on financial statements referred to in the Auditors' Report are self-explanatory in nature and do not call for any further comments. The report does not contain any qualification, reservation or adverse remarks, except, there are some observations identified by the Statutory Auditor mentioned in Clause x of CARO and point 8 of Annexure II opinion on ICFR, which relates to embezzlement of some money by one ex-employee. Except the aforesaid observations, there were no other adverse remarks in the Auditors' Report or ICFR, and the Notes to Accounts were self-explanatory.

### **Details of Board Meeting and Corporate Social Responsibility Committee Meetings**

During the financial year ended 31st March, 2021, Board meetings were held on 03.04.2020, 15.07.2020, 21.07.2020, 30.07.2020, 29.09.2020, 18.12.2020 and 29.01.2021.

Further, as per Section 135(5) of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and schedule VII of the Companies Act, 2013, the Company has duly constituted CSR Committee and during the year under review, two meetings of the Corporate Social Responsibility Committee were held on 29.09.2020 and 29.01.2021.

The attendance record of the directors in the respective meetings is as under:

S. No.	Name of Director/ Member of Board	Total No. of Meetings entitled to attend	No. of Meeting attended	% of Attendance
<b>Board Meeting</b>				
1	Meena Bindra	7	6	85.71
2	Siddharath Bindra	7	7	100
3	Anish Saraf	7	7	100
4	Sameer Mohan Shroff	7	6	85.71
<b>CSR Committee</b>				
1	Meena Bindra	2	2	100
2	Siddharath Bindra	2	2	100
3	Sameer Mohan Shroff	2	1	50

### **General Meeting**

During the financial year ended 31st March, 2021, one Extra-ordinary General Meeting were held on 17.07.2020 and Annual General Meeting were held on 18.12.2020.

### **Audit Committee**

The company is a private limited company, therefore it was not required to constitute Audit Committee.

### **Nomination and Remuneration Committee (NRC)**

The company is a private limited company, therefore it was not required to constitute Nomination and Remuneration Committee (NRC) Committee.

### **Annual Performance Evaluation of Chairman, Board, its Committees and Individual Directors**

The company is a private limited company, therefore it was not required to do any performance evaluation of Board of Directors or Committees, or the Chairman.

### **Directors and Key Managerial Person**

During the financial year ended 31st March, 2020 there has been following changes in the Directors/ KMPs of the Company.

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Date of Appointment</b>	<b>Date of cessation</b>	<b>Appointment/ Cessation</b>
1	Mr. Sandeep Dattaram Deshpande	CFO & KMP	13/02/2020	30/09/2020	Resignation
2	Mr. Vikram Nagpal	CFO & KMP	18/12/2020	N.A.	Appointment

### **Deposits**

The Company has neither accepted nor renewed any deposits within the meaning of Section 73 of Companies Act, 2013 and, as such, no amount of principal or interest was outstanding as of 31<sup>st</sup> March, 2021.

### **Particulars of Loans, Guarantees or Investments**

During the Financial Year ended 31<sup>st</sup> March, 2021 particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013 are set out at '**Annexure-2**' which forms part of this report.

### **Material Changes and Commitments, if any, affecting the Financial Position of Company**

There have been no material changes and commitments from the date of closing of the financial year i.e. 31<sup>st</sup> March, 2021 up to the date of presentation of Board Report, which may material impact on the financial position of the Company in any manner.

### **Details of Significant and Material Orders, impacting the Going Concern status and Company Operation in future**

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

### **Extract of the Annual Return**

Pursuant to Section 92(3) and Section 134(3) (a) of the Companies Act, 2013 read with rules made thereunder, extract of Annual Return of the Company in the prescribed Form - MGT 9 is annexed as '**Annexure-3**' to this Report.

### **Particulars of Contracts or Arrangements with Related Parties**

All Related Party transactions entered into by the Company were in the ordinary course of business and on arm's length basis. The particulars of contracts or arrangements with related parties referred in Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in the prescribed Form AOC - 2 is annexed as '**Annexure-4**' to this Report.

### **Corporate Social Responsibility**

The concept of Corporate Social Responsibility (CSR) has gained prominence from all avenues. Organizations have realized that Government alone will not be able to get success in its endeavor to uplift the downtrodden state of the society. With a view to help growth of the society and the company at large, the Company has a structured CSR Policy, formulated under the provisions of the Companies Act, 2013. The Company also has in place a CSR Committee duly constituted in accordance with the requirements of Section 135 of the Companies Act, 2013 read with rules made thereunder, as amended, to formulate and monitor the CSR policy of the Company.

In terms of provisions of Section 135 of the Companies Act, 2013 & Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 read with various clarifications issued by the Ministry of Corporate Affairs, the Annual Report on CSR activities for FY 2020-2021 is annexed as '**Annexure-5**'.

### **Vigil Mechanism**

In accordance with the provisions of Section 177(9) of the Companies Act, 2013, the Company has established a Vigil Mechanism for its directors and employees, to report concerns about unethical behavior and address their genuine concerns. The mechanism provides adequate safeguards against victimization of persons who use this mechanism.

### **Disclosure about ESOP Scheme**

Pursuant to the provision of Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies Rules, 2014, and the company has issued Employee Stock Option Scheme in 2018, and same has been amended in the Extra Ordinary General Meeting of the Company held on 09.12.2019. The paid up Share Capital of the Company as on March 31, 2021, was Rs. 1250628330/-.

During the year the Company has granted 1,65,000 options to its employees. The Company has not changed its Employee Stock Option Plan during the year.

Name of Employees	Designation	Exercise Price (INR)	No of Options Granted	Effective Date of Grant	Vesting Dates and % of Vested Options		
					1 <sup>st</sup> Date	2 Date	3 Date
Ramit Pal Singh	SVP & Chief Sourcing Officer	167.64	50,000	01-04-2020	01-04-2022 - 30%	01-04-2023 - 30%	01-04-2024 - 40%
Mahindra Singh Bhadouria	SVP & National Head Retail Operations	167.64	35,000	01-04-2020	01-04-2022 - 30%	01-04-2023 - 30%	01-04-2024 - 40%
Vikram Nagpal	CFO	167.64	30,000	15-10-2020	15-10-2023 - 30%	15-10-2024 - 30%	15-10-2025 - 40%
Aniket Verma	VP & Head Retail Operations - Rangriti	167.64	25,000	02-12-2020	02-12-2022 - 30%	02-12-2023 - 30%	02-12-2024 - 40%
Lokesh Mishra	VP & Head Business Development & Footwear	167.64	25,000	06-01-2021	06-01-2024 - 30%	06-01-2025 - 30%	06-01-2026 - 40%

### **Internal control systems and Risk Management**

The company has an adequate Internal Control System and Risk Management procedure to monitor the risks and their mitigating actions. The Company has developed procedures to assess the risk associated with the company and minimization thereof and periodically informed the Board of Directors for their review to ensure that the executive management controls the risk in accordance with defined policies and procedures adopted by the company. However, during FY 21, it was identified that there was misappropriation of funds through fraudulent payments in processing of payments towards rental and other expenses pertaining to leased premises and its consequential impact on the Statement of Profit and Loss has already been reflected as explained in Note 54 to the accompanying financial statements. Your Directors have taken a serious view on this observation and they have already taken necessary steps to strengthen the Internal Control Systems.

The Board of Directors of the company engaged M/s O P Bagla & Co LLP, Chartered Accountants, as Internal Auditors of the Company for Financial Year 2020-21 to conduct risk assessment analysis of the business. The Internal Auditors independently evaluate adequacy of internal controls and audit the transactions undertaken by the Company. The Board of Directors regularly reviewed the adequacy and effectiveness of internal Control and monitors implementation of Internal Audit observations.

### **Particulars of Conservation Of Energy, Technology Absorption and Foreign Exchange Earning /**

## **Outgo**

The information required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 (3) of Companies (Accounts) Rules, 2014 is set out at '**Annexure-6**' which forms part of this report.

## **Disclosure under the Sexual Harassment of Women at Work Place**

The Company has in place an anti- sexual harassment policy in line with the requirement of The Sexual Harassment at The Workplace (Prevention, Prohibition and Redressal) Act and Rules, 2013.

Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, Temporary, Trainees) are covered under this policy.

The following is a summary of Sexual Harassment Complaints received and disposed of during the year 2020-2021:

Number of Complaints Received	0
Number of Complaints Disposed of	0

## **Statement of particulars of employees**

The company, being private limited company, is not required to give any details of the remuneration of any employees in terms of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel).

## **Directors' Responsibility Statement**

In terms of Section 134 of the Companies Act, 2013, the Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, confirm that they have taken all reasonable steps, as are required, to ensure that:

- (a) the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a 'going concern' basis; and
- (e) proper systems have been devised to ensure compliance with the provisions of all applicable laws (including applicable Secretarial Standards) and that such systems were adequate and operating



**Order of Court/Regulator/Tribunals**

During the year under review the Company has not received any significant and material order passed by any regulator or courts or tribunals impacting the going concern status and Company's operations in futures.

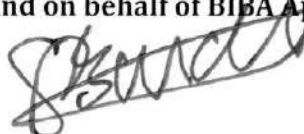
**Acknowledgement**

The Board of Directors expresses their sincere appreciation and gratitude to all the stakeholders of the Company for the trust, confidence and support provided to us.

Further, the Board of Directors hereby promises to uphold the Company's commitment towards acting with honesty, integrity and respect and to be responsible and accountable to all the stakeholders of the Company.

**By Order of the Board of Directors**

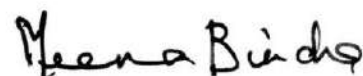
**For and on behalf of BIBA Apparels Private Limited**



**Siddharath Bindra**

Managing Director

**DIN: 01680498**



**Meena Bindra**

Director

**DIN: 01627149**

**Date: 29.11.2021**

**Place: Gurugram**

**ANNEXURE-1****Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 read with Companies (Accounts) Amendment Rules, 2016)

**Part "A": Subsidiaries**

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

(Information in respect of each subsidiary to be presented with amounts in Rs. in lakhs)

S. No.	Particulars	Details
1	Sl. No	1
2	Name of the subsidiary	IMA Clothing Private Limited
3	The date since when subsidiary was acquired	17/09/2012
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
6	Share capital	172.04
7	Reserves and surplus	(831.47)
8	Total assets	2.26
9	Total Liabilities	581.69
10	Investments	NIL
11	Turnover	NIL
12	Profit/ Loss before taxation	(3.21)
13	Provision for taxation	(0.23)
14	Profit/ Loss after taxation	(2.98)
15	Proposed Dividend	NIL
16	Extent of shareholding (Class A) (in percentage)	
	Class A Equity	51.00%
	Class B Equity	100%
	CCPS	100%

Note:

1. Name of subsidiaries which are yet to commence operations- NA
2. Name of subsidiaries which have been liquidated or sold during the year- NA
3. Share Capital includes Rs. 2,04,080/- (Class A) & Rs. 1,70,00,000/- (Class B- No dividend & no voting rights) equity share capital of IMA Clothing Private Limited including equity component of Rs. 80,00,000/- compulsory convertible preference shares (CCPS) issued by the subsidiary company.
4. Based on effective shareholding i.e. 50.99% of Class A equity shares held by the Company.
5. Figures in bracket indicates negative balance.

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates/Joint Ventures	Anjuman Brand Designs Private Limited
1. Latest audited Balance Sheet Date	31 <sup>st</sup> March, 2021
2. Date on which the Associate or Joint Venture was associated or acquired	25 <sup>th</sup> September, 2014
3. Shares of Associate or Joint Ventures held by the company on the year end	
No. (In Lakhs)	8.55
Amount of Investment in Associates/Joint Venture (In Lakhs)	615.06
Extend of Holding %	36.82%
4. Description of how there is significant influence	There is significant influence due to percentage of shareholding
5. Reason why the associate/joint venture is not consolidated	Share of associate is considered for consolidation and hence same is not applicable
6. Net worth attributable to shareholding as per latest audited Balance Sheet	354.44
7. Profit or Loss for the year	(52.37)
i. Considered in Consolidation	(19.28)
ii. Not Considered in Consolidation	(33.09)


Note:

1. Name of associates/joint ventures which are yet to commence operations- NA
2. Name of associates/joint ventures which have been liquidated or sold during the year-NA

**By Order of the Board of Directors  
For and on behalf of BIBA Apparels Private Limited**



**Siddharath Bindra**  
Managing Director  
DIN: 01680498



**Meena Bindra**  
Director  
DIN: 01627149

**Date:** 29.11.2021

**Place:** Gurugram

**ANNEXURE-2**

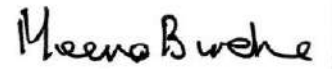
**Particulars of Loan, Guarantees or investments under Section 186  
(Pursuant to clause (g) of sub-section (3) of section 134 of the Act and Rule 8(2) of the  
Companies (Accounts) Rules, 2014)**

S. No.	Name of Person / Body Corporate	Nature (Loan/ Guarantee/ Acquisition)	Particulars of Loan given / Investment made or Guarantee Made		
			Date of providing loan	Nature of Transaction	Amount (Rs.)
1	IMA Clothing Private Limited	Loan given	14-08-2020	Audit fee	29,500
			02-09-2020	Consultant fee for VAT demand	2,21,215
			Total Amount of Loan		2,50,715
			As on 31-03-2021 amount of loan Written off.		2,50,715
			Balance At the end of FY		NIL

By Order of the Board of Directors  
For and on behalf of BIBA Apparels Private Limited



Siddharath Bindra  
Managing Director  
DIN: 01680498



Meena Bindra  
Director  
DIN: 01627149

Date: 29.11.2021  
Place: Gurugram

**Form MGT-9****Extract Of the Annual Return**As on the financial year ended on 31<sup>st</sup> March, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**1) REGISTRATION AND OTHER DETAILS:**

1	CIN	U74110HR2002PTC083029
2	Registration Date	10 <sup>th</sup> July, 2002
3	Name of the company	BIBA Apparels Private Limited
4	Category	Company limited by shares
5	Address of the Registered Office & Contact details	13th floor, Capital Cyber Scape, Sector-59, Golf Course Extension Road, Gurugram -122102, Haryana India
6	Whether listed company	No
7	Name, Address, and contact Details of the Registrar and Transfer Agent	Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400078

**2) PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

S. No.	Name and description of main products	NIC Code of the Product	% to total turnover of the company
1	Textile Garments and Clothing Accessories	14101	92.3%

**3) PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY:**

S. No.	Name and description of main products	CIN	NIC Code of the Product	% of shares held	Applicable Section
1	IMA Clothing Private Limited <b>Category</b> - Subsidiary Company <b>Business Activity</b> - Textile Garments and Clothing Accessories	U18109DL2012PTC241536	14101	50.99	2 (87)
2	Anjuman Brand Designs Private Limited <b>Category</b> -Associate Company <b>Business Activity</b> -Textile Garments and Clothing Accessories	U17120DL2014PTC270595	14101	36.82	2 (6)

4) SHAREHOLDING PATTERN (Equity Share Capital breakup as percentage of Total Equity):

a. Category -wise Share Holding:

S. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A.	<b>Shareholding of Promoter and Promoter Group</b>									
1.	<b>Indian</b>									
	Individuals / Hindu Undivided Family	65128250	Nil	65128250	54.40	66461583	Nil	66461583	53.14	2.04
	Central Government / State Government (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Bodies Corporate	14435000	Nil	14435000	12.06	14435000	Nil	14435000	11.55	Nil
	Bank(s)/ Financial Institution (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Any Others (Specify)- Directors and their relatives	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Sub Total (A)(1)</b>	<b>79563250</b>	<b>Nil</b>	<b>79563250</b>	<b>66.45</b>	<b>80896583</b>	<b>Nil</b>	<b>80896583</b>	<b>64.69</b>	<b>1.67</b>
2.	<b>Foreign</b>									
	a. NRI- IND/ HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	b. Other Ind.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	c. Body Corp	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

	<b>d. Bank/FI</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>e. Any other</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Sub Total (A)(2)</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total Shareholding of Promoter and Promoter Group (A)</b>	79563250	Nil	79563250	66.45	80896583	Nil	80896583	64.69	1.67
<b>(B)</b>	<b>Public Shareholding</b>									
<b>1.</b>	<b>Institutions</b>									
	Mutual Funds/UTI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Financial institution / Banks	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Central Government / State Government(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Venture Capital Funds	5586250	Nil	5586250	4.67	5586250	Nil	5586250	4.47	Nil
	Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Foreign Institutional Investors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Foreign Venture Capital Investors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Any Other (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Sub Total (B)(1)</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>2.</b>	<b>Non- Institutions</b>									
<b>(a)</b>	<b>Bodies Corporate</b>									
	Indian	537250	Nil	537250	0.45	537250	Nil	537250	0.43	Nil
	Overseas	32847750	Nil	32847750	27.43	36847750	Nil	36847750	29.46	12.1
<b>(b)</b>	<b>Individuals</b>									

	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	ii. Individual shareholder holding nominal share capital in excess of Rs 1 lakhs.	1195000	Nil	1195000	1.00	1195000	Nil	1195000	0.96	Nil	Nil
(c)	Any other (Specify)										
	Non Resident Indians	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Foreign Bodies -DR	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Sub Total (B)(2)</b>	<b>40166250</b>	<b>Nil</b>	<b>40166250</b>	<b>33.55</b>	<b>44166250</b>	<b>Nil</b>	<b>44166250</b>	<b>35.32</b>	<b>9.95</b>	
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>40166250</b>	<b>Nil</b>	<b>40166250</b>	<b>33.55</b>	<b>44166250</b>	<b>Nil</b>	<b>44166250</b>	<b>35.32</b>	<b>9.95</b>	
(C)	Shares held by Custodians for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Grand Total</b>	<b>119729500</b>	<b>0</b>	<b>119729500</b>	<b>100.00</b>	<b>125062833</b>	<b>0</b>	<b>125062833</b>	<b>100.00</b>	<b>4.45</b>	



A+B+C									
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**b. Shareholding of Promoters:**

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shares during the year
		No. of Shares	% of total shares of company	% of Shares Pledged encumbered to total shares	No. of Shares	% of total shares of company	% of Shares Pledged encumbered to total shares	
1.	Siddharath Bindra	49649500	41.47	Nil	50049500	40.02	Nil	0.81
2.	Meena Bindra	11728750	9.80	Nil	12662083	10.18	Nil	7.95
3.	Shradha Bindra	3750000	3.13	Nil	3750000	3	Nil	Nil
4.	Dhanwan Impex (P) Ltd.	10000000	8.35	Nil	10000000	8	Nil	Nil
5.	Kaveri Tradex (P) Ltd.	4435000	3.71	Nil	4435000	3.55	Nil	Nil
<b>Total</b>		<b>79563250</b>	<b>66.45</b>	<b>Nil</b>	<b>80896583</b>	<b>64.68</b>	<b>Nil</b>	

**c. Change in Promoter Shareholding**

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning of the year				
	Siddharath Bindra	49649500	41.47	49649500	41.47
	Meena Bindra	11728750	9.80	11728750	9.80
	Shradha Bindra	3750000	3.13	3750000	3.13
	Dhanvan Impex (P) Ltd.	10000000	8.36	10000000	8.36
	Kaveri Tradex (P) Ltd.	4435000	3.71	4435000	3.71

2	Date wise increase/decrease in promoter shareholding during the year Shares has been allotted on 30 <sup>th</sup> July 2020 on right basis to				
	Siddharath Bindra	400000		50049500	40.02
	Meena Bindra	933333		12662083	10.12
3	At the end of the year				
	Siddharath Bindra	50049500	40.02	50049500	40.02
	Meena Bindra	12662083	10.12	12662083	10.12
	Shradha Bindra	3750000	3	3750000	3
	Dhanvan Impex (P) Ltd.	10000000	8	10000000	8
	Kaveri Tradex (P) Ltd.	4435000	3.55	4435000	3.55

d. **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR's and ADR's):**

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the End of the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Highdell Investment Limited	32847750	27.43	36847750	29.46
2	Faering Capital India Evolving Fund	5586250	4.67	5586250	4.47
3	Saurabh Modi	1125000	0.94	1125000	0.90
4	Future Corporate Resources Private Limited (Formerly known as Suhani Trading & Investment Private Limited)	537250	0.45	537250	0.43
<b>Total</b>		<b>40096250</b>	<b>33.49</b>	<b>44096250</b>	<b>35.26</b>

e. **Shareholding of Directors and Key Managerial Personnel:**

S. No.	Particulars	Shareholding at the beginning of the year	Shareholding at the End of the year
--------	-------------	---	-------------------------------------

		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Siddharath Bindra	49649500	41.47	50049500	40.02
2	Meena Bindra	11728750	9.80	12662083	10.12
<b>Total</b>		<b>61378250</b>	<b>51.27</b>	<b>62711583</b>	<b>50.14</b>

## 5. INDEBTEDNESS

Description	Secured Loans excluding deposits (in lakhs)	Unsecured Loans	Deposits	Total Indebtedness (in lakhs)
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	13,957.46	458.54	NIL	14416
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not Paid	NIL	NIL	NIL	NIL
<b>Total</b>	<b>13,957.46</b>	<b>458.54</b>	<b>NIL</b>	<b>14416</b>
<b>Change in Indebtedness during the financial year</b>				
- Addition	6161.04	NIL	NIL	6161.04
- Reduction	9140.45	458.54	NIL	9598.99
<b>Net Change</b>	<b>(2979.41)</b>	<b>(458.54)</b>	<b>NIL</b>	<b>3437.95</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	10978.08	NIL	NIL	10978.08
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	49.65	NIL	NIL	49.65
<b>Total</b>	<b>11027.73</b>	<b>NIL</b>	<b>NIL</b>	<b>11027.73</b>

## 6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### a. Remuneration to Managing Director, Whole-time Directors and/or Manager.

S. No.	Particulars of Remuneration	Total Amount (Rs.)
<b>Mr. Siddharath Bindra</b>		
1	Gross Salary	1,06,50,000
	Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961 (including perquisites)	1,06,50,000
	Profits in lieu of salary under section 17 (3) Income-Tax Act, 1961	Nil
2	Stock Option	Nil

3	Sweat Equity	Nil
4	Commission - as % of profit - Others, specify...	Nil
5	Others, please specify	Nil
6	<b>Total (A)</b>	1,06,50,000
Ceiling as per the Act		Not Applicable

**b. Remuneration to others Directors:**

S. No	Particulars of Remuneration	Name of the Director	Total Amount (Rs.)
1	Independent Directors	-	-
	Fee for attending board committee meetings	-	-
	Commission.	-	-
	Others, please specify	-	-
2	<b>Total(1)</b>	-	-
3	Other Executive Directors/ Non-Executive Directors	Meena Bindra (Director)	44,39,000
	Fee for attending board committee meetings	Nil	Nil
	Commission	Nil	Nil
	Others, please specify (Gross Salary)		
4	<b>Total (2)</b>		
5	<b>Total (B)=(1+2)</b>		
<b>Total Managerial Remuneration</b>			44,39,000
<b>Overall Ceiling as per the Act</b>			Not Applicable

**c. Remuneration to Key Managerial Personnel Other than MD / Manager / WTD**

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	Sachin Agarwal (Company Secretary)	Vikram Nagpal (CFO) (*date of Joining - 15.10.2020)
1	Gross Salary paid during the FY 2020-21	NA	22,52,165	27,20,686
	Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961 (including perquisites)	NA	22,52,165	27,20,686
	Profits in lieu of salary under section 17 (3) Income- taxAct,1961	NA	NA	NA
2	Stock Option	NA	30,000 options	NA
3	Sweat Equity	NA	NA	NA

4	Commission - as % of profit - Others, specify...	NA	NA	NA
5	Others, please specify	NA	NA	NA
	<b>Total(A)</b>	NA		

**7. Penalties / Punishment/ Compounding of Offences:**

Type	Sections of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority RD/NCLT/Court	Appeal made, if any
<b>COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>DIRECTORS</b>					
Penalty			NIL		
Punishment					
Compounding					
<b>OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

By Order of the Board of Directors  
For and on behalf of **BIBA Apparels Private Limited**



**Siddharath Bindra**  
Managing Director  
DIN: 01680498



**Meena Bindra**  
Director  
DIN: 01627149

**Date:** 29.11.2021

**Place:** Gurugram

**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis**

a.	Name(s) of the related party and nature of relationship	Not Applicable
b.	Nature of contracts/arrangements/transactions	
c.	Duration of the contracts / arrangements/transactions	
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	
e.	Justification for entering into such contracts or arrangements or transactions	
f.	date(s) of approval by the Board	
g.	Amount paid as advances, if any:	
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

\* There were No Related Party transactions (not at Arm's length basis) which are required to be reported u/s 188 of the Companies Act, 2013.

**2. Details of material contracts or arrangement or transactions at arm's length basis**

I.

a.	Name(s) of the related party and nature of relationship	Shradha Bindra (Relative of Siddharath Bindra and Meena Bindra)
b.	Nature of contracts/ arrangements/ transactions	Availing of service (remuneration)
c.	Duration of the contracts/ arrangements/ Transactions	Ongoing
d.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Upto Rs. 50,00,000/-
e.	Date (s) of approval by the Board, if any:	Not Applicable
f.	Amount paid as advances, if any:	Nil

II.

a.	Name(s) of the related party and nature of Relationship	Anjuman Brand Designs Private Limited (Associate Company)
b.	Nature of contracts/ arrangements/ transactions	License and Design Agreement
c.	Duration of the contracts/ arrangements/ Transactions	Ongoing
d.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Anjuman shall be paid Cost of Samples Plus 5% of net realised value of total sale in the season Or Rs. 40,00,000/- The amount shall be payable when the sales of BIBA by Anju Modi reaches Rs. 8,00,00,000/-.
e.	Date(s) of approval by the Board, if any:	Not Applicable
f.	Amount paid as advances, if any:	Nil

III.

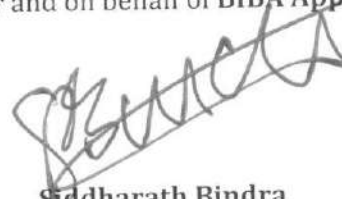
a.	Name(s) of the related party and nature of Relationship	Mr. Siddharath Bindra (Managing Director)
b.	Nature of contracts/ arrangements/ transactions	Loan Agreement
c.	Duration of the contracts / arrangements/ Transactions	Ongoing
d.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Not exceeding Rs. 5,00,00,000/-at any point of time during FY 2020-21
e.	Date(s) of approval by the Board, if any:	Not Applicable
f.	Amount paid as advances, if any:	Nil

IV.

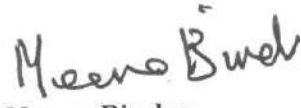
a.	Name(s) of the related party and nature of Relationship	Mrs. Meena Bindra (Director)
b.	Nature of contracts/ arrangements/ transactions	Loan Agreement
c.	Duration of the contracts / arrangements/ Transactions	Ongoing
d.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Not exceeding Rs. 10,00,00,000/-at any point of time during FY 2020-21

e.	Date(s) of approval by the Board, if any:	Not Applicable
f.	Amount paid as advances, if any:	Nil

By Order of the Board of Directors  
For and on behalf of **BIBA Apparels Private Limited**



**Siddharath Bindra**  
Managing Director  
DIN: 01680498



**Meena Bindra**  
Director  
DIN: 01627149

**Date:** 29.11.2021

**Place:** Gurugram



**ANNUAL REPORT ON CSR ACTIVITIES**

The Corporate Social Responsibility is a form of corporate self-regulation integrated into a business model. CSR policy functions as a self-regulatory mechanism whereby a business monitors and ensures its active compliance with the spirit of the law, ethical standards and national or international norms.

CSR aims to embrace responsibility for corporate actions and to encourage a positive impact on the environment and stakeholders including consumers, employees, investors, communities and others.

The CSR policy institutes a transparent monitoring mechanism for implementation of the CSR activities with the constitution of the CSR Committee of the Company.

The CSR Committee confirms that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

**1. CSR Committee**

<b>S. No.</b>	<b>Name of the Member</b>	<b>Category</b>
1	Meena Bindra	Chairperson
2	Siddharath Bindra	Managing Director
3	Sameer Mohan Shroff	Nominee Director

**2. Average net profit of the company for last three financial years: Rs. 40.18 Crores**

**3. Prescribed CSR Expenditure (2% of the average Net Profit): Rs. 80 Lakhs**

**4. Details of CSR spend for the financial year:** The Company during the year ended 31st March'2021 has spent on the CSR in the area of education, sports, health and other allied areas, the details of which are enumerated below.

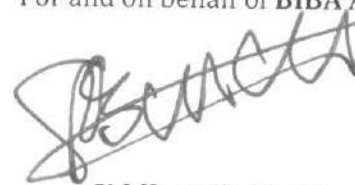
**5. Total amount spent during the financial year: Rs. 155 Lakhs**

**6. Manner in which the amount spent during the financial year is detailed below**

Sl. No.	Project or activity identified	Project is Covered	Amount outlay (Budget) project or programme wise (Rs.)	Amount spent on the project or programme (Rs.)	Cumulative expenditure up to the reporting period (Rs.)	Amount spent: Direct or through implementing agency* (Rs.)
1.	Health Energy And Rehabilitation Trust	Health	1,35,000	1,35,000	1,35,000	Direct
2.	Skoch Consultancy Services Pvt. Ltd	Health	2,00,000	2,00,000	2,00,000	Direct
3.	Tarun Sachdeva	Health	2,00,000	2,00,000	2,00,000	Direct
4.	D Cacus Education Centre Dcec	Education	83,00,000	83,00,000	83,00,000	Direct
5.	Kunal Chauhan	Other	8,000	8,000	8,000	Direct
6.	Rabindranath World School	Education	1,56,169	1,56,169	1,56,169	Direct
7.	Gulmohar Inter College	Education	4,900	4,900	4,900	Direct
8.	Gurugram Public Schools	Education	86,000	86,000	86,000	Direct
9.	Sahoday Sr Sec School	Education	63,886	63,886	63,886	Direct
10.	Amrita Public School	Education	24,700	24,700	24,700	Direct
11.	Delhi Public School	Education	17,500	17,500	17,500	Direct
12.	Smart Education Academy	Education	58,000	58,000	58,000	Direct
13.	Khushii -Kinship for Humanitarian Social and Holis	Education	24,42,264	24,42,264	24,42,264	Direct
14.	Sardar Patel Vidya Niketan	Education	15,480	15,480	15,480	Direct
15.	Deep Public School	Education	64,388	64,388	64,388	Direct
16.	Vanasthali Public School	Education	4,500	4,500	4,500	Direct
17.	Gumla Polytechnic	Education	17,000	17,000	17,000	Direct
18.	Sant Nagpal Public School	Education	24,700	24,700	24,700	Direct
19.	Modern Public School	Education	65,540	65,540	65,540	Direct
20.	Singhania University	Education	1,50,000	1,50,000	1,50,000	Direct
21.	Gumla Polytechnic	Education	25,100	25,100	25,100	Direct
22.	Sardar Patel Vidya Niketan	Education	15,840	15,840	15,840	Direct

23.	Anita Devi	Sports	3,00,000	3,00,000	3,00,000	Direct
24.	Kushi	Education	11,00,000	11,00,000	11,00,000	Direct
25.	Koncept Services	Health	25,135	25,135	25,135	Direct
26.	Mahendra Singh Bhadouria	Health	2,850	2,850	2,850	Direct
27.	Max Healthcare Institute Ltd	Health	31,500	31,500	31,500	Direct
28.	Covid Test	Health	9,51,733	9,51,733	9,51,733	Direct
29.	Metropolis & Helix	Health	2,84,459	2,84,459	2,84,459	Direct
30.	Health	Health	1,96,569	1,96,569	1,96,569	Direct
31.	Milaaya Embroidery Pvt. Ltd-Mask	Health	2,000	2,000	2,000	Direct
32.	Covid Help To Employee	Health	2,50,000	2,50,000	2,50,000	Direct
33.	Glove	Health	500	500	500	Direct
34.	Covid Test	Health	3,16,488	3,16,488	3,16,488	Direct
	<b>Total</b>		<b>1,55,40,201</b>	<b>1,55,40,201</b>	<b>1,55,40,201</b>	

By Order of the Board of Directors  
For and on behalf of **BIBA Apparels Private Limited**



**Siddharath Bindra**  
Managing Director  
DIN: 01680498



**Meena Bindra**  
Director  
DIN: 01627149

**Date:** 29.11.2021  
**Place:** Gurugram

**ANNEXURE-6**

**Disclosure of particulars with respect to conservation of energy, technology absorption**

(Rule 8 of Companies (Accounts) Rules, 2014)

**(A) Conservation of Energy**

Particulars	Power
a. Steps taken or impact on conservation of energy	NIL
b. Steps taken by the company for utilizing alternate sources of energy	NIL
c. Capital investment on energy conservation equipment's	NIL

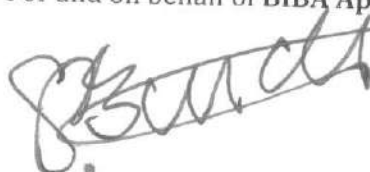
**(B) Technology absorption**

- (i) The efforts made towards technology absorption : Nil
- (ii) The benefits derived like product improvement,  
Cost reduction, product development or import substitution : Nil
- (iii) In case of imported technology  
(Imported during the last three years reckoned from the  
Beginning of the financial year)-:
- (a) The details of technology imported : Nil
- (b) The year of import : Nil
- (c) Whether the technology been fully absorbed : Nil
- (d) If not fully absorbed, areas where absorption  
Has not taken place and the reasons thereof; and : Nil
- (iv) The expenditure incurred on Research and Development : Nil

**(C) Total Foreign Exchange earnings and outgo**

Particulars	(Rs. in Lakhs)	
	2020-21	2019-20
Used	18.15	354.01
Earned	1230.74	1537.55

By Order of the Board of Directors  
For and on behalf of **BIBA Apparels Private Limited**



**Siddharath Bindra**  
Managing Director  
DIN: 01680498



**Meena Bindra**  
Director  
DIN: 01627149

Date: 29.11.2021

Place: Gurugram

# RANJEET PANDEY & ASSOCIATES

Company Secretaries

## SECRETARIAL AUDIT REPORT For the financial year ended on 31<sup>st</sup> March, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

## SECRETARIAL AUDIT REPORT For the financial year ended on 31<sup>st</sup> March, 2021

To,  
The Members,  
**BIBA APPARELS PRIVATE LIMITED,**  
13th Floor, Capital Cyber Scape Sector-59,  
Golf Course Extension Road, Gurugram, Haryana-122102.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by "**Biba Apparels Private Limited**" (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **Biba Apparels Private Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment.
- iv) As explained by the management, there is no law which is specifically applicable on the Company.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.



**We further report that:-**

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors. There has been no change in the composition of the Board of Directors during the period under review.



Adequate notice has been given to all directors/members, as the case may be, to schedule the Board Meetings including committee meetings during the financial year under review, agenda and detailed notes on agenda were sent properly before the scheduled meeting, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period, the Company has not carried out any specific events/action having a major bearing on the Company's affair in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

We further report that during the audit period, the Company has issued and allotted 53,33,333 equity shares of Rs. 10/-each at a premium of Rs. 65/- per share and due compliance of the Act, was made.

<p><b>Place: New Delhi</b> <b>Date:26.11.2021</b></p>	<p style="text-align: right;"><b>FOR RANJEET PANDEY &amp; ASSOCIATES COMPANY SECRETARIES</b></p> <div style="text-align: center;"></div> <p style="text-align: right;"> <b>CS Ranjeet Pandey</b> <b>FCS- 5922, CP No.- 6087</b> <b>UDIN: F005922C001551642</b></p>
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This report is to be read with our letter of even date which is annexed as **Annexure-I** and forms an integral part of this report.

**RANJEET PANDEY & ASSOCIATES**  
*Company Secretaries*

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**Annexure-I**

**To,  
The Members,  
BIBA APPARELS PRIVATE LIMITED,  
13th Floor, Capital Cyber Scape Sector-59,  
Golf Course Extension Road, Gurugram, Haryana-122102.**

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of the events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Place: New Delhi  
Date: 26.11.2021**



**FOR RANJEET PANDEY & ASSOCIATES  
COMPANY SECRETARIES**

*Ranjeet Pandey*

**CS RANJEET PANDEY  
FCS- 5922, CP No.- 6087  
UDIN: F005922C001551642**



**BIBA**

**BIBA APPARELS PRIVATE  
LIMITED**

**STANDALONE FINANCIAL  
STATEMENTS**

**FINANCIAL YEAR 2020-21**



# Walker Chandniok & Co LLP

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Walker Chandniok & Co LLP  
21<sup>st</sup> Floor, DLF Square  
Jacaranda Marg, DLF Phase II  
Gurgaon – 122 002  
India  
T +91 124 4628099  
F +91 124 4628001

## Independent Auditor's Report

To the Members of BIBA Apparels Private Limited

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

#### Opinion

1. We have audited the accompanying standalone financial statements of BIBA Apparels Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2021, and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the relevant 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.

#### Emphasis of Matter- Uncertainties and the impact of COVID 19 on financial statements

4. We draw attention to note 55 of the accompanying standalone financial statements, which describes the effects of uncertainties relating to COVID-19 pandemic outbreak on the Company's operations and management's evaluation of its impact on the accompanying standalone financial statements of the Company as at the balance sheet date, the extent of which is significantly dependent on future developments. Our opinion is not modified in respect of this matter.

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

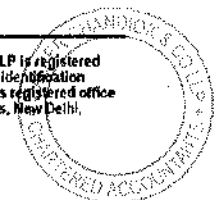
5. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the standalone financial statements and our auditor's report thereon.

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Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurgaon, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandniok & Co LLP is registered  
with limited liability with identification  
number AAC-2085 and its registered office  
at L-41 Connaught Circus, New Delhi,  
110001, India



# Walker Chandiook & Co LLP

## Independent Auditor's Report to the members of BIBA Apparels Private Limited on the standalone financial statements for the year ended 31 March 2021 (contd.)

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

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

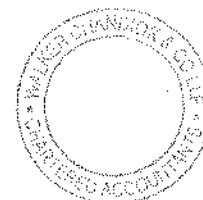
The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

6. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the financial statements, 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 Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
8. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

9. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
10. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;



# Walker Chandiook & Co LLP

## Independent Auditor's Report to the members of BIBA Apparels Private Limited on the standalone financial statements for the year ended 31 March 2021 (contd.)

- 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;
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
  - 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;
11. 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.

### Report on Other Legal and Regulatory Requirements

12. Based on our audit, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.
13. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.
14. Further to our comments in Annexure I, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
- a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act;

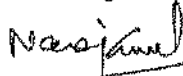


# Walker Chandlok & Co LLP

## Independent Auditor's Report to the members of BIBA Apparels Private Limited on the standalone financial statements for the year ended 31 March 2021 (contd.)

- f) we have also audited the internal financial controls with reference to financial statements of the Company as on 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 29 November 2021 as per Annexure II expressed modified opinion; and
- g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company, as detailed in note 49 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2021;
  - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2021; and
  - iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

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



Neeraj Goel  
Partner  
Membership No.: 099514  
UDIN: 21099514AAAAHF6774



Place: Gurugram  
Date: 29 November 2021

# Walker ChandioK & Co LLP

Annexure I to the Independent Auditor's Report of even date to the Members of BIBA Apparels Private Limited on the standalone financial statements for the year ended 31 March 2021

## Annexure I

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

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment ('PPE').
  - (b) The PPE have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
  - (c) The Company does not hold any immovable property (in the nature of 'PPE'). Accordingly, the provisions of clause 3(l)(c) of the Order are not applicable.
- (ii) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and stocks lying with third parties. For stocks lying with third parties at the year-end, written confirmations have been obtained by the management. No material discrepancies were noticed on the aforesaid verification.
- (iii) The Company has granted unsecured loans to one company covered in the register maintained under Section 189 of the Act; and with respect to the same:
  - (a) In our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the company's interest.
  - (b) the schedule of repayment of principal and interest has been stipulated wherein the principal and interest are repayable on demand and since the repayment of such loans has not been demanded, in our opinion, repayment of the principal and interest amount are regular;
  - (c) there is no overdue amount in respect of loans granted to such company.
- (iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans and investments. Further, in our opinion, the Company has not entered into any transaction covered under Section 186 of the Act in respect of guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues, as applicable, have not been regularly deposited to the appropriate authorities and there have been delays in a large number of cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.



**Annexure I to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited, on the standalone financial statements for the year ended 31 March 2021**

- (b) The dues outstanding in respect of income-tax, sales-tax, service-tax, duty of customs, duty of excise and value added tax on account of any dispute, are as follows:

**Statement of Disputed Dues**

Name of the statute	Nature of dues	Amount (₹ in lakhs)	Amount paid under Protest (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Penalty u/s 201(1)	11.78	3.58	AY 2011-12	Income Tax Appellate Tribunal
Income Tax Act, 1961	Penalty u/s 201(1)	14.30	Nil	AY 2012-13	Income Tax Appellate Tribunal
Income Tax Act, 1961	Penalty u/s 201(1)	40.58	Nil	AY 2013-14	Commissioner of Income-tax (appeals)
Income Tax Act, 1961	Penalty u/s 201(1)	32.35	Nil	AY 2014-15	Commissioner of Income-tax (appeals)
Income Tax Act, 1961	Income Tax	238.05	Nil	AY 2018-19	Assessing officer Income tax
The Bihar Value added Tax Act, 2005	Value added tax	12.46	6.47	FY 2016-17	Joint Commissioner
Delhi Value added Tax Act, 2004	Value added tax	8.88	Nil	FY 2014-15	Commissioner of Delhi Value added Tax Act
Delhi Value added Tax Act, 2004	Value added tax	35.58	Nil	FY 2015-16	Commissioner of Delhi Value added Tax Act
Delhi Value added Tax Act, 2004	Value added tax	7427.41	Nil	FY 2016-17	Commissioner of Delhi Value added Tax Act
Uttar Pradesh Value added Tax Act, 2008	Value added tax	17.05	17.05	2016-17	Commissioner of Uttar Pradesh Value added Tax Act

- (viii) The Company has not defaulted in repayment of loans or borrowings to any bank or financial institution during the year. The Company did not have any loan or borrowings payable to the government and further, did not have any outstanding debentures during the year.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained.
- (x) No Fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year, except for one case of embezzlement of funds amounting to Rs. 302.11 by a former employee of the Company over a period of four years from FY 2017-18 to FY 2020-21, as further explained in note 54 to the accompanying financial statements. The

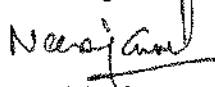


**Annexure I to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited, on the standalone financial statements for the year ended 31 March 2021**

Company has recorded necessary adjustments for the amount identified in the accompanying financial statements based on the reconciliations performed with vendors and preliminary report of forensic expert, and in view of the management, any further adjustment relating to aforesaid matter on completion of the investigation is not expected to be material. The Company has also filed a first information report ('FIR') against the former employee and taking necessary steps to ensure recovery of such amounts.

- (xi) The provisions of Section 197 of the Act read with Schedule V to the Act are not applicable to the company since the company is not a public company as defined under Section 2(71) of the Act. Accordingly, provisions of clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable Ind AS. Further, in our opinion, the Company is not required to constitute audit committee under Section 177 of the Act.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

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



Neeraj Goel  
Partner  
Membership No.: 099514



UDIN: 21099514AAAAHF6774

Place: Gurugram  
Date: 29 November 2021

# Walker Chandiook & Co LLP

## Annexure II

### Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (l) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of BIBA Apparels Private Limited ('the Company') as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

### Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to 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 ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes 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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the Company's internal financial controls with reference to financial statements.

### Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to 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 financial statements include





# Walker Chandiook & Co LLP

Annexure II to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited, on the standalone financial statements for the year ended 31 March 2021 (cont'd)

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

7. Because of the Inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Qualified opinion

8. According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at 31 March 2021:

The Company did not have an appropriate internal control system over processing of payments towards rental and other expenses pertaining to leased premises, which has resulted in misappropriation of funds through fraudulent payments, and could lead to potential material misstatements in the value of trade and other payables, and its consequential impact on the Statement of Profit and Loss, as explained in Note 54 to the accompanying financial statements.

9. A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial controls over financial reporting, such that there is a reasonable possibility that a material misstatement of the Company's annual financial statements will not be prevented or detected on a timely basis.
10. In our opinion, the Company has, in all material aspects, adequate internal financial controls with reference to financial statements as at 31 March 2021 based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI, and except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company's internal financial controls with reference to financial statements were operating effectively as at 31 March 2021.

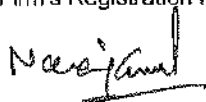


# Walker Chandiook & Co LLP

Annexure II to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited, on the standalone financial statements for the year ended 31 March 2021 (cont'd)

11. We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company and the material weakness reported above does not affect our opinion on the financial statements of the Company.

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



Neeraj Goel  
Partner  
Membership No.: 099514  
UDIN: 21099514AAAAHF6774



Place: Gurugram  
Date : 29 November 2021

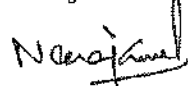
**BIBA Apparels Private Limited**  
**Standalone balance sheet as at 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Notes	As at 31 March 2021	As at 31 March 2020
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	4,062.98	6,057.11
Right-of-use assets	47	27,269.85	33,541.96
Other intangible assets	5	382.15	451.55
<b>Financial assets</b>			
(i) Investments	6	775.73	938.76
(ii) Loans	7	227.00	644.07
(iii) Other financial assets	8	9.28	14.77
Non-current tax asset (net)	9	360.21	824.97
Deferred tax assets (net)	10	2,417.65	1,934.15
Other non-current assets	11	305.64	269.62
<b>Total non-current assets</b>		<b>36,708.49</b>	<b>44,676.96</b>
<b>Current assets</b>			
Inventories	12	32,012.89	37,804.38
<b>Financial assets</b>			
(i) Trade receivables	13	6,772.88	3,317.49
(ii) Cash and cash equivalents	14	394.58	221.99
(iii) Bank balances other than (ii) above	15	134.44	12.59
(iv) Loans	16	4,379.88	3,795.78
(v) Other financial assets	17	93.12	19.34
Other current assets	18	2,776.09	3,471.55
<b>Total current assets</b>		<b>46,563.88</b>	<b>48,643.12</b>
<b>Total assets</b>		<b>83,272.37</b>	<b>93,320.08</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	19	12,506.28	11,972.95
Other equity	20	18,740.42	16,609.93
<b>Total equity</b>		<b>31,246.70</b>	<b>28,582.88</b>
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	21	2,335.71	-
(ii) Lease liabilities	47	28,274.60	33,880.17
Provisions	22	252.89	219.61
<b>Total non-current liabilities</b>		<b>30,863.20</b>	<b>34,099.78</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	23	8,189.51	14,390.89
(ii) Trade payables	24	-	-
(a) Total outstanding dues of micro enterprises and small enterprises; and		1,366.94	867.04
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,055.67	6,248.64
(iii) Lease liabilities	47	5,807.36	5,303.80
(iv) Other financial liabilities	25	4,067.41	3,081.47
Other current liabilities	26	557.30	642.02
Provisions	27	118.28	103.56
<b>Total current liabilities</b>		<b>21,162.47</b>	<b>30,637.42</b>
<b>Total equity and liabilities</b>		<b>83,272.37</b>	<b>93,320.08</b>

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone balance sheet referred to in our report of even date.

For Walker Chandlok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

  
**Neeraj Goel**  
Partner  
Membership No: 099514

Place: Gurugram  
Date: 29 November 2021




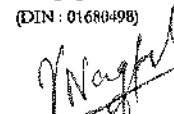
For and on behalf of the Board of Directors of  
**BIBA Apparels Private Limited**

  
**Meena Bindra**

**Meena Bindra**  
Director  
(DIN : 01627149)

**Sidharath Bindra**  
Managing Director  
(DIN : 01680498)

  
**Sachin Agrawal**  
Company Secretary  
(Membership No. : A-17348)

  
**Vikram Nagpal**  
Chief Financial Officer

Place: Gurugram  
Date: 29 November 2021

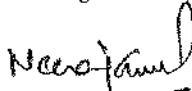
**BIBA Apparels Private Limited**  
**Standalone statement of profit and loss for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Note	Year ended 31 March 2021	Year ended 31 March 2020
<b>Income</b>			
Revenue from operations	28	52,582.01	75,720.92
Other income	29	4,335.90	745.41
<b>Total income</b>		<b>56,917.91</b>	<b>76,466.33</b>
<b>Expenses</b>			
Cost of materials consumed	30	9,657.34	22,190.97
Purchase of stock-in-trade		98.02	203.38
Job work charges	31	6,655.14	12,139.05
Changes in inventories of finished goods, stock-in-trade and work-in-progress	32	5,754.02	(9,686.66)
Employee benefits expense	33	7,134.27	11,143.33
Finance costs	34	4,304.83	4,498.02
Depreciation and amortisation expenses	35	8,339.55	8,088.14
Other expenses	36	17,027.22	26,002.01
<b>Total expenses</b>		<b>58,970.39</b>	<b>74,578.24</b>
<b>(Loss)/profit before tax and exceptional items</b>		<b>(2,052.48)</b>	<b>1,888.09</b>
Exceptional items	37	173.28	1,105.20
<b>(Loss)/profit before tax</b>		<b>(2,225.76)</b>	<b>782.89</b>
Tax expense	38		575.28
Current tax		-	-
Tax pertaining to earlier years		(408.07)	-
Deferred tax		(481.01)	(47.83)
<b>(Loss)/profit for the year</b>		<b>(1,336.68)</b>	<b>255.44</b>
<b>Other comprehensive income :</b>			
<i>Items that will not be reclassified to profit and loss</i>			
Re-measurement loss on defined benefit obligations		(9.87)	(41.77)
Income tax relating to above items		2.49	10.51
<b>Total other comprehensive income</b>		<b>(7.38)</b>	<b>(31.26)</b>
<b>Total comprehensive (loss)/income for the year</b>		<b>(1,344.06)</b>	<b>224.18</b>
<b>(Loss)/earnings per equity share (face value of ₹ 10 per share)</b>	39		
Basic (loss)/earnings per share (in ₹)		(1.08)	0.21
Diluted (loss)/earnings per share (in ₹)		(1.08)	0.21

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone statement of profit and loss referred to in our report of even date.

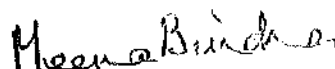
For Walker Chandink & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

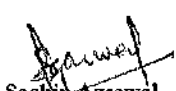
  
**Neeraj Goel**  
Partner  
Membership No: 099514




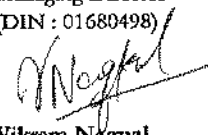
Place: Gurugram  
Date: 29 November 2021

For and on behalf of the Board of directors of  
**BIBA Apparels Private Limited**

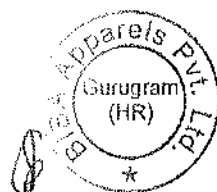
  
**Meena Bindra**  
Director  
(DIN : 01627149)

  
**Sachin Agrawal**  
Company Secretary  
(Membership No. - A-17348)

  
**Siddharath Bindra**  
Managing Director  
(DIN : 01680498)

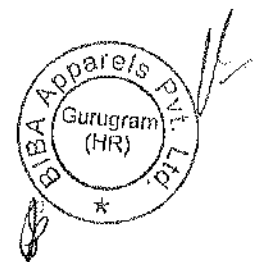
  
**Vikram Nagpal**  
Chief Financial Officer

Place: Gurugram  
Date: 29 November 2021



**BIBA Apparels Private Limited**  
**Standalone cash flow statement for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>A) Cash flow from operating activities :</b>		
Net (Loss)/profit before tax (after exceptional items)	(2,225.76)	782.89
<b>Adjustments for :</b>		
Depreciation and amortisation	8,339.55	8,088.14
Gain on disposal of property, plant and equipment	(0.39)	(10.30)
Interest income	(15.04)	(20.64)
Employee stock option expense	7.88	-
Interest income on financial asset at amortised cost	(101.37)	(91.83)
Exceptional items	173.28	1,105.20
Rent concession on lease rentals	(3,505.81)	-
Gain on termination of right-of-use assets	(562.94)	(251.64)
Unrealised loss/(gain) on foreign exchange fluctuation	2.49	(3.99)
Finance charges	4,304.83	4,498.02
Miscellaneous balances written off	754.73	-
Provision for doubtful debts	141.69	46.95
<b>Operating profit before working capital changes</b>	<b>7,313.14</b>	<b>14,142.80</b>
<b>Adjustments for:</b>		
Decrease/(increase) in inventories	5,791.49	(9,746.63)
(Increase) in trade receivables	(3,569.23)	(75.20)
(Increase)/ decrease in loans, financial assets and other current assets	(277.85)	466.83
(Decrease)/increase in trade payables	(4,693.08)	3,193.12
Increase in other liabilities and provisions	647.09	268.86
<b>Cash generated from operating activities</b>	<b>5,211.56</b>	<b>8,249.78</b>
Income taxes refund/(paid) (net)	872.82	(744.73)
<b>Net cash flow generated from operating activities</b>	<b>6,084.38</b>	<b>7,505.05</b>
<b>B) Cash flow from investing activities :</b>		
Purchase of property, plant and equipment (including intangible assets and capital advances)	(1,005.38)	(3,056.88)
Proceeds from sale of property, plant and equipment	7.73	42.12
Interest received	10.07	112.46
Investment in fixed deposits	(117.60)	(2.72)
<b>Net cash flow (used in) investing activities</b>	<b>(1,105.18)</b>	<b>(2,905.02)</b>
<b>C) Cash flow from financing activities :</b>		
Repayment of long term borrowings	(196.57)	(677.78)
Proceeds from long term borrowings	2,960.00	-
Repayment/proceeds of short term borrowings (net)	(6,201.38)	4,792.73
Finance charges paid	(994.59)	(1,190.42)
Payment of lease liabilities	(4,374.07)	(7,821.00)
Dividend paid (including dividend tax)	-	(158.77)
Proceeds from shares issued during the year	4,000.00	-
<b>Net cash flow (used in) financing activities</b>	<b>(4,806.61)</b>	<b>(5,055.24)</b>
<b>D) Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>172.59</b>	<b>(455.21)</b>
<b>E) Cash and cash equivalents as at the beginning of the year</b>	<b>221.99</b>	<b>677.20</b>
<b>F) Cash and cash equivalents as at the end of the year</b>	<b>394.58</b>	<b>221.99</b>
<b>Components of cash and cash equivalents (refer note 14):</b>		
Balance with banks		
- with scheduled banks in current accounts	85.39	169.54
- with scheduled banks in cash credit account	73.86	27.42
Cash on hand	235.33	25.03
<b>Total cash and cash equivalents</b>	<b>394.58</b>	<b>221.99</b>



**BIBA Apparels Private Limited**  
**Standalone cash flow statement for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

**Reconciliation of financial liabilities arising from financing activities:**

Particulars	Interest accrued	Non-current borrowings *	Current borrowings	Lease liabilities
Opening balance as at 01 April 2019	26.75	702.92	9,598.16	-
Add: lease liabilities created under Ind AS 116	-	-	-	36,027.24
Add: interest expense	1,163.67	-	-	3,326.47
<b>Cash inflows/outflows:</b>				
Add: loan disbursed	-	-	4,792.73	-
Add: lease liabilities created on new leases entered during the year	-	-	-	8,849.09
Less: payment of lease liabilities	-	-	-	(7,821.00)
Less: termination of leases	-	-	-	(1,197.83)
Less: loan repaid	-	(677.78)	-	-
Less: interest repaid	(1,190.42)	-	-	-
<b>Closing balance as at 31 March 2020</b>	<b>-</b>	<b>25.14</b>	<b>14,390.89</b>	<b>39,183.97</b>
Add: interest expense	1,044.24	-	-	3,260.60
Less: rent concession on lease rentals	-	-	-	(3,505.81)
<b>Cash inflows/outflows:</b>				
Add: lease liabilities created on new leases entered during the year	-	-	-	2,407.76
Add: loan disbursed	-	2,960.00	3,201.04	-
Less: loan repaid	-	(196.57)	(9,402.42)	-
Less: payment of lease liabilities	-	-	-	(4,374.07)
Less: termination of leases	-	-	-	(2,890.49)
Less: interest paid	(994.59)	-	-	-
<b>Closing balance as at 31 March 2021</b>	<b>49.65</b>	<b>2,788.57</b>	<b>8,189.51</b>	<b>34,081.96</b>

\* Includes current maturity of long term debt.

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone cash flow statement referred to in our report of even date.

For Walker Chandiook & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

*Neeraj Goel*

Neeraj Goel  
Partner  
Membership No: 099514



For and on behalf of the Board of directors of  
**BIBA Apparels Private Limited**

*Meena Bindra*

Meena Bindra  
Director  
(DIN : 01627149)

*Siddharath Bindra*

Siddharath Bindra  
Managing Director  
(DIN : 01680498)

*Sachin Agrawal*

Sachin Agrawal  
Company Secretary  
(Membership No. - A-17348)

*Vikram Nagpal*

Vikram Nagpal  
Chief Financial Officer

Place: Gurugram  
Date: 29 November 2021

Place: Gurugram  
Date: 29 November 2021



*[Signature]*

**BIBA Apparels Private Limited**  
**Standalone statement of changes in equity for the period ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

**A Equity share capital**

Particulars	Balance as at 01 April 2019	Change in equity share capital during the year	Balance as at 31 March 2020	Change in equity share capital during the year	Balance as at 31 March 2021
Equity share capital	11,972.95	-	11,972.95	533.33	12,506.28

**B Other equity**

Particulars	Securities premium	Employee Stock option reserve	Reserve and surplus		Total
			Retained earnings		
Balance as at 01 April 2019	92.75	-	19,915.66		20,008.41
Ind AS 116 transition adjustments (net of adjustment of deferred tax)	-	-	(3,463.89)		(3,463.89)
Profit for the year	-	-	255.44		255.44
Other comprehensive income for the year (net of income tax)	-	-	(31.26)		(31.26)
<b>Total comprehensive income for the year</b>	<b>92.75</b>	<b>-</b>	<b>16,675.95</b>		<b>16,768.70</b>
Transactions with owners in their capacity as owners:					
Dividend (including dividend distribution tax)	-	-	(158.77)		(158.77)
Balance as at 01 April 2020	92.75	-	16,517.18		16,609.93
Loss for the year	-	-	(1,336.68)		(1,336.68)
Other comprehensive income for the year (net of income tax)	-	-	(7.38)		(7.38)
Share option expense for the year	-	7.88	-		7.88
<b>Total comprehensive income for the year</b>	<b>92.75</b>	<b>7.88</b>	<b>15,173.12</b>		<b>15,273.75</b>
Premium on shares issued during the year	3,466.67	-	-		3,466.67
Balance as at 31 March 2021	3,559.42	7.88	15,173.12		18,740.42

The accompanying notes form an integral part of these standalone financial statements.

This is the standalone statement of changes in equity referred to in our report of even date.

For Walker Chandok & Co LLP  
 Chartered Accountants  
 Firm Registration Number: 001076N/N500013

*Necraj Goel*

Necraj Goel  
 Partner  
 Membership No: 099514



Place: Gurugram  
 Date: 29 November 2021

For and on behalf of the Board of directors of  
 BIBA Apparels Private Limited

*Meena Bindra*

Meena Bindra  
 Director  
 (DIN : 01627149)

*Sachin Agrawal*  
 Sachin Agrawal  
 Company Secretary  
 (Membership No. - A-17348)

*Siddharath Bindra*  
 Siddharath Bindra  
 Managing Director  
 (DIN : 01680498)

*Vikram Nagpal*  
 Vikram Nagpal  
 Chief Financial Officer

Place: Gurugram  
 Date: 29 November 2021



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

#### 1. Corporate Information

##### Nature of operations

BIBA Apparels Private Limited ('the Company') is primarily engaged in business of manufacturing and retail of ethnic wear. The registered office of the Company is located in Gurugram.

##### General information and statement of compliance with Ind AS

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015 (by Ministry of Corporate Affairs ('MCA')).

The standalone financial statements for the year ended 31 March 2021 were authorised and approved for issue by the Board of Directors on 29 November 2021.

#### 2. Recent accounting pronouncements

On 24 March 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from 01 April 2021. Key amendments relating to Division II which relate to Companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

##### Balance Sheet:

- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- If a Company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of Company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

##### Statement of profit and loss:

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of the financial statements.

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

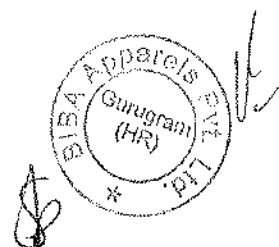
#### 3. Summary of significant accounting policies

##### a) Overall consideration

The standalone financial statements have been prepared using the significant accounting policies and measurement bases summarised below. These were used throughout all periods presented in the standalone financial statements.

##### b) Basis of preparation

The standalone financial statements have been prepared on going concern basis under the historical cost basis except for certain financial assets which are measured at fair value.





## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

#### c) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Companies Act, 2013. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

#### d) Revenue recognition

Revenue of the Company arises mainly from the sale of Apparels and accessories.

To determine whether to recognise revenue, the Company follows a 5-step process:

- Identifying the contract with a customer
- Identifying the performance obligations
- Determining the transaction price
- Allocating the transaction price to the performance obligations
- Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is measured at fair value of consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax (GST).

Revenue from sale of goods is recognised when the control of goods is transferred to the buyer as per the terms of the contract, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods. Control of goods refers to the ability to direct the use of and obtain substantially all of the remaining benefits from goods.

The Company recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position (see note 26). Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises a receivable in its statement of financial position.

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

#### e) Property, plant and equipment

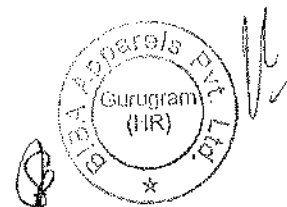
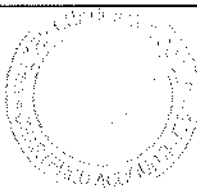
##### *Recognition and initial measurement*

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, and any cost attributable to bringing the assets to its working condition and intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. Capital expenditure incurred on rented properties is classified as 'Leasehold improvements' under fixed assets.

##### *Subsequent measurement (depreciation and useful lives)*

Depreciation on property, plant and equipment is provided on the written down value method except leasehold improvement on which depreciation is provided on straight line method computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Estimated useful life (in years)
Computers	3 years
Furniture and fixtures	10 years
Leasehold improvement	5 years
Vehicles	8 years
Plant and machinery	15 years
Office equipment	5 years



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

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

#### *De-recognition*

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

#### **f) Intangible**

##### *Recognition and initial measurement*

Intangible assets comprise brand, software's and non-compete fees which are stated at their cost of acquisition. The cost comprises purchase price, and any cost attributable to bringing the assets to its working condition and intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. These are recognised as assets if it is probable that future economic benefits attributable to such assets will flow to the Company and the cost of the assets can be measured reliably.

##### *Subsequent measurement (amortisation)*

All intangible assets are amortised on straight line basis at the rate set out below except software which is amortised on Written down value Basis.

Asset category	Depreciation rate
Brand	10 years
Software	2.5 years
Non-compete fee	3 years

#### **g) Inventories**

Inventories are valued as follows:

Raw materials are valued at lower of cost and net realisable value. However, raw materials and other items held for use in the production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. Cost is determined based on first in first out method.

Work-in-progress and finished goods (including consignment stock) are valued at lower of cost and net realisable value. Cost includes direct materials, labour, and all other costs of purchase incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

#### **h) Leases**

##### **The Company as a lessee**

The Company's lease asset classes primarily consist of property leases. The Company assesses whether a contract 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 recognizes 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 low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

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. 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 amortised cost 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 in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right-of-use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

#### i) Foreign currency translation

##### *Functional and presentation currency*

The standalone financial statements are presented in Indian Rupee ('INR') which is also the functional and presentation currency of the Company.

##### *Transactions and balances*

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognised in the statement of profit and loss in the year in which they arise.

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

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

#### k) Financial instruments

##### **Financial assets**

##### *Initial recognition and measurement*

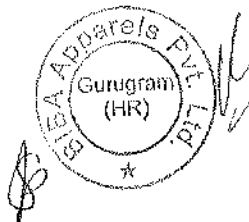
All financial assets are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.

##### *Subsequent measurement*

**Financial instruments at amortised cost** – the financial instrument is measured at the amortised 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 amortised cost using the effective interest rate (EIR) method.



## **BIBA Apparels Private Limited**

### **Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

#### *De-recognition of financial assets*

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

#### **Financial liabilities**

##### *Initial recognition and measurement*

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

##### *Subsequent measurement*

These liabilities include are borrowings. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method.

##### *De-recognition of financial liabilities*

A financial liability is de-recognised 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 de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

##### *Swap contracts*

A forward contract is recognised as an asset or a liability on the commitment date. Outstanding forward contracts as at reporting date are restated using the mark to market information and resultant gain/(loss) is accounted in statement of profit and 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 recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### **l) Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company is required to consider –

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

##### *Trade receivables*

The Company applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.

##### *Other financial assets*

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

#### **m) Income taxes**

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act. Current income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.



## **BIBA Apparels Private Limited**

### **Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

Deferred income taxes are calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised either in Other comprehensive income or in equity.

#### **n) Employee benefits**

##### **(i) Defined contribution plans**

The Company contributes on a defined contribution basis to Employee's Provident Fund and Employee's State Insurance Fund towards post-employment benefits, all of which are administered by the respective Government authorities. The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognised in respect of defined contribution plans are expensed as they accrue.

##### **(ii) Defined benefit plans**

The Company has a defined benefit plan namely gratuity for all its employees. The liability for the defined benefit plan of Gratuity is determined on the basis of an actuarial valuation by an independent actuary at the year end, which is calculated using projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

##### **(iii) Other short-term benefits**

Expense in respect of other short term benefits including performance bonus is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

#### **o) Contingent liabilities, provisions and contingent assets**

The Company makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made.

A disclosure is made for a contingent liability when there is a:

- possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Company; or
- present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- present obligation, where a reliable estimate cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

#### **p) Earnings per share**

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



## **BIBA Apparels Private Limited**

### **Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of dilutive potential equity shares.

#### **q) Investment**

Investments are classified into non-current investments and current investments based on intent of the management at the time of making the investment. Investments intended to be held for more than one year are classified as non-current investments. Current investments are valued at lower of cost and fair value. The diminution in current investments is charged to the statement of profit and loss and appreciation, if any, is recognised at the time of sale. Non-current investments are stated at cost of acquisition unless there is diminution, other than temporary, in their value. Diminution is considered other than temporary based on criteria that include the extent to which cost exceeds the market value, the duration of the market value decline and the financial health and specific prospects of the issuer.

#### **r) Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

#### **s) Share based payments**

The fair value of options granted under Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the Company revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in the statement of profit and loss, with a corresponding adjustment to equity.

#### **t) Cash and cash equivalents**

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

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown in borrowings under financial liabilities in the balance sheet.

#### **u) Fair value measurement of financial instruments**

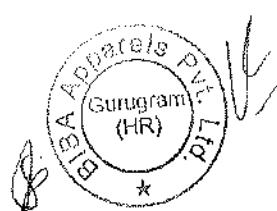
The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

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

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

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes:

- Disclosure regarding significant estimates and assumptions- Note 3, paragraph w.
- Quantitative disclosures of fair value measurement hierarchy- Note 3, paragraph u.
- Financial instruments (including those carried at amortised cost)- Note 3, paragraph k.

#### v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

#### w) Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of the Company's standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.

#### Significant management judgements

**Recognition of deferred tax assets** – The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Recoverability of advances/receivables** – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

**Defined benefit obligation (DBO)** – Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

**Fair value measurements** – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

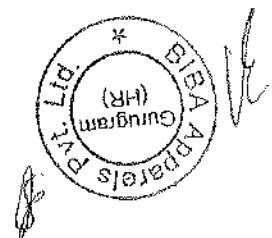


**BIBA Apparels Private Limited**

**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

**Provisions** – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding warranties and guarantees. However, the actual future outcome may be different from this judgement.

**Useful lives of depreciable/amortisable assets** – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets.





**BIBA Apparels Private Limited**  
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

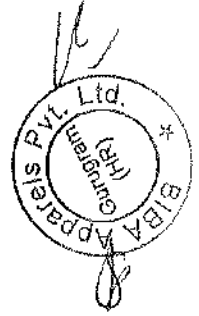
**4 Property, plant and equipment**

Particulars	Office equipments	Computers	Furniture and fixtures	Leasehold improvements	Vehicles	Plant and machinery	Total
<b>Gross carrying amount</b>							
As at 01 April 2019	1,528.22	321.96	4,565.42	4,675.81	189.30	421.83	11,702.54
Additions	343.63	80.03	1,106.70	1,295.97	57.56	30.11	2,914.00
Disposals	45.26	1.52	102.54	59.89	-	3.83	213.04
<b>At 31 March 2020</b>	<b>1,826.59</b>	<b>400.47</b>	<b>5,569.58</b>	<b>5,911.89</b>	<b>246.86</b>	<b>448.11</b>	<b>14,403.50</b>
Additions	148.33	10.72	310.41	307.50	1.47	47.65	826.08
Disposals	-	0.48	5.73	461.73	-	11.57	479.51
<b>At 31 March 2021</b>	<b>1,974.92</b>	<b>410.71</b>	<b>5,874.26</b>	<b>5,757.66</b>	<b>248.33</b>	<b>484.19</b>	<b>14,750.07</b>
<b>Accumulated depreciation</b>							
As at 01 April 2019	881.57	190.41	2,149.56	2,991.31	111.22	156.19	6,480.26
Depreciation charge for the year	351.33	106.21	787.13	687.63	37.89	53.60	2,023.79
Disposals	41.49	1.25	76.28	37.06	-	1.58	157.66
<b>At 31 March 2020</b>	<b>1,191.41</b>	<b>295.37</b>	<b>2,860.41</b>	<b>3,641.88</b>	<b>149.11</b>	<b>208.21</b>	<b>8,346.39</b>
Depreciation charge for the year	324.68	56.32	747.19	713.29	30.08	41.30	1,912.86
Disposals	-	0.47	3.70	461.73	-	6.26	472.16
<b>At 31 March 2021</b>	<b>1,516.09</b>	<b>351.22</b>	<b>3,603.90</b>	<b>3,893.44</b>	<b>179.19</b>	<b>243.25</b>	<b>9,787.09</b>
<b>Net carrying amount</b>							
At 31 March 2021	458.83	59.49	2,270.36	1,864.22	69.14	240.94	4,962.98
At 31 March 2020	635.18	105.10	2,709.17	2,270.01	97.75	239.90	6,057.11

**(i) Contractual obligations**

Refer note 50 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(ii) Property, plant and equipment have been pledged as security for liabilities, for details refer note 44.

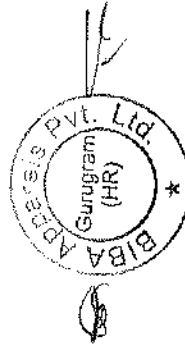


**BIBA Apparels Private Limited**  
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

**5 Intangible assets**

Particulars	Biba brand	Software	Non compete fee	Total
<b>Gross carrying amount</b>				
As at 01 April 2019	345.08	430.41	11.11	786.60
Additions	93.44	13.56	-	107.00
<b>At 31 March 2020</b>	<b>438.52</b>	<b>443.97</b>	<b>11.11</b>	<b>893.60</b>
Additions	-	4.97	-	4.97
<b>At 31 March 2021</b>	<b>438.52</b>	<b>448.94</b>	<b>11.11</b>	<b>898.57</b>
<b>Accumulated amortisation</b>				
As at 01 April 2019	40.79	292.12	11.11	344.02
Amortisation charge for the year	40.25	57.80	-	98.03
<b>At 31 March 2020</b>	<b>81.02</b>	<b>349.92</b>	<b>11.11</b>	<b>442.05</b>
Amortisation charge for the year	36.38	37.99	-	74.37
<b>At 31 March 2021</b>	<b>117.40</b>	<b>387.91</b>	<b>11.11</b>	<b>516.42</b>
<b>Net carrying amount</b>				
At 31 March 2021	321.12	61.03	-	382.15
At 31 March 2020	357.50	94.05	-	451.55

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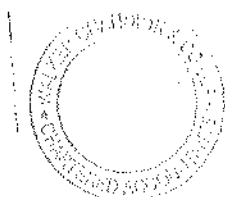


**BIBA Apparels Private Limited**

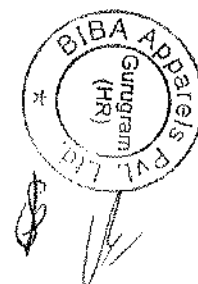
Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

(All amounts in ₹ lakhs unless otherwise stated)

Particulars	As at 31 March 2021	As at 31 March 2020
<b>6 Investments</b>		
Investments carried at amortised cost		
In equity instruments (fully paid)		
In subsidiary (unquoted)		
- IMA Clothing Private Limited		
1,700,000 (previous year: 1,700,000) class B equity shares of ₹ 10 each	170.00	170.00
- IMA Clothing Private Limited		
10,408 (previous year: 10,408) class A equity shares of ₹ 10 each	20.00	20.00
In associate (unquoted)		
- Anjuman Brand Designs Private Limited		
854,926 (previous year: 854,926) equity shares of ₹ 10 each	615.06	615.06
In preference shares (fully paid up)		
In subsidiary (unquoted)		
- IMA Clothing Private Limited		
800,000 (previous year: 800,000) preference shares of ₹ 10 each	80.00	80.00
Tax free bonds (quoted)		
In Government entities		
- Housing and Urban Development Corporation Limited		
4,517 (previous year: 4,517) tax free bonds of ₹ 1,000 each	46.14	46.14
- National Bank for Agriculture and Rural Development		
10,020 (previous year: 10,020) tax free bonds of ₹ 1,000 each	112.53	107.56
Less: provision for impairment of investment	(270.00)	(100.00)
	<u>773.73</u>	<u>938.76</u>
Aggregate amount of unquoted investments	885.06	885.06
Aggregate amount of impairment in value of unquoted investment	(270.00)	(100.00)
Aggregate amount of quoted investments	158.67	153.70
Market value of quoted investments	176.58	167.25
<b>7 Loans -Non-current</b>		
(Unsecured, considered good, unless otherwise stated)		
Security deposits	227.00	644.07
Loan to a related party - credit impaired*	500.30	500.30
Less: loss allowance	(500.30)	(500.30)
	<u>227.00</u>	<u>644.07</u>
*includes unsecured demand loan given to IMA Clothing Private Limited carrying a interest rate of 15% p.a. However, no interest income has been recorded in the current year, considering the uncertainty in the recovery of loan amount		
<b>8 Other non-current financial assets</b>		
Fixed deposits with banks with maturity period of more than 12	9.28	14.77
	<u>9.28</u>	<u>14.77</u>
*includes fixed deposits pledged with government authorities amounting to ₹ 7.70 lakhs (previous year: ₹ 7.50 lakhs)		
<b>9 Non-current tax asset (net)</b>		
Advance income tax (net of provision)	360.21	824.97
	<u>360.21</u>	<u>824.97</u>
<b>10 Deferred tax assets</b>		
Deferred tax assets on account of:		
Property, plant and equipment	394.54	332.02
Provision for employee benefits	93.42	81.33
Impact of Ind AS 116	1,572.09	1,472.09
Financial assets at amortised cost	77.73	23.11
Fair valuation of investment	-	1.24
Amount disallowed under 40a(i)	35.01	12.54
Provision for doubtful debts	17.22	11.82
Provision for doubtful advance	7.63	-
Brought forward losses	220.01	-
	<u>2,417.65</u>	<u>1,934.15</u>



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**Movement in deferred tax assets during year ended 31 March 2021**

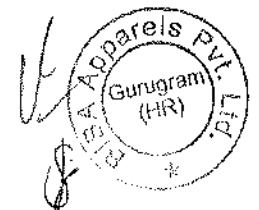
Particulars	As at 31 March 2020	Recognised in other comprehensive income	Recognised in statement of profit and loss	As at 31 March 2021
<b>Deferred tax assets</b>				
Property, plant and equipment	332.02	-	62.52	394.54
Financial assets at amortised cost	23.11	-	54.62	77.73
Fair valuation of investment	1.24	-	(1.24)	-
Amount disallowed under 40a(ia)	12.54	-	22.47	35.01
Provision for doubtful debts	11.82	-	5.40	17.22
Provision for doubtful advance	-	-	7.63	7.63
Provision for employee benefits	81.33	2.49	9.60	93.42
Impact of Ind AS 116	1,472.09	-	100.00	1,572.09
Brought forward losses	-	-	220.01	220.01
<b>Total</b>	<b>1,934.15</b>	<b>2.49</b>	<b>481.02</b>	<b>2,417.65</b>

**Movement in deferred tax assets during year ended 31 March 2020**

Particulars	As at 31 March 2019	Recognised in other comprehensive income	Recognised in statement of profit and loss	Recognised directly in equity	As at 31 March 2020
<b>Deferred tax assets</b>					
Property, plant and equipment	527.55	-	(195.53)	-	332.02
Financial assets at amortised cost	3.52	-	19.59	-	23.11
Provision for doubtful debts	-	-	11.82	-	11.82
Fair valuation of investment	1.15	-	0.09	-	1.24
Amount disallowed under 40a(ia)	-	-	12.54	-	12.54
Provision for employee benefits	79.11	10.51	(8.29)	-	81.33
Deferred lease rent	99.81	-	(99.81)	-	-
Impact of Ind AS 116	-	-	307.09	1,165.00	1,472.09
Borrowing	(0.33)	-	0.33	-	-
<b>Total</b>	<b>710.81</b>	<b>10.51</b>	<b>47.83</b>	<b>1,165.00</b>	<b>1,934.15</b>

Particulars	As at 31 March 2021	As at 31 March 2020
<b>11 Other non-current asset</b>		
Capital advances	239.62	252.42
Balances with government authorities	66.02	17.20
	<b>305.64</b>	<b>269.62</b>
<b>12 Inventories**</b>		
Raw material	683.88	721.35
Work-in-progress**	724.14	5,260.64
Finished goods (including stock-in-trade of ₹ 134.05 lakhs (previous year: ₹ 108.96 lakhs))	29,552.93	30,970.46
Stock-in-transit	1,051.94	851.93
	<b>32,012.89</b>	<b>37,804.38</b>
<b>13 Trade receivables</b>		
Trade receivables considered good-secured	6,772.88	3,317.49
Trade receivables - credit impaired	68.43	55.02
	<b>6,841.31</b>	<b>3,372.51</b>
Less: loss allowance	68.43	55.02
	<b>6,772.88</b>	<b>3,317.49</b>
(i) Trade receivables have been pledged as security for borrowings, for details refer note 44.		
(ii) Refer note 42 - Financial risk management for assessment of expected credit loss.		
(iii) The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.		
<b>14 Cash and cash equivalents</b>		
Balance with banks		
- with scheduled banks in current accounts	85.39	169.54
- with scheduled banks in cash credit account	73.86	27.42
Cash on hand	235.33	25.03
	<b>394.58</b>	<b>221.99</b>
There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting year and prior year.		
<b>15 Bank balances other than cash and cash equivalents (unsecured, considered good)</b>		
Deposits with maturity of more than 3 months but less than 12 months*	134.44	11.35
Unpaid dividend account	-	1.24
	<b>134.44</b>	<b>12.59</b>

\*includes fixed deposits pledged with government authorities amounting to ₹ 24.85 lakhs (previous year: ₹ 11.35 lakhs)  
The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.



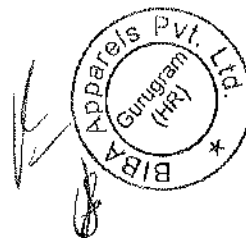
**BJBA Apparels Private Limited**

**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	As at 31 March 2021	As at 31 March 2020
<b>16 Loans-Current</b>		
<i>(unsecured, considered good)</i>		
Security deposits	4,379.88	3,795.78
Loan to a related party-credit impaired*	80.10	77.59
Less: loss allowance	(80.10)	(77.59)
	<b>4,379.88</b>	<b>3,795.78</b>
*includes unsecured demand loan given to JMA Clothing Private Limited carrying a interest rate of 15% p.a. However, no interest income has been recorded in the current year, considering the uncertainty in the recovery of loan amount.		
<b>17 Other current financial assets</b>		
<i>(unsecured, considered good)</i>		
Credit card receivable	74.23	-
Staff advances	18.89	19.34
	<b>93.12</b>	<b>19.34</b>
The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.		
<b>18 Other current assets</b>		
<i>(unsecured considered good, unless otherwise stated)</i>		
Advances to suppliers- Considered good	851.52	470.15
Advances to suppliers- Considered doubtful	30.33	-
Less: provision for doubtful advances	(30.33)	-
Prepaid expenses	76.68	77.91
Balances with government authorities	619.87	1,386.11
Other advances	1,228.02	1,537.38
	<b>2,776.09</b>	<b>3,471.55</b>

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## 19 Equity share capital

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	Amount	Number of shares (in lakhs)	Amount
<b>Authorised share capital</b>				
Equity shares of ₹ 10 each (previous year: ₹ 10 each)	1,350.00	13,500.00	1,200.00	12,000.00
	<b>1,350.00</b>	<b>13,500.00</b>	<b>1,200.00</b>	<b>12,000.00</b>
<b>Issued, subscribed and paid up share capital</b>				
Equity shares of ₹ 10 each (previous year: ₹ 10 each)	1,250.63	12,506.28	1,197.30	11,972.95
	<b>1,250.63</b>	<b>12,506.28</b>	<b>1,197.30</b>	<b>11,972.95</b>

## a) Reconciliation of number of shares outstanding at the beginning and end of the year

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	Amount	Number of shares (in lakhs)	Amount
Balance at the beginning of the year	1,197.30	11,972.95	1,197.30	11,972.95
Add: shares issued during the year	53.33	533.33	-	-
Balance at the end of the year	<b>1,250.63</b>	<b>12,506.28</b>	<b>1,197.30</b>	<b>11,972.95</b>

## b) Details of shareholders holding more than 5% of the shares of the Company\*

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	% holding	Number of shares (in lakhs)	% holding
Mrs. Meena Bindra	126.62	10.12%	117.29	9.80%
Mr. Siddharath Bindra	500.50	40.02%	496.50	41.47%
Dhanvan Impex Private Limited	100.00	8.00%	100.00	8.35%
Hightell Investment Limited	368.48	29.46%	328.48	27.43%

\*As per the records of the Company, including its register of shareholder/members and other declarations, if any, received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

## c) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 each (previous year: ₹ 10 each). Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

- d) During the year ended 31 March 2017, pursuant to the shareholders approvals under Section 63 and other applicable provisions of the Companies Act, 2013, the Company had issued bonus shares in the ratio of 24:1 (i.e. twenty four bonus equity share of ₹ 10 each for every one fully paid up equity share of ₹ 10 each) to the shareholders on record date of 3 February 2017, by capitalising securities premium account, general reserve and retained earnings by sum of ₹ 1,863.89 lakhs, ₹ 3,483.35 lakhs and ₹ 6,140.08 lakhs respectively. The Company has not issued any shares pursuant to contract without payment being received in cash, or allotted as fully paid up by way of bonus shares or bought back any shares during the period of immediately preceding five years except bonus shares issued during the year ended 31 March 2017 as mentioned above.

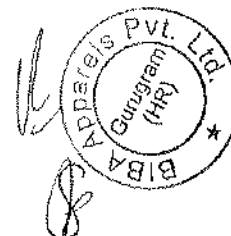
## 20 Other equity

	As at 31 March 2021	As at 31 March 2020
<b>Surplus in the statement of profit and loss</b>		
Balance at the beginning of the year	16,517.18	19,915.66
Add: (Loss)/profit for the year	(1,336.68)	255.44
Add: other comprehensive income (net of tax)	(7.38)	(31.26)
Less: Ind-AS 116 transition adjustments (net of adjustment of deferred tax)	-	(3,463.89)
Less: dividend (including dividend distribution tax)	-	(158.77)
Balance at the end of the year	<b>15,173.12</b>	<b>16,517.18</b>
<b>Employee Stock option reserve</b>		
Balance at the beginning of the year	-	-
Add: Recognised during the year	7.88	-
	<b>7.88</b>	<b>-</b>
<b>Securities premium<sup>^</sup></b>		
Balance at the beginning of the year	92.75	92.75
Add: shares issued during the year	3,466.67	-
	<b>3,559.42</b>	<b>92.75</b>
<b>Total</b>	<b>18,740.42</b>	<b>16,609.93</b>

<sup>^</sup>Securities premium is used to record the premium on issue of shares. The premium will be utilised in accordance with provisions of the Companies Act 2013.



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Particulars	As at	
	31 March 2021	31 March 2020
<b>21 Non-current financial liabilities</b>		
<b>Borrowings</b>		
Term loans - Secured		
Indian rupee loans		
- from banks	2,788.57	19.29
- from others	-	5.85
<b>Total borrowings</b>	<b>2,788.57</b>	<b>25.14</b>
Less: current maturities of long term debt (refer note 25)	452.86	25.14
	<b>2,335.71</b>	-

(i) Details of security, repayment terms and interest rate on the borrowings is provided below-

Particulars	Rate of Interest (%)	Terms of Repayment	Security Details	As at	
				31 March 2021	31 March 2020
ICICI Bank	1 Year MCLR + 0.50%	Quarterly	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	1,028.57	-
Axis Bank- Emergency Credit line guarantee scheme	1 Year MCLR + 0.25%	Monthly	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	1,760.00	-
HDFC Bank Vehicle Loan	7.38%	Monthly	Hypothecation of vehicle acquired under respective loans	-	19.29
Daimler Financial Services India Private Limited - Vehicle Loan	Nil	Monthly	Hypothecation of vehicle acquired under respective loans	-	5.85
<b>Total</b>				<b>2,788.57</b>	<b>25.14</b>

**22 Non-current provisions**

Provision for gratuity (refer note 45)

252.89	219.61
<b>252.89</b>	<b>219.61</b>

**23 Current financial liabilities-borrowings**

Cash credit facilities (secured)

Indian rupee loans repayable on demand (from banks)

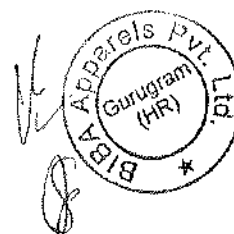
Loan from a director (unsecured)^

8,189.51	13,932.35
-	458.54
<b>8,189.51</b>	<b>14,390.89</b>

(i) Details of security and interest rate on the borrowings is provided below-

Particulars	Rate of Interest (%)	Security Details	As at	
			31 March 2021	31 March 2020
Indian rupee loans repayable on demand (secured)				
Axis Bank	12M MCLR+ 1%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	687.18	-
HDFC Bank	1 Year MCLR	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2.33	-
Kotak Mahindra Bank	6M MCLR + 0.85%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	-	4,482.86
Working capital demand loan from banks (secured)				
HDFC Bank	5M MCLR	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	1,000.00	-
Axis Bank	1 year MCLR+0.60%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2,500.00	3,961.02
Kotak Mahindra Bank	Ranging between 7.50% to 8.40%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2,000.00	488.47
Citi Bank	Ranging between 6.50% to 8.75%	First pari passu charge on present and future stocks and book debts of the Borrower including card receivables along with present and future movable fixed assets of the Borrower excluding vehicles specifically charged to other lenders.	2,000.00	5,000.00
<b>Total</b>			<b>8,189.51</b>	<b>13,932.35</b>

^includes loan from Mrs. Meena Bindra for business purpose carrying interest @ 8.75% per annum amounting to ₹ nil (previous year: ₹ 458.54 lakhs).



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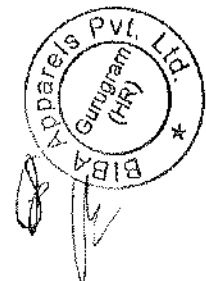
**BIBA Apparels Private Limited**

**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	As at	As at
	31 March 2021	31 March 2020
<b>24 Trade payables</b>		
Total outstanding dues of micro enterprises and small enterprises (refer note 51)	1,366.94	867.04
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,055.67	6,248.64
	<u>2,422.61</u>	<u>7,115.68</u>
<b>25 Other current financial liabilities</b>		
Current maturities of long term debt (refer note 21)	452.86	25.14
Interest accrued but not due on borrowings	49.65	-
Deposit from vendors	70.83	69.22
Deposit from franchise stores	671.43	462.67
Deposit from others	8.00	8.00
Employees related payables	527.49	45.87
Creditors for capital goods	146.91	334.04
Unclaimed dividend*	-	1.24
Other payables^	2,140.24	2,135.29
	<u>4,067.41</u>	<u>3,081.47</u>
*The same was not due for deposit to Investor Education and Protection Fund in the previous year.		
^Includes creditors for expenses and commission expenses payables.		
<b>26 Other current liabilities</b>		
Statutory dues payable	340.42	329.47
Advance from customers	216.88	312.55
	<u>557.30</u>	<u>642.02</u>
<b>27 Current provisions</b>		
Provision for gratuity (refer note 45)	118.28	103.56
	<u>118.28</u>	<u>103.56</u>

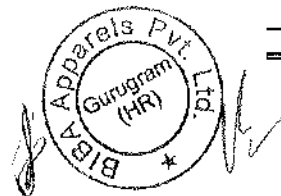
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**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>28 Revenue from operations</b>		
Sales		
- Export	1,230.74	1,537.55
- Domestic	51,343.06	74,154.52
	<u>52,573.80</u>	<u>75,692.07</u>
Other operating revenue		
- Export incentives	0.74	2.92
- Scrap sale	7.47	25.93
	<u>8.21</u>	<u>28.85</u>
	<u><b>52,582.01</b></u>	<u><b>75,720.92</b></u>
<b>29 Other income</b>		
Interest income:		
-on fixed deposits	3.35	9.92
-on investment	11.69	10.71
-on financial asset at amortised cost	101.37	91.83
-on income tax refund	96.31	138.52
Foreign exchange fluctuation gain (net)	-	3.99
Insurance claim received	10.44	33.45
Gain on disposal of property, plant and equipment	0.39	10.30
Gain on termination of right-of-use assets	562.94	251.64
Rent concession on lease rentals	3,505.81	-
Miscellaneous income	43.60	195.05
	<u><b>4,335.90</b></u>	<u><b>745.41</b></u>
<b>30 Cost of materials consumed</b>		
Opening stock	721.35	661.37
Add: purchases	9,619.87	22,250.95
	<u>10,341.22</u>	<u>22,912.32</u>
Less: closing stock	683.88	721.35
	<u><b>9,657.34</b></u>	<u><b>22,190.97</b></u>
Fabric	9,255.61	20,445.64
Accessories	401.73	1,745.33
<b>Total</b>	<u><b>9,657.34</b></u>	<u><b>22,190.97</b></u>
<b>31 Job work charges</b>		
Dyeing and printing charges	985.08	2,648.77
Stitching charges	5,670.06	9,490.28
	<u><b>6,655.14</b></u>	<u><b>12,139.05</b></u>
<b>32 Changes in inventories of finished goods and work-in-progress</b>		
Opening stock:		
Work-in-progress	5,260.64	3,505.82
Finished goods (including stock-in-trade and stock-in-transit)	31,822.39	23,890.55
	<u>37,083.03</u>	<u>27,396.37</u>
Closing stock:		
Work-in-progress	724.14	5,260.64
Finished goods (including stock-in-trade and stock-in-transit)	30,604.87	31,822.39
	<u>31,329.01</u>	<u>37,083.03</u>
Decrease/(increase) in inventories	<u><b>5,754.02</b></u>	<u><b>(9,686.66)</b></u>
<b>33 Employee benefits expense</b>		
Salaries and wages	6,502.73	10,074.84
Employee stock option expense	7.88	-
Contribution to provident and other funds (refer note 45)	446.28	608.32
Staff welfare expenses	177.38	460.17
	<u><b>7,134.27</b></u>	<u><b>11,143.33</b></u>
<b>34 Finance cost</b>		
Interest expenses on:		
- term loans and cash credit	1,021.11	1,163.67
- Others	23.13	7.88
Interest on lease liabilities	3,260.60	3,326.47
	<u><b>4,304.83</b></u>	<u><b>4,498.02</b></u>
<b>35 Depreciation and amortisation expenses</b>		
Depreciation on property, plant and equipment	1,912.86	2,023.79
Amortisation of right-of-use assets	6,352.32	5,966.32
Amortisation of intangible assets	74.37	98.03
	<u><b>8,339.55</b></u>	<u><b>8,088.14</b></u>



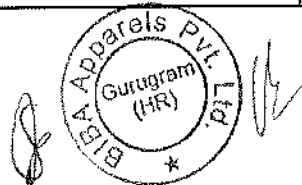
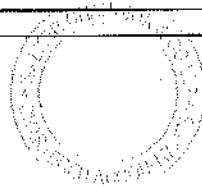
**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>36 Other expenses</b>		
Franchise/sales commission	7,553.23	14,810.99
Bank charges and commission	292.71	182.98
Advertisement	2,202.08	2,948.43
Rent and mall maintenance	1,185.33	1,618.52
Electricity expenses	940.04	1,151.89
Rates and taxes	76.81	223.81
Repairs and maintenance - Others	602.80	752.56
Insurance	68.11	50.54
Legal and professional	560.03	718.16
Payment to auditors (refer note (i) below)	36.27	35.09
Communication	74.80	95.49
Travelling and conveyance	131.97	467.76
Membership and subscription	6.86	40.13
Printing and stationery	36.58	93.33
Corporate social responsibility expenses (refer note 52)	155.41	25.88
Merchant commission	125.16	271.94
Store expenses	91.87	204.06
Security expenses	37.68	55.14
Outsource salary	521.04	877.71
Business promotion	55.63	74.37
Packing materials	116.47	194.90
Freight, octroi, forwarding charges and entry tax	1,245.32	1,048.06
Provision for bad and doubtful debts	111.36	46.95
Provision for doubtful advances	30.33	-
Miscellaneous balances written off	496.28	-
GST input written off	258.44	-
Foreign exchange fluctuation loss (net)	2.49	-
Miscellaneous expenses	12.12	13.32
	<b>17,027.22</b>	<b>26,002.01</b>
<b>(i) Payments to the auditors:</b>		
(a) For statutory audit	35.00	32.50
(b) For other services	0.35	-
(c) For reimbursement of expenses	0.92	2.59
	<b>36.27</b>	<b>35.09</b>
<b>37 Exceptional items</b>		
Provision for diminution in value of non-current investments	170.00	100.00
Provision for doubtful advances given to subsidiary company	2.51	577.89
Advances and other receivables written off	0.77	427.31
	<b>173.28</b>	<b>1,105.20</b>
<b>38 Income tax</b>		
(a) Income tax expense		
- Current tax	-	575.28
- Tax pertaining to earlier years	(408.07)	-
- Deferred tax	(481.01)	(47.83)
Income tax expense	<b>(889.08)</b>	<b>527.45</b>

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.17% (previous year: 25.17%) and the reported tax expense in profit or loss are as follows:

**(b) Reconciliation of tax expense and the accounting profit**

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
(Loss)/profit before income tax expense (before exceptional items)	(2,052.48)	1,888.09
Statutory income tax rate	25.17%	25.17%
Amount of tax at statutory income tax rate	(516.57)	475.19
<b>Adjustments:</b>		
Effect of non-deductible expense	110.72	22.07
Tax impact of deduction u/s 80JJAA	-	(108.04)
Income exempt from tax	(2.94)	(2.70)
Tax pertaining to earlier years	(408.07)	-
Tax impact on account of change in income tax rate	-	150.46
Others	(72.22)	(9.53)
<b>Total</b>	<b>(372.51)</b>	<b>52.26</b>
<b>Amount of tax at statutory income tax rate post adjustments</b>	<b>(889.08)</b>	<b>527.45</b>



**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>39 Earnings per share</b>		
Net profit attributable to equity shareholders		
(Loss)/profit after tax	(1,336.68)	255.44
Nominal value of equity share (₹)	10	10.00
Total number of equity shares outstanding as the beginning of the year (in lakhs)	1,197.30	1,197.30
Add. shares issued during the year (in lakhs)	53.33	-
Total number of equity shares outstanding as the end of the year (in lakhs)	1,250.63	1,197.30
Weighted average number of equity shares (in lakhs)	1,233.09	1,197.30
Basic and diluted earnings per share (in ₹)	(1.08)	0.21

**40 Related party transactions:**

In accordance with the requirements of Ind AS - 24 'Related Party Disclosures' the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and year end balances with them as identified and certified by the management are given below:

**Relationship:**
**A. Subsidiary Company:**

IMA Clothing Private Limited

**B. Associate Company:**

Anjuman Brand Designs Private Limited

**C. Key managerial personnel:**

- a) Mrs. Meena Bindra  
b) Mr. Siddharath Bindra

**D. Relatives of key managerial personnel (with whom there were transactions during the year):**

Mrs. Shradha Bindra (wife of Mr. Siddharath Bindra)

**E. Enterprises over which key managerial personnel of the Company and their relatives have significant influence:**

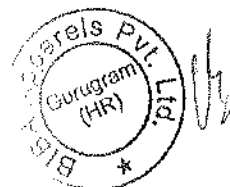
Meena Agritech Private Limited

**F. Enterprises that exercise significant influence:**

Highdell Investment Limited

i) The following transaction were carried out with related parties in the ordinary course of business

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>A) Key managerial personnel</b>		
<b>Mrs. Meena Bindra</b>		
Remuneration (refer note (a))	47.75	66.63
Loan taken	130.00	1,070.00
Interest given on loan	15.75	21.46
Loan repaid	580.00	620.00
Dividend paid	-	12.90
Receipt against issue of shares	700.00	-
<b>Mr. Siddharath Bindra</b>		
Remuneration (refer note (a))	110.76	269.50
Rent Paid	5.00	-
Loan taken	-	50.00
Interest given on loan	-	1.15
Loan repaid	-	50.00
Dividend paid	-	54.61
Receipt against issue of shares	300.00	-
<b>B) Relatives of key managerial personnel</b>		
<b>Mrs. Shradha Bindra</b>		
Remuneration	51.82	34.68
Dividend paid	-	4.13
<b>C) Subsidiary Company</b>		
<b>IMA Clothing Private Limited</b>		
Loan given	2.51	12.16
<b>D) Associate Company</b>		
<b>Anjuman Brand Designs Private Limited</b>		
Consultancy fee received	-	10.00
Purchase of sample/expenses	-	12.02
Design fee	-	2.47
<b>E) Enterprises over which Key managerial personnel of the Company and their relatives have significant influence</b>		
<b>Meena Agritech Private Limited</b>		
Rent paid	-	32.00
<b>F) Enterprises that exercise significant influence:</b>		
<b>Highdell Investment Limited</b>		
Receipt against issue of shares	3,000.00	-



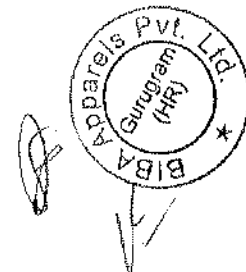
**BIBA APPARELS PRIVATE LIMITED**

Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021

*(All amounts in ₹ lakhs unless otherwise stated)***ii) Balances at the year end**

Particulars	As at 31 March 2021	As at 31 March 2020
<b>Note (a)</b>		
<b>Breakup for Key management personnel's compensation in the following categories:-</b>		
Short-term employee benefits	150.64	326.17
Post-employment benefits *#	7.87	9.96
	<u>158.51</u>	<u>336.13</u>
* excludes provision for future liability in respect of gratuity which is based on actuarial valuation done for the Company as a whole.		
# includes provident fund		
<b>A) Subsidiary Company</b>		
<b>IMA Clothing Private Limited*</b>		
Investment in equity shares	-	90.00
Investment in preference shares	-	80.00
<b>B) Associate Company</b>		
<b>Anjuman Brand Designs Private Limited</b>		
Investment in equity shares	615.06	615.06
Advance given	11.80	11.80
<b>C) Key managerial personnel</b>		
<b>Mrs. Meena Bindra</b>		
Salary payable	3.69	-
Loan payable (including interest)	-	458.54
<b>Mr. Siddharath Bindra</b>		
Salary payable	0.01	-
<b>D) Relatives of key managerial personnel</b>		
<b>Mrs. Shradha Bindra</b>		
Salary payable	4.26	-

\*The Company has recorded provision for doubtful advances amounting to ₹ 2.51 lakhs (previous year: ₹ 577.89 lakhs) and provision for diminution in value of investment amounting to ₹ 170 lakhs (previous year: ₹ 100 lakhs) made in subsidiary Company.

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41 Financial instruments by category

(i) Fair values hierarchy

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

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

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

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

There were no transfers between level 1 and level 2, and no transfers into and out of level 3 fair value measurements.

(ii) Financial assets and liabilities measured at fair value - recurring fair value measurements

There were no assets and liabilities carried at fair value as at 31 March 2021 and 31 March 2020

(iii) Valuation technique used to determine fair value

Fair value of swap contracts is determined using forward rate at balance sheet date, based on dealer or counterparty quotes for similar instruments.

(vi) Fair value of instruments measured at amortised cost

Particulars	Level	31 March 2021		31 March 2020	
		Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>					
Investment	Level 3	158.67	176.58	153.70	167.25
Loans	Level 3	4,606.88	4,606.88	4,439.85	4,455.04
<b>Total financial assets</b>		<b>4,765.55</b>	<b>4,783.46</b>	<b>4,593.55</b>	<b>4,622.29</b>
<b>Financial liabilities</b>					
Borrowings	Level 3	2,788.57	2,788.57	25.14	25.14
<b>Total financial liabilities</b>		<b>2,788.57</b>	<b>2,788.57</b>	<b>25.14</b>	<b>25.14</b>

For cash and cash equivalents, trade receivables, fixed deposits, other receivables, trade payables and other current financial liabilities, the management assessed that their fair value is approximate their carrying amounts, largely due to the short-term maturities of these instruments.

42 Financial risk management

i) Financial instruments by category

Particulars	31 March 2021		31 March 2020	
	FVTPL	Amortised cost	FVTPL	Amortised cost
<b>Financial assets</b>				
Investment in tax free bonds	-	158.67	-	153.70
Trade receivables	-	6,772.88	-	3,317.49
Cash and cash equivalents	-	394.58	-	221.99
Other bank balances	-	134.44	-	12.59
Loans	-	4,606.88	-	4,439.85
Other financial assets	-	102.40	-	34.11
<b>Total</b>	-	<b>12,169.85</b>	-	<b>8,179.73</b>
<b>Financial liabilities</b>				
Borrowings (including interest accrued)	-	11,027.73	-	14,416.03
Trade payables	-	2,422.61	-	7,115.68
Security deposits received	-	750.26	-	539.89
Other financial liabilities	-	2,814.65	-	2,516.44
Lease liabilities	-	34,081.96	-	39,183.97
<b>Total</b>	-	<b>51,097.20</b>	-	<b>63,772.01</b>

Note: Investment in equity instrument of subsidiary and associate are measured at cost as per Ind AS 27, "Separate financial statements" and hence, not presented here.

ii) Risk Management

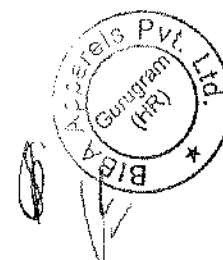
The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements. The Company's risk management is carried out as per the policies approved by the board of directors.

A) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to discharge an obligation to the Company. The company's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.

- Cash and cash equivalents
- Trade receivables
- Loans carried at amortised cost, and
- Other bank balances

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**BIBA Apparels Private Limited**  
**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

**a) Credit risk management**

**(i) Credit risk rating**

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

- A: Low credit risk  
 B: Moderate credit risk  
 C: High credit risk

The Company provides for expected credit loss based on the following:

Asset group	Categorisation of items	Provision for expenses credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/life time expected credit loss
High credit risk	Investments Loans (excluding security deposits) Trade receivables	Life time expected credit loss fully provided for

**Assets under credit risk –**

Credit rating	Particulars	31 March 2021	31 March 2020
A: Low credit risk	Cash and cash equivalents	394.58	221.99
	Investments	773.73	938.76
	Loans	4,606.88	4,439.85
	Trade receivables	6,772.88	3,317.49
	Other bank balances	134.44	12.59
	Other financial assets	102.40	34.11
B: High credit risk	Investments	270.00	100.00
	Loans (excluding security deposits)	580.40	577.89
	Trade receivables	68.43	55.02

**Cash & cash equivalents and bank deposits**

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

**Trade receivables**

To mitigate the credit risk related to trade receivables, the Company closely monitors the credit-worthiness of the trade receivables through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Company assesses increase in credit risk on an ongoing basis for amounts receivable that become past due and default is considered to have occurred when amounts receivable become past due by 1 year.

**Other financial assets measured at amortised cost**

Other financial assets measured at amortised cost includes security deposits, loans given etc. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

**(ii) Concentration of receivables**

The Company's exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans given and deposits given for business purposes.

Particulars	31 March 2021	31 March 2020
Franchise stores	37.54	85.40
Multi brand outlets	1,486.91	746.81
Wholesale customers	5,130.76	2,282.05
Others	117.67	203.23
<b>Total</b>	<b>6,772.88</b>	<b>3,317.49</b>

**b) Credit risk exposure**

**Trade receivables**

In respect of trade receivables, the Company considers provision for lifetime loss allowance. Given the nature of business operations, the Company's trade receivables has low credit risk as there is a prompt collection from debtors within a period ranging from three to six months.

**Other financial assets measured at amortised cost**

Company provides for loss allowance on loans and advances other than trade receivables by assessing individual financial instruments for expectation of any loss allowance. Since this category includes loans and receivables of varied natures and purpose, there is no trend that the Company can draw to apply consistently to entire population. For such financial assets, the Company's policy is to provide for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature.

Reconciliation of loss allowance	Trade receivables
Loss allowance as on 31 March 2019	8.07
Impairment loss recognised/(reversed) during the year	46.95
Loss allowance as on 31 March 2020	55.02
Impairment loss recognised during the year	111.56
Impairment loss reversed during the year	(97.95)
Loss allowance as on 31 March 2021	68.43

**B) Liquidity risk**

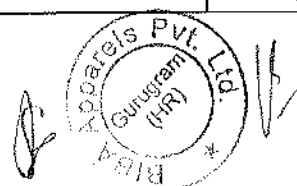
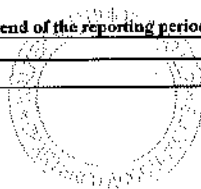
Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining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

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

**a) Financing arrangements**

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	31 March 2021	31 March 2020
- Expiring within one year (cash credit and other facilities)	9,210.49	67.65



b) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2021	Less than 1 year	1-2 year	More than 2 year	Total
<b>Non-derivatives</b>				
Borrowings (including interest)	8,855.29	944.16	1,707.88	11,507.33
Trade payables	2,422.61	-	-	2,422.61
Security deposits received	750.26	-	-	750.26
Other financial liabilities	2,814.65	-	-	2,814.65
Lease liabilities	8,577.56	7,077.44	30,881.20	46,536.20
<b>Total</b>	<b>23,420.37</b>	<b>8,021.60</b>	<b>32,589.08</b>	<b>64,031.05</b>

31 March 2020	Less than 1 year	1-2 year	More than 2 year	Total
<b>Non-derivatives</b>				
Borrowings (including interest)	14,416.79	-	-	14,416.79
Trade payables	7,115.68	-	-	7,115.68
Security deposits received	539.89	-	-	539.89
Other financial liabilities	2,516.43	-	-	2,516.43
Lease liabilities	5,303.80	5,356.04	28,524.13	39,183.97
<b>Total</b>	<b>29,892.59</b>	<b>5,356.04</b>	<b>28,524.13</b>	<b>63,772.76</b>

c) Market risk

a) Foreign currency risk

i) Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

Particulars	31 March 2021	31 March 2020
<b>Exposure in USD</b>		
<b>Financial Assets</b>		
Trade receivables (in ₹ lakhs)	0.05	123.75
Trade receivables (in USD)	0.00	1.64
<b>Exposure in CAD</b>		
<b>Financial Assets</b>		
Trade receivables (in ₹ lakhs)	18.38	-
Trade receivables (in CAD)	0.32	-

ii) Sensitivity

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

Particulars	31 March 2021		31 March 2020	
	Exchange rate increase by 1%	Exchange rate decrease by 1%	Exchange rate increase by 1%	Exchange rate decrease by 1%
<b>USD sensitivity*</b>				
Trade receivables (in ₹ lakhs)	0.00	(0.00)	1.24	(1.24)
<b>CAD sensitivity*</b>				
Trade receivables (in ₹ lakhs)	0.18	(0.18)	-	-

\* Holding all other variables constant

b) Interest rate risk

i) Liabilities

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2021, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

Particulars	31 March 2021	31 March 2020
Variable rate borrowing	10,978.08	14,390.89
Fixed rate borrowing*	-	25.14
<b>Total borrowings</b>	<b>10,978.08</b>	<b>14,416.03</b>
Amount disclosed under other current financial liabilities	452.86	25.14
<b>Amount disclosed under borrowings</b>	<b>10,525.22</b>	<b>14,390.89</b>

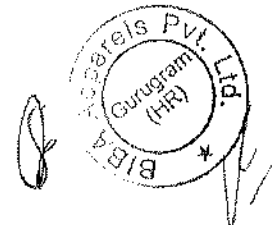
\* For fixed rate borrowing, the management has assessed that their fair value is almost equivalent to their carrying amounts, largely due to the rate of interest of these instruments, which is approximately equal to market rate of interest for the Company and being entire loan taken from third party.

Sensitivity

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

Particulars	31 March 2021	31 March 2020
<b>Interest sensitivity*</b>		
Interest rates – increase by 50 basis points	54.89	71.95
Interest rates – decrease by 50 basis points	(54.89)	(71.95)

\* Holding all other variables constant



## ii) Assets

The Company's fixed deposits are carried at fixed rate. Therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

## c) Price risk

The Company's exposure to price risk arises from investments held and classified as FVTPL.

## 43 Capital management

## Risk management

The Company's capital management objectives are

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

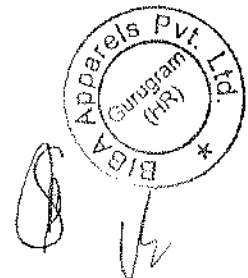
The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

Particulars	31 March 2021	31 March 2020
Total borrowings (excluding interest accrued)	10,978.08	14,416.03
Less: cash and cash equivalent	394.58	221.99
Net debt	10,583.50	14,194.04
Total equity	31,246.70	28,582.88
Net debt to equity ratio	33.87%	49.66%

## 44 Assets pledged as security

Particulars	As at 31 March 2021	As at 31 March 2020
<b>Current</b>		
Inventories	32,012.89	37,804.38
Trade receivables	6,772.88	3,317.49
Cash and cash equivalents and other bank balances	529.02	234.58
Loans, other financial assets and other current assets	7,249.09	7,286.67
<b>Total current assets pledged as security</b>	<b>46,563.88</b>	<b>48,643.12</b>
<b>Non-current</b>		
Property, plant and equipment (excluding vehicles)	3,029.62	3,689.35
<b>Total assets pledged as security</b>	<b>49,593.50</b>	<b>52,332.47</b>

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45 Employee benefit obligations

(A) Defined benefit plan:

Particulars	31 March 2021		31 March 2020	
	Current	Non-current	Current	Non-current
Gratuity	118.28	252.89	103.56	219.61
<b>Total</b>	<b>118.28</b>	<b>252.89</b>	<b>103.56</b>	<b>219.61</b>

(i) Amount recognised in the statement of profit and loss is as under:

Description	31 March 2021	31 March 2020
Current service cost	65.99	62.54
Interest cost	16.16	12.45
<b>Net impact on profit (before tax)</b>	<b>82.15</b>	<b>74.99</b>
Actuarial loss recognised during the year	9.87	41.77
<b>Amount recognised in total comprehensive income</b>	<b>92.02</b>	<b>116.76</b>

(ii) Change in the present value of obligation:

Description	31 March 2021	31 March 2020
Present value of defined benefit obligation as at the beginning of the year	323.17	226.40
Current service cost	65.99	62.54
Interest cost	16.16	12.45
Benefits paid	(44.02)	(19.99)
Actuarial loss/(gain)	9.87	41.77
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>371.17</b>	<b>323.17</b>

(iii) Breakup of actuarial (gain)/loss:

Description	31 March 2021	31 March 2020
Actuarial (gain)/loss from change in financial assumption	4.84	13.99
Actuarial (gain)/loss from experience adjustment	5.03	27.78
<b>Total actuarial (gain)/loss</b>	<b>9.87</b>	<b>41.77</b>

(iv) Actuarial assumptions

Description	31 March 2021	31 March 2020
Discount rate	5.00%	5.50%
Rate of increase in compensation levels	7.00%	7.00%
Retirement age	55 years	55 years

Notes:

- The discount rate is based on the prevailing market yield of Indian Government bonds as at the balance sheet date for the estimated terms of obligations.
- The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.
- The best estimated expense for the next year is ₹ 149.25 lakhs (previous year: ₹144.60 lakhs).

(v) Sensitivity analysis for gratuity liability

Description	31 March 2021	31 March 2020
<b>Impact of change in discount rate</b>		
Present value of obligation at the end of the year	371.17	323.17
- Impact due to increase of 1 %	(7.90)	(6.73)
- Impact due to decrease of 1 %	8.30	7.06
<b>Impact of change in salary increase</b>		
Present value of obligation at the end of the year	371.17	323.17
- Impact due to increase of 1 %	7.20	6.00
- Impact due to decrease of 1 %	(6.89)	(5.72)

The above sensitivity analysis is based on a change an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous year

(vi) Maturity profile of defined benefit obligation (undiscounted)

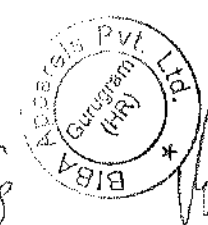
Description	31 March 2021	31 March 2020
Within next 12 months	118.28	103.56
Between 1-5 years	86.62	72.27
Beyond 5 years	166.27	147.34

(vii) The average duration of the defined benefit plan obligation at the end of the reporting period is 17 years (previous year: 17 years).

(B) Defined contribution plan:

Particulars	As at 31 March 2021	As at 31 March 2020
a) Provident fund	292.36	398.64
b) Employees state insurance corporation	71.77	134.70
	<b>364.13</b>	<b>533.34</b>

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46 Ind AS 115 - Revenue from Contracts with Customers

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5 step approach:

- (i) Identify the contract(s) with customer;
- (ii) Identify separate performance obligations in the contract;
- (iii) Determine the transaction price;
- (iv) Allocate the transaction price to the performance obligations; and
- (v) Recognise revenue when a performance obligation is satisfied.

In case of certain contracts with customers, the Company sell the goods to certain multi brand outlets (MBO's), E-com distributors and other distributors with a right to return the unsold goods to the Company. In such cases, the Company acts as an principal and these MBO's and distributors acts as agents in selling these goods to retail customers. Hence, revenue from such sales are grossed up with the commission paid to these MBO's and distributors and commission paid are presented in other expenses.

(a) Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31 March 2021

Revenue from operations	Goods	Other operating revenue	Total
<b>Revenue by geography</b>			
Domestic	51,343.06	7.47	51,350.53
Export	1,230.74	0.74	1,231.48
<b>Total</b>	<b>52,573.80</b>	<b>8.21</b>	<b>52,582.01</b>
<b>Revenue by time</b>			
Revenue recognised at point in time			52,582.01
Revenue recognised over time			-
<b>Total</b>			<b>52,582.01</b>

For the year ended 31 March 2020

Revenue from operations	Goods	Other operating revenue	Total
<b>Revenue by geography</b>			
Domestic	74,154.52	25.93	74,180.45
Export	1,537.55	2.92	1,540.47
<b>Total</b>	<b>75,692.07</b>	<b>28.85</b>	<b>75,720.92</b>
<b>Revenue by time</b>			
Revenue recognised at point in time			75,720.92
Revenue recognised over time			-
<b>Total</b>			<b>75,720.92</b>

(b) Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

Description	Year ended 31 March 2021	Year ended 31 March 2020
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	312.55	32.70
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

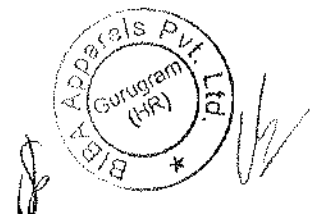
(c) Assets and liabilities related to contracts with customers

Description	As at 31 March 2021		As at 31 March 2020	
	Non-current	Current	Non-current	Current
Contract liabilities related to sale of goods				
Advance from customers	-	216.88	-	312.55

(d) Reconciliation of revenue recognised in statement of profit and loss with contract price

Description	Year ended 31 March 2021	Year ended 31 March 2020
Contract price	78,024.85	93,246.21
Less: discount, rebates, credits etc.	25,442.84	17,525.29
<b>Revenue from operations as per statement of profit and loss</b>	<b>52,582.01</b>	<b>75,720.92</b>

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## 47 Leases

- (a) The Company has leases for the office premises, warehouse and retail outlets. With the exception of short-term leases and leases with variable lease payments, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The lease terms for office premises, warehouse and store sites are for a period of one year to seventeen years and having a lock-in period ranging from one to five years. The lease are further renewable on expiry of total lease term subject to mutual consent of both the parties.

## (b) Right to use assets

Particulars	As at 31 March 2021	As at 31 March 2020
Balance at the beginning of the year	33,541.96	31,232.55
Add: additions on account of new leases entered during the year	2,407.76	9,229.89
Less: terminations	(2,327.55)	(954.16)
Balance at the end of the year	33,622.17	39,508.28
Less: amortisation expense charged on the right-of-use assets	6,352.32	5,966.32
Balance at the end of the year	27,269.85	33,541.96

## (c) Lease liabilities are presented in the statement of financial position as follow:

Particulars	As at 31 March 2021	As at 31 March 2020
Current	5,807.36	5,308.80
Non-current	28,274.60	33,880.17
Total	34,081.96	39,183.97

## (d) The table below describe the nature of leasing activities by type of right of use asset recognised on balance sheet

Right of use asset	No of right of use assets leased	Range of remaining term	Average remaining lease term
Retail outlets, office premises and warehouse - 31 March 2021	334	1-17 years	4.85
Retail outlets, office premises and warehouse - 31 March 2020	340	1-18 years	5.52

## (e) The lease liabilities are secured by the related underlying asset. Future minimum lease payment at 31 March 2021 were as follow

Particulars	Within 1 year	1-2 year	2-3 year	3-4 year	4-5 year	after 5 year	Total
As on 31 March 2021							
Lease payment	8,577.50	7,077.44	6,303.96	5,715.98	4,706.56	14,154.70	46,536.20
Finance charges	2,770.20	2,440.50	1,917.14	1,534.96	1,179.76	2,611.68	12,454.24
Net present values	5,807.36	4,636.94	4,386.82	4,181.02	3,526.80	11,543.02	34,081.96

## The lease liabilities are secured by the related underlying asset. Future minimum lease payment at 31 March 2020 were as follow

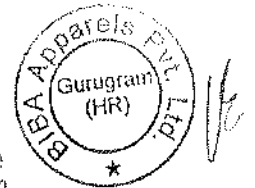
Particulars	Within 1 year	1-2 year	2-3 year	3-4 year	4-5 year	after 5 year	Total
As on 31 March 2020							
Lease payment	8,508.82	8,087.26	7,293.93	6,475.17	5,770.87	18,174.36	54,310.41
Finance charges	3,205.02	2,731.22	2,275.80	1,856.67	1,461.09	3,596.64	15,126.44
Net present values	5,303.80	5,356.04	5,018.13	4,618.50	4,309.78	14,577.72	39,183.97

## (f) Lease payments not recognised as a liability

Particulars	31 March 2021	31 March 2020
Expenses relating to short term leases	15.64	93.51
Expenses relating to variable lease payments	94.69	566.22
Total	110.33	659.73

## (g) The total cash outflow for leases for the year ended 31 March 2021 was ₹ 4,374.07 lakhs (previous year: ₹ 7,821.00 lakhs)

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**48 Share based payments**

**Employee stock options (ESOP)**

The Company provides share-based payment scheme to its employees. During the year ended 31 March 2018, an Employee Stock Option Plan was introduced. In the Board meeting held on 04 April 2018, the Board of Directors ("Board") has approved the BIBA Employees Stock Option Plan 2018 ("ESOP 2018") and grant of options to the eligible employees of the company under the Scheme are made in the current year. The Details of the scheme are explained in the table below:

During the year ended 31 March 2021, the Company has granted 1,65,000 (31 March 2020: nil) employee stock options ("ESOP") as per scheme approved by Board of Directors, at an exercise price of ₹ 167.64 per option. Further, no options has been forfeited or exercised in the current year. Total ESOP outstanding as at 31 March 2021 are 1,65,000 (previous year: nil). The vesting period of the ESOP is ranging from 1.37 years to 5 years. The granted options can be exercised after vesting at any time before the expiry of 5 years from vesting date. An amount of ₹ 7.88 lakhs (31 March 2020: nil) has been recorded for the year ended 31 March 2021 as employee benefits expense, as the proportionate cost of ESOP granted.

**a) Employee stock option scheme**

As at 31 March 2021 the Company had the following outstanding share based payment arrangements:

Particulars	Category-1	Category-2	Category-3	Category-4
No. of Options	85,000	30,000	25,000	25,000
Method of Accounting	Fair Value	Fair Value	Fair Value	Fair Value
Vesting Date	2022-23 to 2024-25	2023-24 to 2025-26	2022-23 to 2024-25	2023-24 to 2025-26
Exercise Period On initiation of exercise period	2027-28 to 2029-30	2028-29 to 2030-31	2027-28 to 2029-30	2028-29 to 2030-31
Grant Date	18 November 2020	04 January 2021	04 January 2021	04 January 2021
Exercise price per share (₹)	167.64	167.64	167.64	167.64
Market price on the date of granting of option (₹)	39.57	39.57	39.57	39.57
Method of settlement	Equity shares	Equity shares	Equity shares	Equity shares

**b) Movement of option granted**

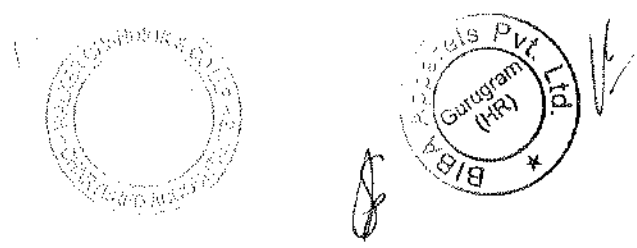
Particulars	31 March 2021		31 March 2020	
	Number of options	Weighted average price	Number of options	Weighted average price
Options Outstanding at the beginning of the year	-	-	-	-
Granted during the year (net of lapsed)	1,65,000	39.57	-	-
Exercised during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Options outstanding during the year	1,65,000	39.57	-	-
Options unvested at the end of the year	1,65,000	39.57	-	-
Option exercisable at the end of the year	-	-	-	-

**c) Fair Valuation:**

The fair valuation of the options used to compute proforma net profit and earnings per share have been done by an independent valuer on the date of grant using Black-Scholes Merton Formula. The key assumption and fair value are as under:

Particulars	Category-1	Category-2	Category-3	Category-4
Risk free Interest Rate (%)	8.00%	8.00%	8.00%	8.00%
Life (Years)	9 years	9 years	9 years	9 years
Expected Volatility (%)	50.00%	50.00%	50.00%	50.00%
Expected Dividend Yield (%)	0.00%	0.00%	0.00%	0.00%
Weighted average Fair Value Per Option (₹)	39.57	39.57	39.57	39.57

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## 49 Contingent liabilities

Particulars	31 March 2021	31 March 2020
Claims against the Company not acknowledged debts in respect of:		
Pending before Commissioner of Income tax Act, 1961 (amount paid under protest ₹ 3.58 lakhs (previous year: ₹ 3.58 lakhs))	98.99	26.06
Pending before assessing officer of Income tax Act, 1961	238.05	-
Pending before Commissioner of West Bengal Value added Tax Act, 2003	-	109.67
Pending before Commissioner of Bihar Value added Tax Act, 2005 (amount paid under protest ₹ 6.47 lakhs (previous year: ₹ 6.47 lakhs))	12.46	12.46
Pending before Commissioner of Odisha Value added Tax Act, 2004	44.46	8.20
Pending before Commissioner of Uttar Pradesh Value added Tax Act, 2008 (amount paid under protest ₹ 17.05 lakhs (previous year: ₹ 17.05 lakhs))	17.05	17.05

Interest and claims by customers may be payable as and when the outcome of the related matters are finally determined. Management based on the legal advice and historic trends, believes that no material liability will develop on the Company in respect of these matters.

## 50 Capital and other commitments

Particulars	31 March 2021	31 March 2020
Estimated amount of contracts remaining to be executed on capital account (net of capital advances)	31.06	356.99
Estimated amount of contracts remaining to be executed on account of other purchase commitments	2,174.27	1,300.63

## 51 Information in terms of section 22 of The Micro, Small And Medium Enterprises Development Act, 2006\*

Particulars	31 March 2021	31 March 2020
(a) The principal amount remaining unpaid to any supplier at the end of the year	1,339.13	859.60
(b) Interest due remaining unpaid to any supplier at the end of the year	27.81	7.44
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year;	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	27.81	7.44
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	27.81	7.44

\*The Company is in discussion with certain MSME vendors owing to some reconciliation issues. Based on the management assessment, the interest payable to MSME parties as provided in books is adequate and no further provision is required to be made in financial statements for such vendors.

## 52 Corporate social responsibility (CSR)

- (i) Gross amount required to be spent by the Company during the year in compliance with section 135 of the Companies Act 2013 is ₹ 80.35 lakhs (previous year: ₹ 96.50 lakhs). Management has spent ₹ 155.41 lakhs including unspent amount of ₹ 70.62 lakhs related to previous year.

Particulars	31 March 2021	31 March 2020
(ii) Contribution for CSR		
In cash	155.41	25.88
Yet to be paid	-	70.62
Total	155.41	96.50

## (iii) Details of CSR expenses incurred towards:

Particulars	31 March 2021	31 March 2020
Education expense	126.37	25.88
Healthcare and Hygiene	26.04	-
Sports Promotion	3.00	-
Total	155.41	25.88

- (iv) The Company has not contributed in nature of CSR expenditure to related party covered under Ind AS 24, Related party disclosures.

- (v) The Company does not have any ongoing projects as at 31 March 2021.

- (vi) As per general circular no. 14/2021 of Ministry Corporate Affairs, company has carried forward the excess amount spent i.e. ₹ 4.44 lakhs which will be available for set off in the succeeding three financial years.

## 53 Segment reporting

In accordance with Ind AS 108, the Board of Directors being the Chief operating decision maker of the Company has determined its only business segment as manufacturing and retail of ethnic wear.

Since the Company's business is from manufacturing and retail of ethnic wear and there are no other identifiable reportable segments, the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge for depreciation during the year is as reflected in the financial statement.

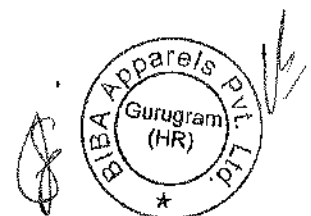
The Company's operations are such that all majority activities are confined only to India. There are no customers accounting for more than 10% of its revenue.

- 54 During the current year, the management noticed that one of the ex-employees in the finance team of the Company had embezzled funds amounting to ₹ 302.11 lakhs over a period of four years from FY 2017-18 to FY 2020-21. The suspected employee was primarily responsible for verifying and processing the payments relating to store expenses, which includes store lease, electricity, common area maintenance and other miscellaneous expenses.

The Company has completed the reconciliations with 97% store lease vendors and as part of internal investigation involved an independent forensic expert. The Company has recorded the adjustments for the amount identified based on the reconciliation and preliminary report of forensic expert in the financial statements for the year ended 31 March 2021. The Company has filed a first information report (FIR) against the employee and taking necessary steps to ensure recovery of such amounts.

Based on the independent forensic expert's preliminary report, vendor reconciliations and related procedures performed by the management, the Company does not expect any further material adjustments on account of this embezzlement in the books.

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**BIBA Apparels Private Limited**

**Summary of significant accounting policies and other explanatory information to the standalone financial statements for the year ended 31 March 2021**

*(All amounts in ₹ lakhs unless otherwise stated)*

- 55 The outbreak of Coronavirus Disease 2019 (COVID-19), declared as a pandemic by the World Health Organization, severely impacted the businesses and economic activities around the world including India. During the year ended 31 March 2021, both Central and State Governments of India had imposed lockdown and other emergency restrictions which had led to the disruption of all regular business operations. Eruption of second wave of COVID-19 cases subsequent to the year end again resulted in partial lockdown/ restrictions in various states. Since then, the operations of the Company have seen gradual recovery. The Company continues to closely monitor the impact of the aforementioned pandemic and has made a detailed assessment and considered possible effects, if any, on its liquidity position, including recoverability of its assets as at the balance sheet date and currently believes that there will not be any adverse impact on the long term operations, financial position and performance of the Company.
- 56 The Indian Parliament has approved the Code on Social Security 2020, which would impact Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972, etc. The effective date from which the changes are applicable is yet to be notified and the final rules are yet to be framed. The impact of the changes, will be assessed and recognised post notification of the relevant provision and related rules are published.

For Walker Chandok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

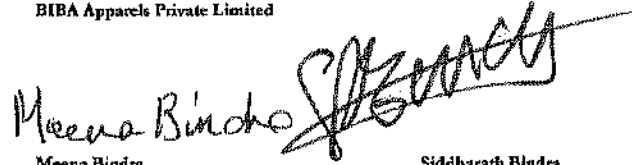


Neeraj Goel  
Partner  
Membership No: 099514


Place: Gurugram  
Date: 29 November 2021



For and on behalf of the Board of director of  
BIBA Apparels Private Limited



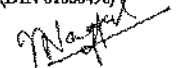
Meena Bindra  
Director  
(DIN 01627149)



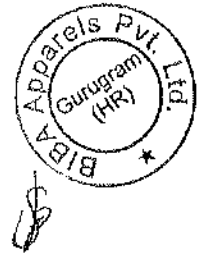
Sachin Agarwal  
Company Secretary  
(Membership No. - A-17348)

Place: Gurugram  
Date: 29 November 2021

Siddharath Bindra  
Managing Director  
(DIN 01680498)



Vikram Nagpal  
Chief Financial Officer





**BIBA**

**BIBA APPARELS PRIVATE  
LIMITED**

**CONSOLIDATED FINANCIAL  
STATEMENTS**

**FINANCIAL YEAR 2020-21**

# Walker Chandiook & Co LLP

Walker Chandiook & Co LLP  
21<sup>st</sup> Floor, DLF Square  
Jacaranda Marg, DLF Phase II  
Gurgaon - 122 002  
India  
T +91 124 4628099  
F +91 124 4628001

## Independent Auditor's Report

To the Members of BIBA Apparels Private Limited

Report on the Audit of the Consolidated Financial Statements

### Opinion

1. We have audited the accompanying consolidated financial statements of BIBA Apparels Private Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its associates, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiary and associate, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group and its associate as at 31 March 2021, and their consolidated loss (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associate in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the relevant 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 12 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

### Emphasis of Matter – Uncertainties and the impact of COVID 19 on financial statements

4. We draw attention to note 59 of the accompanying consolidated financial statement, which describes the effects of uncertainties relating to COVID-19 pandemic outbreak on the Group's operations and management's evaluation of its impact on the accompanying consolidated financial statements of the

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurgaon, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered  
with limited liability with identification  
number AAC-2085 and its registered office  
at L-41 Connaught Circus, New Delhi  
110001, India





**Independent Auditor's Report to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (contd.)**

Group as at the balance sheet date, the extent of which is significantly dependent on future developments. Our opinion is not modified in respect of this matter.

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

5. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

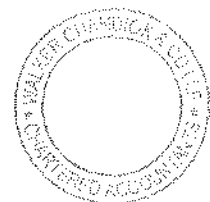
The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

6. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.
7. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and of its associate 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 intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associate.

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

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



**Independent Auditor's Report to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (contd.)**

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- 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 Holding 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;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate 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 Group and its associate to cease to continue as a going concern; and
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, and its associate to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

11. 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.

**Other Matter**

12. We did not audit the financial statements of one subsidiary, whose financial statements reflects total assets of ₹ 2.26 lakhs and net liabilities of ₹ 579.43 lakhs as at 31 March 2021, total revenues of ₹ nil and net cash outflows amounting to ₹ 0.23 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 19.28 lakhs for the year ended 31 March 2021, as considered in the consolidated financial statements, in respect of one associate and whose financial statements has not been audited by us. These financial statements have been audited by other auditors whose reports has been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and associate, and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the aforesaid subsidiary and associate, are based solely on the reports of the other auditors.



**Independent Auditor's Report to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (contd.)**

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

**Report on Other Legal and Regulatory Requirements**

13. Based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 12, on separate financial statements of the subsidiary and associate, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Holding Company, its subsidiary company and associate company covered under the Act, since none of such companies is a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.
14. As required by section 143 (3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiary and associate, we report, to the extent applicable, that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
  - b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
  - c) the consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - d) in our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;
  - e) on the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company and associate company covered under the Act, none of the directors of the Group companies and its associate company covered under the Act, are disqualified as on 31 March 2021 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 Holding Company, its subsidiary company and its associate company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure 2'; and
  - g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary and associate:
    - i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associate as detailed in Note 51 to the consolidated financial statements;
    - ii. the Holding Company, its subsidiary and its associate did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;



**Independent Auditor's Report to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (contd.)**

- iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary company and associate company covered under the Act, during the year ended 31 March 2021; and
- iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

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

*Neeraj Goel*

**Neeraj Goel**  
Partner  
Membership No.: 099514  
UDIN: 21099514AAAAHE5461



**Place:** Gurugram  
**Date:** 29 November 2021

**Independent Auditor's Report to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (contd.)**

**Annexure 1:**

**List of entities included in the financial statements**

**Subsidiary Company:**

IMA Clothing Private Limited

**Associate Company:**

Anjuman Brand Design Private Limited



# Walker Chandiook & Co LLP

Annexure 2 to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021

## Annexure 2

**Independent Auditor's report on the internal financial controls with reference to the consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the consolidated financial statements of BIBA Apparels Private Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') and its associate as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary company and its associate company, which are companies covered under the Act, as at that date.

### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

2. The respective Board of Directors of the Holding Company, its subsidiary company and its associate company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to 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 ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

3. The audit of internal financial controls with reference to financial statements of one subsidiary and one associate, which are companies covered under the Act, and reporting under Section 143(3)(i) is exempted vide MCA notification no. G.S.R. 583(E) dated 13 June 2017 read with corrigendum dated 14 July 2017. Consequently, our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI and prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes 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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the internal financial controls with reference to financial statements of the Holding Company, as aforesaid.

Chartered Accountants



# Walker Chandniok & Co LLP

Annexure 2 to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (cont'd)

## Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to 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 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

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

## Qualified Opinion

8. According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at 31 March 2021:

The Holding Company did not have an appropriate internal control system over processing of payments towards rental and other expenses pertaining to leased premises, which has resulted in misappropriation of funds through fraudulent payments, and could lead to potential material misstatements in the value of trade and other payables, and its consequential impact on the Statement of Profit and Loss, as explained in Note 57 to the accompanying consolidated financial statements.

9. A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial controls over financial reporting, such that there is a reasonable possibility that a material misstatement of the Company's annual financial statements will not be prevented or detected on a timely basis.
10. In our opinion, the Holding Company, which is a company covered under the Act, has, in all material aspects, adequate internal financial controls with reference to financial statements as at 31 March 2021 based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by ICAI, and except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Holding Company's internal financial controls with reference to financial statements were operating effectively as at 31 March 2021.

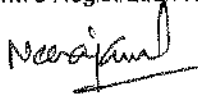


# Walker Chandiook & Co LLP

Annexure 2 to the Independent Auditor's Report of even date to the members of BIBA Apparels Private Limited on the consolidated financial statements for the year ended 31 March 2021 (cont'd)

11. We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Holding Company and the material weakness reported above does not affect our opinion on the financial statements of the Holding Company, its subsidiary company and its associate company.

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



Neeraj Goel  
Partner  
Membership No.: 099514  
UDIN: 21099514AAAAHE5461



Place: Gurugram  
Date: 29 November 2021



**BIBA Apparels Private Limited**  
**Consolidated balance sheet as at 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Note	As at 31 March 2021	As at 31 March 2020
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	4,962.98	6,057.12
Right-of-use assets	49	27,269.85	33,544.96
Goodwill on consolidation		9.56	9.56
Other intangible assets	5	382.16	451.56
Investments accounted for using the equity method	6	574.13	593.41
<b>Financial assets</b>			
(i) Investments	7	158.67	153.70
(ii) Loans	8	227.00	644.07
(iii) Other financial assets	9	9.28	14.77
Non-current tax asset (net)	10	360.21	824.97
Deferred tax assets (net)	11	2,427.35	1,939.60
Other non-current assets	12	305.64	269.62
<b>Total non-current assets</b>		<b>36,686.83</b>	<b>44,500.34</b>
<b>Current assets</b>			
Inventories	13	32,012.89	37,804.38
<b>Financial assets</b>			
(i) Trade receivables	14	6,772.88	3,317.49
(ii) Cash and cash equivalents	15	396.84	224.02
(iii) Bank balances other than (ii) above	16	134.44	12.59
(iv) Loans	17	4,379.88	3,795.78
(v) Other financial assets	18	93.12	19.34
Other current assets	19	2,776.09	3,471.55
<b>Total current assets</b>		<b>46,566.14</b>	<b>48,645.15</b>
<b>Total assets</b>		<b>83,252.97</b>	<b>93,145.49</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	20	12,506.28	11,972.95
Other equity	21	19,107.70	16,821.25
Non-controlling interests		(388.14)	(386.68)
<b>Total equity</b>		<b>31,225.84</b>	<b>28,407.52</b>
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	22	2,335.71	-
(ii) Lease liabilities	49	28,274.60	33,880.17
Provisions	23	252.89	219.61
<b>Total non-current liabilities</b>		<b>30,863.20</b>	<b>34,099.78</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	24	8,189.51	14,390.89
(ii) Trade payables	25		
(a) Total outstanding dues of micro enterprises and small enterprises; and		1,366.94	867.04
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,055.67	6,248.82
(iii) Lease liabilities	49	5,807.36	5,303.80
(iv) Other financial liabilities	26	4,068.83	3,082.06
Other current liabilities	27	557.34	642.02
Provisions	28	118.28	103.56
<b>Total current liabilities</b>		<b>21,163.93</b>	<b>30,638.19</b>
<b>Total equity and liabilities</b>		<b>83,252.97</b>	<b>93,145.49</b>

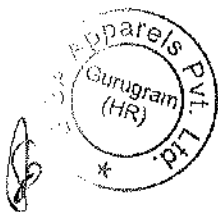
The accompanying notes form an integral part of these consolidated financial statements

This is the consolidated balance sheet referred to in our report of even date.

For Walker Chandok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

Neeraj Goel  
Partner  
Membership No. 099514

Place: Gurugram  
Date: 29 November 2021



For and on behalf of the Board of directors of  
BIBA Apparels Private Limited

Meena Bindra  
Director  
(DIN : 01627149)

Sachin Agrawal  
Company Secretary  
(Membership No. - A-17348)

Place: Gurugram  
Date: 29 November 2021

Siddharath Bindra  
Managing Director  
(DIN : 01680498)

Vikram Nagpal  
Chief Financial Officer

**BIBA Apparels Private Limited**  
**Consolidated statement of profit and loss for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Note	Year ended 31 March 2021	Year ended 31 March 2020
<b>Income</b>			
Revenue from operations	29	52,582.01	75,720.92
Other income	30	4,335.90	893.95
<b>Total income</b>		<b>56,917.91</b>	<b>76,614.87</b>
<b>Expenses</b>			
Cost of materials consumed	31	9,657.34	22,220.60
Purchase of stock-in-trade		98.02	203.38
Job work charges	32	6,655.14	12,139.05
Changes in inventories of finished goods, stock-in-trade and work-in-progress	33	5,754.02	(9,629.90)
Employee benefits expense	34	7,134.27	11,143.33
Finance costs	35	4,304.84	4,498.53
Depreciation and amortisation expenses	36	8,339.55	8,092.74
Other expenses	37	17,030.43	26,045.85
<b>Total expenses</b>		<b>58,973.61</b>	<b>74,713.58</b>
<b>Profit before share of net profits of investments accounted for using equity method and tax</b>		<b>(2,055.70)</b>	<b>1,901.29</b>
Share of loss of associate accounted for using the equity method		(21.63)	(71.03)
<b>Profit before tax and exceptional items</b>		<b>(2,077.33)</b>	<b>1,830.26</b>
Exceptional items	38	0.77	427.31
<b>Profit before tax</b>		<b>(2,078.10)</b>	<b>1,402.95</b>
<b>Tax expense</b>			
Current tax	39	(408.31)	575.28
Deferred tax		(485.86)	(63.34)
<b>Profit for the year</b>		<b>(1,183.93)</b>	<b>891.01</b>
<b>Other comprehensive income :</b>			
<i>Items that will not be reclassified to profit and loss</i>			
Re-measurement losses on defined benefit obligations		(9.87)	(41.77)
Share of other comprehensive income of associate accounted for using the equity method		2.35	0.25
Income tax effect		1.89	10.45
<b>Total comprehensive income for the year, net of tax</b>		<b>(5.63)</b>	<b>(31.07)</b>
<b>Total comprehensive income for the year</b>		<b>(1,189.56)</b>	<b>859.94</b>
<b>Profit attributable to:</b>			
Owners of Biba Apparels Private Limited		(1,182.47)	884.54
Non-controlling interest		(1.46)	6.47
		<b>(1,183.93)</b>	<b>891.01</b>
<b>Total comprehensive income for the year attributable to:</b>			
Owners of Biba Apparels Private Limited		(1,188.10)	853.47
Non-controlling interest		(1.46)	6.47
		<b>(1,189.56)</b>	<b>859.94</b>
<b>Earnings per equity share (face value of ₹ 10 per share)</b>			
Basic earnings per share (in ₹)	40	(0.96)	0.74
Diluted earnings per share (in ₹)		(0.96)	0.74

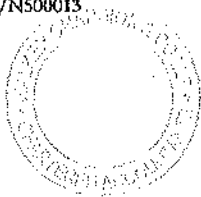
The accompanying notes form an integral part of these consolidated financial statements

This is the consolidated statement of profit and loss referred to in our report of even date.

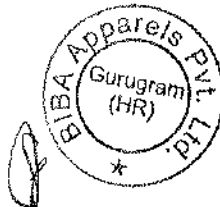
For Walker Chandok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

*Neeraj Goel*

Neeraj Goel  
Partner  
Membership No. 099514



Place: Gurugram  
Date: 29 November 2021



For and on behalf of the Board of directors of  
**BIBA Apparels Private Limited**

*Meena Bindra*

Meena Bindra  
Director  
(DIN : 01627149)

Siddharath Bindra  
Managing Director  
(DIN : 01680498)

*Sachin Agrawal*  
Sachin Agrawal  
Company Secretary  
(Membership No. - A-17348)

*Vikram Nagpal*  
Vikram Nagpal  
Chief Financial Officer

Place: Gurugram  
Date: 29 November 2021

**BIBA Apparels Private Limited**  
**Consolidated cash flow statement for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>A) Cash flow from operating activities :</b>		
Net (Loss)/profit before tax (after exceptional items)	(2,078.10)	1,402.95
<b>Adjustments for :</b>		
Share of loss of associate accounted for using the equity method	21.63	71.03
Depreciation and amortisation	8,339.55	8,092.74
Gain on disposal of fixed assets	(0.39)	(10.30)
Interest income	(15.04)	(20.64)
Employee stock option expense	7.88	-
Interest income on financial asset at amortised cost	(101.37)	(91.83)
Exceptional items	0.77	427.31
Rent concession on lease rentals	(3,505.81)	-
Excess liabilities and provisions written back	-	(148.54)
Unrealised foreign exchange loss/(gain)	2.49	(3.99)
Finance charges	4,304.83	4,490.14
Gain on termination of right-of-use assets	(562.94)	(251.64)
Miscellaneous balances written off	754.73	-
Provision for doubtful debts	141.69	46.95
<b>Operating profit before working capital changes</b>	<b>7,309.92</b>	<b>14,004.18</b>
<b>Adjustments for movement in:</b>		
Decrease/(increase) in inventory	5,791.49	(9,660.24)
(Increase) in trade receivables	(3,569.23)	(61.81)
(Increase)/decrease in loans, financial assets and other assets	(277.85)	164.67
(Decrease)/increase in trade payables	(4,693.26)	3,098.83
Increase in other liabilities and provisions	650.45	787.23
<b>Cash generated from operating activities</b>	<b>5,211.52</b>	<b>8,332.86</b>
Income taxes refund/(paid) (net)	873.08	(744.74)
<b>Net cash flow generated from operating activities</b>	<b>6,084.60</b>	<b>7,588.12</b>
<b>B) Cash flow from investing activities :</b>		
Purchase of property, plant and equipment (including intangible assets and capital advances)	(1,005.37)	(3,047.11)
Proceeds from sale of property, plant and equipment	7.73	42.12
Interest received	10.07	20.63
Investment in fixed deposits	(117.60)	(2.72)
<b>Net cash flow (used in) investing activities</b>	<b>(1,105.17)</b>	<b>(2,987.08)</b>
<b>C) Cash flow from financing activities :</b>		
Repayment of long term borrowings	(196.57)	(677.78)
Proceeds from long term borrowings	2,960.00	-
Repayment/proceeds of short term borrowings (net)	(6,201.38)	4,792.73
Finance charges paid	(994.59)	(1,190.42)
Payment of lease liabilities	(4,374.07)	(7,820.99)
Proceeds from shares issued during the year	4,000.00	-
Dividend paid (including dividend tax)	-	(158.77)
<b>Net cash flow (used in) financing activities</b>	<b>(4,806.61)</b>	<b>(5,055.23)</b>
<b>D) Net increase in cash and cash equivalents (A+B+C)</b>	<b>172.82</b>	<b>(454.19)</b>
<b>E) Cash and cash equivalents as at the beginning of the year</b>	<b>224.02</b>	<b>678.21</b>
<b>F) Cash and cash equivalents as at the end of the year</b>	<b>396.84</b>	<b>224.02</b>
<b>Balance with banks</b>		
- with scheduled banks in current accounts	87.65	171.57
- with scheduled banks in cash credit account	73.86	27.42
Cash on hand	235.33	25.03
<b>Total cash and cash equivalents (refer note 15)</b>	<b>396.84</b>	<b>224.02</b>



**BIBA Apparels Private Limited**

**Consolidated cash flow statement for the year ended 31 March 2021**

*(All amounts in ₹ lakhs unless otherwise stated)*

**Reconciliation of financial liabilities arising from financing activities:**

Particulars	Interest accrued	Non-current borrowings *	Current borrowings	Lease liabilities
Opening balance as at 01 April 2019	26.75	702.92	9,598.16	-
Add: lease liabilities created under Ind AS 116	-	-	-	36,027.24
Add: interest expense	1,163.67	-	-	3,326.47
<b>Cash inflows/outflows:</b>				
Add: loan disbursed	-	-	4,792.73	-
Add: lease liabilities created on new leases entered during the year	-	-	-	8,849.09
Less: payment of lease liabilities	-	-	-	(7,821.00)
Less: termination of leases	-	-	-	(1,197.83)
Less: loan repaid	-	(677.78)	-	-
Less: interest repaid	(1,190.42)	-	-	-
<b>Closing balance as at 31 March 2020</b>	-	<b>25.14</b>	<b>14,390.89</b>	<b>39,183.97</b>
Add: interest expense	1,044.24	-	-	3,260.60
Less: rent concession on lease rentals	-	-	-	(3,505.81)
<b>Cash inflows/outflows:</b>				
Add: lease liabilities created on new leases entered during the year	-	-	-	2,407.76
Add: loan disbursed	-	2,960.00	-	-
Less: loan repaid	-	(196.57)	(6,201.38)	-
Less: payment of lease liabilities	-	-	-	(4,374.07)
Less: termination of leases	-	-	-	(2,890.49)
Less: interest paid	(994.59)	-	-	-
<b>Closing balance as at 31 March 2021</b>	<b>49.65</b>	<b>2,788.57</b>	<b>8,189.51</b>	<b>34,081.96</b>

\* Includes current maturity of long term debt.

The accompanying notes form an integral part of these consolidated financial statements

This is the consolidated cash flow statement referred to in our report of even date.

For Walker Chandniok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

*Neeraj Goel*

Neeraj Goel  
Partner  
Membership No. 099514



Place: Gurugram  
Date: 29 November 2021

For and on behalf of the Board of directors of  
**BIBA Apparels Private Limited**

*Meena Bindra*

Meena Bindra  
Director  
(DIN : 01627149)

*Sachin Agrawal*  
Sachin Agrawal  
Company Secretary  
(Membership No. - A-17348)

Place: Gurugram  
Date: 29 November 2021

*Siddharath Bindra*

Siddharath Bindra  
Managing Director  
(DIN : 01680498)

*Vikram Nagpal*  
Vikram Nagpal  
Chief Financial Officer



BIBA Apparels Private Limited  
 Consolidated statement of changes in equity for the year ended 31 March 2021  
 (All amounts in ₹ lakhs unless otherwise stated)

**A Equity share capital**

Particulars	Balance as at 01 April 2019	Change in equity share capital during the year	Balance as at 31 March 2020	Change in equity share capital during the year	Balance as at 31 March 2021
Equity share capital	11,972.95	-	11,972.95	533.33	12,506.28

**B Other equity**


Particulars	Securities premium	Employee Stock option reserve	Reserve and surplus	Total	Non-controlling interest
			Retained earnings		
Balance as at 01 April 2019	92.75	-	19,497.69	19,590.44	(393.15)
IND-AS 116 transition adjustment (net of adjustment of deferred tax)	-	-	(3,463.89)	(3,463.89)	-
Profit for the year	-	-	884.54	884.54	6.47
Other comprehensive income for the year (net of tax)	-	-	(31.07)	(31.07)	-
<b>Total comprehensive income for the year</b>	92.75	-	16,887.27	16,980.02	(386.68)
Transactions with owners in their capacity as owners:					
Dividend (including dividend distribution tax)	-	-	(158.77)	(158.77)	-
<b>Balance as at 31 March 2020</b>	92.75	-	16,728.50	16,821.25	(386.68)
Loss for the year	-	-	(1,182.47)	(1,182.47)	(1.46)
Other comprehensive income for the year (net of tax)	-	-	(5.63)	(5.63)	-
Share option expense for the year	-	7.88	-	7.88	-
<b>Total comprehensive income for the year</b>	92.75	7.88	15,540.40	15,641.03	(388.14)
Premium on shares issued during the year	3,466.67	-	-	3,466.67	-
<b>Balance as at 31 March 2021</b>	3,559.42	7.88	15,540.40	19,107.70	(388.14)

The accompanying notes form an integral part of these consolidated financial statements

This is the consolidated statement of changes in equity referred to in our report of even date.


For Walker Chandok & Co LLP  
 Chartered Accountants  
 Firm Registration Number: 001076N/N500013

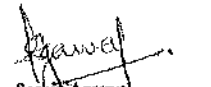
For and on behalf of the Board of directors of  
 BIBA Apparels Private Limited

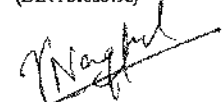
  
 Neeraj Goel  
 Partner  
 Membership No. 099514



  
 Meena Bindra  
 Director  
 (DIN : 01627149)

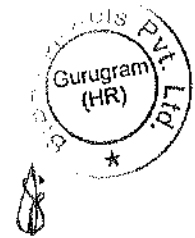
  
 Siddharath Bindra  
 Managing Director  
 (DIN : 01680498)

  
 Sachin Agrawal  
 Company Secretary  
 (Membership No. - A-17348)

  
 Vikram Nagpal  
 Chief Financial Officer

Place: Gurugram  
 Date: 29 November 2021

Place: Gurugram  
 Date: 29 November 2021



## **BIBA Apparels Private Limited**

### **Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**

#### **1. Corporate Information**

##### **Nature of operations**

BIBA Apparels Private Limited was incorporated in India on 10 July 2002 and is primarily engaged in business of manufacturing and retail of ethnic wear. The Registered office of the Holding Company is located in Gurugram.

IMA Clothing Private Limited was incorporated in India on 3 September 2012 and is primarily engaged in business of manufacturing and retail of ethnic wear. The Registered office of the Subsidiary Company is located in New Delhi.

Anjuman Brand Designs Private Limited was incorporated in India on 20 August 2014 and is primarily engaged in business of manufacturing and retail of ethnic wear. The Registered office of the Associate Company is located in New Delhi.

The consolidated financial statements include the financial statements of the Parent Company and its subsidiaries (hereinafter referred as 'the Group').

##### **General information and statement of compliance with Ind AS**

The financial statements of the Group have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015 (by Ministry of Corporate Affairs ("MCA")). The Group has uniformly applied the accounting policies during the periods presented.

#### **2. Standards issued but not yet effective**

##### **Amendment to Ind AS 103, Business Combinations**

On 24 July 2020, Ministry of Corporate Affairs ("MCA") has issued an amendment to Ind AS 103 whereby definition of the business has been amended. Additionally, new amendments also provide new aspects to evaluate a set of activities as business. The effective date of these amendments is 01 April 2020. The Group is evaluating the requirements of the amendments and their impact on the financial statements.

##### **Amendment to Ind AS 116, Leases**

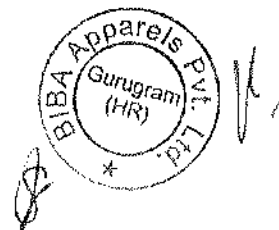
On 24 July 2020, Ministry of Corporate Affairs ("MCA") has issued an amendment to Ind AS 116 in respect of rent concessions occurring as a direct consequence of the Covid-19 pandemic. The effective date of these amendments is 01 April 2020. However, in case an entity (lessee) has not yet approved the financial statements before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after 01 April 2019 as well. The Group is evaluating the requirements of the amendments and their impact on the financial statements.

##### **Amendment to Ind AS 1, Presentation of Financial Statements**

On 24 July 2020, Ministry of Corporate Affairs ("MCA") has issued an amendment to Ind AS 1 whereby definition of the word 'material' has been enhanced to make it more explanatory and it now covers more scenarios. The effective date of these amendments is 01 April 2020. The Group is evaluating the requirements of the amendments and their impact on the financial statements.

##### **Amendment to Ind AS 10, Events After the Reporting Period**

On 24 July 2020, Ministry of Corporate Affairs ("MCA") has issued an amendment to Ind AS 10 in respect of disclosure requirement related to non-adjusting event. This amendment requires additional information to be disclosed for material non-adjusting events. The effective date of these amendments is 01 April 2020. The Group is evaluating the requirements of the amendments and their impact on the financial statements.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

#### 3. Summary of significant accounting policies

##### a) Overall consideration

The consolidated financial statements have been prepared using the significant accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements, except where the Group has applied certain accounting policies and exemptions upon transition to Ind AS.

##### Basis of preparation

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the consolidated financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities which are measured at fair values as explained in relevant accounting policies.

##### Basis of consolidation

##### *Subsidiary*

Subsidiary is an entity (including structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. The Group can have power over the investee even if it owns less than majority voting rights i.e. rights arising from other contractual arrangements. Subsidiary is fully consolidated from the date on which control is transferred to the Group.

The Group combines the financial statements of the Holding Company and its subsidiary line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's statement of profit and loss and net assets that is not held by the Group. Statement of profit and loss balance (including other comprehensive income ('OCI')) is attributed to the equity holders of the Holding Company and to the non-controlling interests basis the respective ownership interests and such balance is attributed even if this results in controlling interests having a deficit balance.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. Such a change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

##### *Associate*

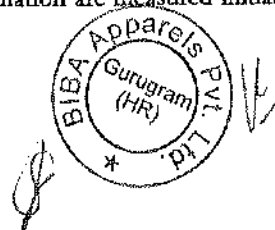
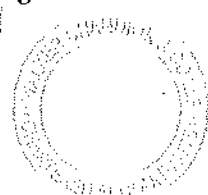
##### *Associate*

Investment in entities in which there exists significant influence but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost, identifying any goodwill/capital reserve arising at the time of acquisition, as the case may be, which will be inherent in investment. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the share of net assets of the investee, adjusted where necessary to ensure consistency with the accounting policies of the Group. The consolidated statement of profit and loss (including the other comprehensive income) includes the Group's share of the results of the operations of the investee.

##### b) Business combinations

The Group applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred by the former owners of the acquired entity. Acquisition costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their acquisition-date fair values.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

Goodwill is measured as excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the resulting gain on bargain purchase is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through other comprehensive income.

Business combinations involving entities or businesses under common control have been accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments have been made to reflect fair values, or to recognise any new assets or liabilities.

#### Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Companies Act 2013. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

#### c) Property, plant and equipment

##### *Recognition and initial measurement*

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, and any cost attributable to bringing the assets to its working condition and intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. Capital expenditure incurred on rented properties is classified as 'Leasehold improvements' under property, plant and equipment.

##### *Subsequent measurement (depreciation and useful lives)*

Depreciation on property, plant and equipment is provided on the Written down value method except Leasehold improvement on which depreciation is provided on straight line method computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Estimated useful life (in years)
Computers	3 Years
Furniture and fixtures	10 Years
Leasehold improvement	5 Years
Vehicles	8 Years
Plant and machinery	15 Years
Office equipment	5 Years

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

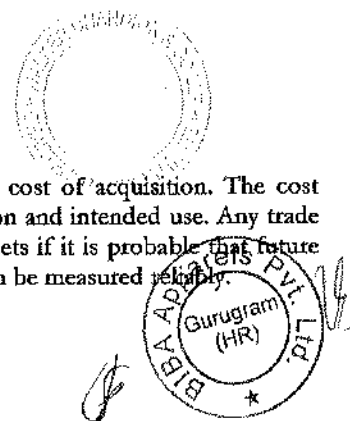
##### *De-recognition*

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

#### d) Other Intangible assets

##### *Recognition and initial measurement*

Intangible assets comprise brand, software's and non-compete fees which are stated at their cost of acquisition. The cost comprises purchase price, and any cost attributable to bringing the assets to its working condition and intended use. Any trade discount and rebates are deducted in arriving at the purchase price. These are recognised as assets if it is probable that future economic benefits attributable to such assets will flow to the Group and the cost of the assets can be measured reliably.





## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

#### *Subsequent measurement (amortisation)*

All intangible assets are amortised on straight line basis at the rate set out below except software which is amortised on Written down value basis.

Asset category	Depreciation rate
Brand	10 years
Software	2.5 years
Non-compete fee	3 years

#### e) Revenue recognition

Revenue of the Group arises mainly from the sale of Apparels & accessories.

To determine whether to recognise revenue, the Group follows a 5-step process:

- Identifying the contract with a customer
- Identifying the performance obligations
- Determining the transaction price
- Allocating the transaction price to the performance obligations
- Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is measured at fair value of consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax (GST).

Revenue from sale of goods is recognised when the control of goods is transferred to the buyer as per the terms of the contract, in an amount that reflects the consideration the Group expects to be entitled to in exchange for those goods. Control of goods refers to the ability to direct the use of and obtain substantially all of the remaining benefits from goods.

The Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position (see note 27). Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises a receivable in its statement of financial position.

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

#### f) Inventories

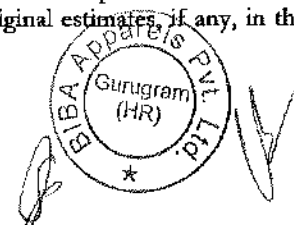
Inventories are valued as follows:

Raw materials are valued at lower of cost and net realisable value. However, raw materials and other items held for use in the production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. Cost is determined based on First in First out method.

Work-in-progress and finished goods (including consignment stock) are valued at lower of cost and net realisable value. Cost includes direct materials, labour, and all other costs of purchase incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

#### g) Share based payments

The fair value of options granted under Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the Group revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in the statement of profit and loss, with a corresponding adjustment to equity.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

#### h) Leases

##### The Group as a lessee

The Group's lease asset classes primarily consist of property leases. The Group assesses whether a contract 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 Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes 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 low value leases. For these short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

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. 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 amortized cost 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 in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right-of-use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

#### i) Foreign currency translation

##### *Functional and presentation currency*

The financial statements are presented in Indian Rupee ('INR') which is also the functional and presentation currency of the Group.

##### *Transactions and balances*

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognised in the statement of profit and loss in the year in which they arise.

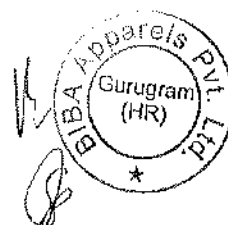
#### j) Fair value measurement of financial instruments

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Group.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

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

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

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes:

- Disclosure regarding significant estimates and assumptions- Note 3, paragraph u.
- Quantitative disclosures of fair value measurement hierarchy- Note 3, paragraph j.
- Financial instruments (including those carried at amortised cost)- Note 3, paragraph m.

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

At each reporting date, the Group assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

#### l) Cash and cash equivalents

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

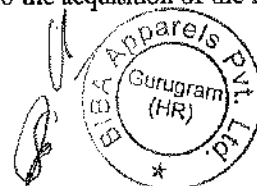
For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown in borrowings under financial liabilities in the balance sheet.

#### m) Financial instruments

##### Financial assets

##### *Initial recognition and measurement*

All financial assets are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

#### *Subsequent measurement*

**Financial instruments at amortised cost** – the financial instrument is measured at the amortised 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 amortised cost using the effective interest rate (EIR) method.

#### *De-recognition of financial assets*

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

### Financial liabilities

#### *Initial recognition and measurement*

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

#### *Subsequent measurement*

These liabilities include are borrowings. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method.

#### *De-recognition of financial liabilities*

A financial liability is de-recognised 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 de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

#### *Swap contracts*

A forward contract is recognised as an asset or a liability on the commitment date. Outstanding forward contracts as at reporting date are restated using the mark to market information and resultant gain/(loss) is accounted in statement of profit and 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 recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### n) Impairment of financial assets

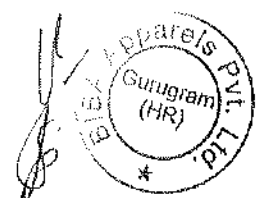
In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. When estimating the cash flows, the Group is required to consider –

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

#### *Trade receivables*

The Group applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

#### *Other financial assets*

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided

#### **o) Income taxes**

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act. Current income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.

Deferred income taxes are calculated using the liability method. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised either in other comprehensive income or in equity.

#### **p) Employee benefits:**

##### **(i) Defined contribution plans:**

The Group contributes on a defined contribution basis to Employee's Provident Fund and Employee's State Insurance Fund towards post-employment benefits, all of which are administered by the respective Government authorities. The Group has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognised in respect of defined contribution plans are expensed as they accrue.

##### **(ii) Defined benefit plans:**

The Group has a defined benefit plan namely gratuity for all its employees. The liability for the defined benefit plan of Gratuity is determined on the basis of an actuarial valuation by an independent actuary at the year end, which is calculated using projected unit credit method.

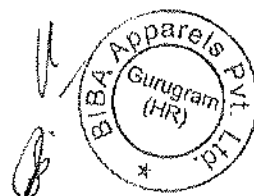
Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined

##### **(iii) Other short term benefits:**

Expense in respect of other short term benefits including performance bonus is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

#### **q) Contingent liabilities, provisions and contingent assets**

The Group makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made.



## BIBA Apparels Private Limited

### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

A disclosure is made for a contingent liability when there is a:

- possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Group; or
- present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- present obligation, where a reliable estimate cannot be made.

Contingent assets are not recognized. However, when inflow of economic benefits is probable, related asset is disclosed.

#### r) Earnings per share

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of dilutive potential equity shares.

#### s) Investment

Investments are classified into long-term investments and current investments based on intent of the management at the time of making the investment. Investments intended to be held for more than one year are classified as long term investments.

Current investments are valued at lower of cost and fair value. The diminution in current investments is charged to the statement of profit and loss and appreciation, if any, is recognized at the time of sale. Long term investments are stated at cost of acquisition unless there is diminution, other than temporary, in their value. Diminution is considered other than temporary based on criteria that include the extent to which cost exceeds the market value, the duration of the market value decline and the financial health and specific prospects of the issuer.

#### t) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the Statement of Profit and Loss as incurred.

#### u) Significant management judgement in applying accounting policies and estimation uncertainty

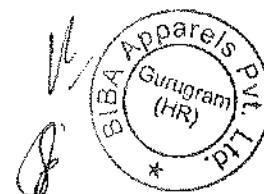
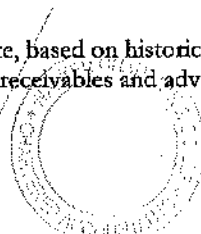
The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.

#### Significant management judgements

**Recognition of deferred tax assets** – The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Recoverability of advances/receivables** – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.



## BIBA Apparels Private Limited

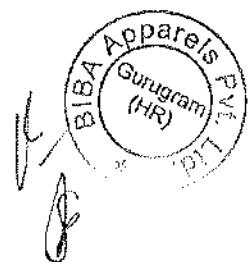
### Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021

**Defined benefit obligation (DBO)** – Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

**Fair value measurements** – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

**Provisions** – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding warranties and guarantees. However the actual future outcome may be different from this judgement.

**Useful lives of depreciable/amortisable assets** – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets.



**BIBA Apparels Private Limited**  
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

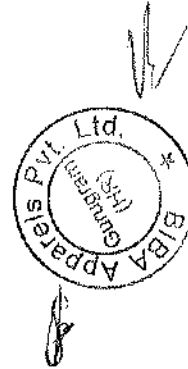
**4 Property, plant and equipment**

Particulars	Office equipments	Computers	Furniture and fixtures	Leasehold improvements	Vehicles	Plant and machinery	Total
<b>Gross carrying amount</b>							
As at 01 April 2019	1,528.23	329.90	4,565.42	4,675.82	189.30	421.83	11,710.50
Additions	343.63	80.03	1,106.70	1,295.97	57.56	30.11	2,914.00
Disposals	45.26	9.46	102.54	59.89	-	3.83	220.98
<b>At 31 March 2020</b>	<b>1,826.60</b>	<b>400.47</b>	<b>5,569.58</b>	<b>5,911.90</b>	<b>246.86</b>	<b>448.11</b>	<b>14,403.52</b>
Additions	148.33	10.72	310.41	307.50	1.47	47.65	826.08
Disposals	-	0.48	5.73	461.73	-	11.57	479.51
<b>At 31 March 2021</b>	<b>1,974.93</b>	<b>410.71</b>	<b>5,874.26</b>	<b>5,757.67</b>	<b>248.33</b>	<b>484.19</b>	<b>14,750.09</b>
<b>Accumulated depreciation</b>							
As at 01 April 2019	881.55	197.14	2,149.56	2,991.33	111.22	156.19	6,486.99
Depreciation charge for the year	351.33	106.21	787.13	687.63	37.89	53.60	2,023.79
Disposals	41.49	7.97	76.28	37.06	-	1.58	164.38
<b>At 31 March 2020</b>	<b>1,491.39</b>	<b>295.38</b>	<b>2,860.41</b>	<b>3,641.90</b>	<b>149.11</b>	<b>208.21</b>	<b>8,346.40</b>
Depreciation charge for the year	324.68	56.32	747.19	713.29	30.08	41.30	1,912.86
Disposals	-	0.47	3.70	461.72	-	6.26	472.15
<b>At 31 March 2021</b>	<b>1,516.07</b>	<b>351.23</b>	<b>3,603.90</b>	<b>3,893.47</b>	<b>179.19</b>	<b>243.25</b>	<b>9,787.11</b>
<b>Net carrying amount</b>							
As at 31 March 2021	458.86	59.48	2,270.36	1,864.20	69.14	240.94	4,962.98
As at 31 March 2020	635.21	105.10	2,709.17	2,270.00	97.75	239.90	6,057.12

**(i) Contractual obligations**

Refer note 52 for disclosure of contractual commitments for the acquisition of property, plant and equipment

(ii) Property, plant and equipment have been pledged as security for liabilities, for details refer note 44.



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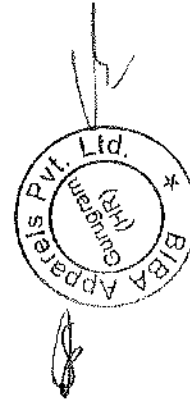




**BIBA Apparels Private Limited**  
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**  
*(All amounts in ₹ lakhs unless otherwise stated)*

**5 Other intangible assets**

Particulars	Biba brand	Software	Non compete fee	Total
<b>Gross carrying amount</b>				
As at 01 April 2019	367.90	446.78	11.11	825.79
Additions	93.44	13.56	-	107.00
Disposals	22.82	-	-	22.82
<b>At 31 March 2020</b>	<b>438.52</b>	<b>460.34</b>	<b>11.11</b>	<b>909.97</b>
Additions	-	4.97	-	4.97
<b>At 31 March 2021</b>	<b>438.52</b>	<b>465.31</b>	<b>11.11</b>	<b>914.94</b>
<b>Accumulated amortisation</b>				
As at 01 April 2019	52.20	306.73	11.11	370.04
Amortisation charge for the year	43.08	59.55	-	102.63
Disposals	14.26	-	-	14.26
<b>At 31 March 2020</b>	<b>81.02</b>	<b>366.28</b>	<b>11.11</b>	<b>458.41</b>
Amortisation charge for the year	36.38	37.99	-	74.37
<b>At 31 March 2021</b>	<b>117.40</b>	<b>404.27</b>	<b>11.11</b>	<b>532.78</b>
<b>Net carrying amount</b>				
At 31 March 2021	321.12	61.04	-	382.16
At 31 March 2020	357.50	94.06	-	451.56



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Particulars	As at 31 March 2021	As at 31 March 2020
<b>6 Investments accounted for using the equity method</b>		
In equity instruments (fully paid)		
In Associate (unquoted)		
- Anjuman Brand Design Private Limited (refer note below) 854,926 (previous year: 854,926) equity shares of ₹ 10 each	615.06	615.06
Add: loss from associate using equity method of accounting	(41.93)	(21.65)
	<u>574.13</u>	<u>593.41</u>
<b>Aggregate value of unquoted investments</b>	<b>574.13</b>	<b>593.41</b>
<b>Note:</b>		
Investment in Anjuman Brand Design Private Limited includes goodwill of ₹ 471.76 lakhs (previous year ₹ 471.76 lakhs).		
<b>7 Investments</b>		
Investments at amortised cost		
Tax free bonds (quoted)		
In Government entities		
Housing and Urban Development Corporation Limited	46.14	46.14
4,517 (previous year: 4,517) tax free bonds of ₹ 1,000 each		
National Bank for Agriculture and Rural Development		
10,020 (previous year: 10,020) tax free bonds of ₹ 1,000 each	112.53	107.56
	<u>158.67</u>	<u>153.70</u>
<b>Aggregate value of quoted investments</b>	<b>158.67</b>	<b>153.70</b>
Market value of quoted investments	176.58	167.25
<b>8 Loans- Non-current</b>		
(Considered good - mirrored)		
Security deposits	227.00	644.07
	<u>227.00</u>	<u>644.07</u>
<b>9 Other non-current financial assets</b>		
Fixed deposits with banks with maturity period of more than 12 months*	9.28	14.77
	<u>9.28</u>	<u>14.77</u>
*includes fixed deposits pledged with government authorities amounting to ₹ 7.70 lakhs (previous year: ₹ 7.50 lakhs)		
<b>10 Non-current tax asset (net)</b>		
Advance income tax (net of provision)	160.21	824.97
	<u>160.21</u>	<u>824.97</u>
<b>11 Deferred tax assets</b>		
Deferred tax assets on account of:		
Investments accounted for using the equity method	10.30	5.45
Property, plant and equipment	394.54	332.02
Provision for employee benefits	92.81	81.33
Financial assets at amortised cost	77.73	23.11
Right of use assets net of lease liabilities	1,572.09	1,472.09
Fair value of investment	-	1.24
Amount disallowed under section 40a(i)	35.01	12.54
Provision for doubtful debts	17.22	11.82
Provision for doubtful advance	7.63	-
Brought forward losses	220.02	-
	<u>2,427.35</u>	<u>1,939.60</u>

**Movement in deferred tax assets during year ended 31 March 2021**

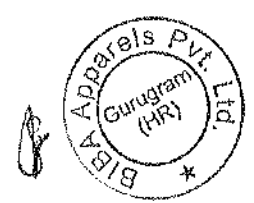
Particulars	As at 31 March 2020	Recognised in other comprehensive income	Recognised in profit and loss	As at 31 March 2021
<b>Deferred tax assets</b>				
Property, plant and equipment	332.02	-	62.52	394.54
Fair value of investment	1.24	-	(1.24)	-
Amount disallowed under section 40a(i)	12.54	-	22.47	35.01
Provision for doubtful debts	11.82	-	5.40	17.22
Provision for doubtful advance	-	-	7.63	7.63
Financial assets at amortised cost	23.11	-	54.62	77.73
Provision for employee benefits	81.33	1.89	9.59	92.81
Right of use assets net of lease liabilities	1,472.09	-	100.00	1,572.09
Brought forward losses	-	-	220.02	220.02
Investments accounted for using the equity method	5.45	-	4.85	10.30
<b>Total</b>	<b>1,939.60</b>	<b>1.89</b>	<b>485.86</b>	<b>2,427.35</b>

**Movement in deferred tax during year ended 31 March 2020**

Particulars	As at 31 March 2019	Recognised in other comprehensive income	Recognised in profit and loss	Recognised directly in equity	As at 31 March 2020
<b>Deferred tax assets</b>					
Property, plant and equipment	577.55	-	(195.53)	-	332.02
Fair value of investment	1.15	-	0.09	-	1.24
Amount disallowed under section 40a(i)	-	-	12.54	-	12.54
Provision for doubtful advance	-	-	11.82	-	11.82
Financial assets at amortised cost	3.52	-	19.59	-	23.11
Borrowing	(0.33)	-	0.33	-	-
Provision for employee benefits	79.11	10.45	(8.23)	-	81.33
Deferred lease rent	99.81	-	(99.81)	-	-
Right of use assets net of lease liabilities	-	-	307.09	1,165.00	1,472.09
Investments accounted for using the equity method	(10.00)	-	15.45	-	5.45
<b>Total</b>	<b>700.81</b>	<b>10.45</b>	<b>63.34</b>	<b>1,165.00</b>	<b>1,939.60</b>

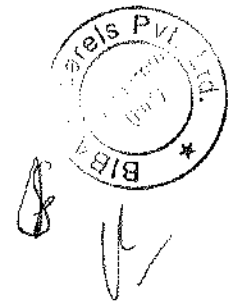
**12 Other non-current asset**  
 Capital advances  
 Balances with government authorities

239.62 252.42  
 66.02 17.20  
305.64 269.62



**BIDA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	As at	As at
	31 March 2021	31 March 2020
<b>13 Inventories**</b>		
Raw material	681.88	721.35
Work-in-progress <sup>1</sup>	721.14	5,260.64
Finished goods (including stock-in-trade of ₹ 134.05 lakhs (previous year: ₹ 108.96 lakhs))	29,552.93	30,970.46
Stock-in-transit	1,051.94	851.93
	<b>32,012.89</b>	<b>32,804.38</b>
<sup>1</sup> Inventories have been pledged as security for borrowings, for details refer note 44. <sup>**</sup> Represent inventories with the vendors sent for job work ₹ 724.14 lakhs (previous year: ₹ 5,260.64 lakhs) <sup>1</sup> The Holding company has recorded few class of finished goods at the net realisable value (NRV), as their realisable value is lower than the cost of production. The total NRV adjustments made in the value of such goods is ₹ 62.20 lakhs (previous year ₹ 93.71 lakhs). This was recognised as an expense during the year and included in 'changes in inventories of finished goods' in the statement of profit and loss.		
<b>14 Trade receivables</b>		
Considered good-considered good-unsecured	6,772.88	3,317.49
Trade receivables - credit impaired	68.43	55.02
	6,841.31	3,372.51
Less: loss allowance	68.43	55.02
	<b>6,772.88</b>	<b>3,317.49</b>
<sup>(i)</sup> Trade receivables have been pledged as security for borrowings, for details refer note 44. <sup>(ii)</sup> Refer note 42 - Financial risk management for assessment of expected credit loss. <sup>(iii)</sup> The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.		
<b>15 Cash and cash equivalents</b>		
Balance with banks		
- with scheduled banks in current accounts	87.65	171.57
- with scheduled banks in cash credit account	73.86	27.42
Cash on hand	235.33	25.03
	<b>396.84</b>	<b>224.02</b>
There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting year and prior year.		
<b>16 Bank balances other than cash and cash equivalents (unsecured, considered good)</b>		
Deposits with maturity of more than 3 months but less than 12 months <sup>1</sup>	134.44	11.35
Unpaid dividend account	-	1.24
	<b>134.44</b>	<b>12.59</b>
<sup>1</sup> includes fixed deposits pledged with government authorities amounting to ₹ 24.85 lakhs (previous year: ₹ 11.35 lakhs) The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.		
<b>17 Loans - Current</b>		
<i>(unsecured-considered good)</i>		
Security deposits	4,379.88	3,795.78
	<b>4,379.88</b>	<b>3,795.78</b>
<b>18 Other current financial assets</b>		
<i>(Considered good - unsecured)</i>		
Credit card receivable	74.23	-
Staff advances	18.89	19.34
	<b>93.12</b>	<b>19.34</b>
The carrying amounts of financial assets are considered to be a reasonable approximation of their fair values.		
<b>19 Other current assets</b>		
<i>(unsecured-considered good, unless otherwise stated)</i>		
Advances to suppliers - considered good	851.52	470.15
Advances to suppliers - considered doubtful	30.33	-
Less: provision for doubtful advances	(30.33)	-
Prepaid expenses	76.68	77.91
Balances with government authorities	619.87	1,386.11
Other advances	1,228.02	1,537.38
	<b>2,776.09</b>	<b>3,471.55</b>

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## 20 Equity share capital

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	Amount	Number of shares (in lakhs)	Amount
<b>Authorised share capital</b>				
Equity shares of ₹ 10 each (previous year: ₹ 10 each)	1,350.00	13,500.00	1,200.00	12,000.00
	<b>1,350.00</b>	<b>13,500.00</b>	<b>1,200.00</b>	<b>12,000.00</b>
<b>Issued, subscribed and paid up share capital</b>				
Equity shares of ₹ 10 each (previous year: ₹ 10 each)	1,250.63	12,506.28	1,197.30	11,972.95
	<b>1,250.63</b>	<b>12,506.28</b>	<b>1,197.30</b>	<b>11,972.95</b>

## a) Reconciliation of number of shares outstanding at the beginning and end of the year

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	Amount	Number of shares (in lakhs)	Amount
Balance at the beginning of the year	1,197.30	11,972.95	1,197.30	11,972.95
Add: shares issued during the year	53.33	533.33	-	-
Balance at the end of the year	<b>1,250.63</b>	<b>12,506.28</b>	<b>1,197.30</b>	<b>11,972.95</b>

## b) Details of shareholders holding more than 5% of the shares of the Company\*

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	Number of shares (in lakhs)	% of holding	Number of shares (in lakhs)	% of holding
Mrs. Meena Bindra	126.62	10.12%	117.29	9.80%
Mr. Siddharath Bindra	500.50	40.02%	496.50	41.47%
Dhanvan Impex Private Limited	100.00	8.00%	100.00	8.35%
Highdell Investment Limited	368.48	29.46%	328.48	27.43%

\*As per the records of the Company, including its register of shareholder/members and other declarations, if any, received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

## c) Terms and rights attached to equity shares

The Group has only one class of equity shares having a par value of ₹ 10 each (previous year: ₹ 10 each). Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Group, holders of equity shares will be entitled to receive any of the remaining assets of the Group after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

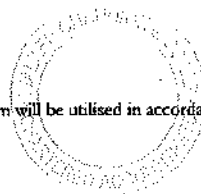
- d) During the year ended 31 March 2017, pursuant to the shareholders approvals under Section 63 and other applicable provisions of the Companies Act, 2013, the Holding Company had issued bonus shares in the ratio of 24:1 (i.e. twenty four bonus equity share of ₹ 10 each for every one fully paid up equity share of ₹ 10 each) to the shareholders on record date of 3 February 2017, by capitalising securities premium account, general reserve and retained earnings by sum of ₹ 1,863.89 lakhs, ₹ 3,483.35 lakhs and ₹ 6,140.08 lakhs respectively. The Group has not issued any shares pursuant to contract without payment being received in cash, or allotted as fully paid up by way of bonus shares or bought back any shares during the period of immediately preceding five years except bonus shares issued during the year ended 31 March 2017 as mentioned above.

## 21 Other equity

	As at 31 March 2021	As at 31 March 2020
<b>Surplus in the statement of profit and loss</b>		
Balance at the beginning of the year	16,728.50	19,497.69
Add: (Loss)/profit for the year	(1,182.47)	884.54
Add: other comprehensive income (net of tax)	(5.63)	(31.07)
Less: Ind-AS 116 transition adjustments (net of adjustment of deferred tax)	-	(3,463.89)
Less: dividend (including dividend distribution tax)	-	(158.77)
Balance at the end of the year	<b>15,540.40</b>	<b>16,728.50</b>
<b>Employee Stock option reserve</b>		
Balance at the beginning of the year	-	-
Add: Recognised during the year	7.88	-
	<b>7.88</b>	<b>-</b>
<b>Securities premium<sup>^</sup></b>		
Balance at the beginning of the year	92.75	92.75
Add: shares issued during the year	3,466.67	-
Balance at the end of the year	<b>3,559.42</b>	<b>92.75</b>
<b>Total</b>	<b>19,107.70</b>	<b>16,821.25</b>

## Note:

<sup>^</sup>Securities premium is used to record the premium on issue of shares. The premium will be utilised in accordance with provisions of the Companies Act 2013.



Particulars	As at	As at
	31 March 2021	31 March 2020
<b>22 Non-current financial liabilities-borrowings</b>		
<b>Indian rupee loans</b>		
- from banks	2,788.57	19.29
- from others	-	5.85
<b>Total borrowings</b>	<b>2,788.57</b>	<b>25.14</b>
Less: current maturities of long term debt (refer note 26)	452.86	25.14
	<b>2,335.71</b>	-

**(i) Details of security, repayment terms and interest rate on the borrowings is provided below-**

Particulars	Rate of Interest (%)	Security Details	Terms of Repayment	As at	As at
				31 March 2021	31 March 2020
JCICJ Bank	1 Year MCLR + 0.50%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	Quarterly	1,028.57	-
Axis Bank- Emergency Credit line guaranteed scheme	1 Year MCLR + 0.25%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	Monthly	1,760.00	-
HDFC Bank Vehicle Loan	7.38%	Hypothecation of vehicle acquired under respective loans	Monthly	-	19.29
Daimler Financial Services India Private Limited - Vehicle Loan	NB	Hypothecation of vehicle acquired under respective loans	Monthly	-	5.85
<b>Total</b>				<b>2,788.57</b>	<b>25.14</b>

**23 Non-current provisions**

Provision for gratuity (refer note 48)	252.89	219.61
	<b>252.89</b>	<b>219.61</b>

**24 Current financial liabilities-borrowings**

<b>Cash credit facilities (secured)</b>		
Indian rupee loans repayable on demand (from banks)	8,189.51	13,932.35
Loan from director <sup>a</sup>	-	458.54
	<b>8,189.51</b>	<b>14,390.89</b>

**(j) Details of security and interest rate on the borrowings is provided below-**

Particulars	Rate of Interest (%)	Security Details	As at	As at
			31 March 2021	31 March 2020
<b>Cash credit facilities from banks (secured)</b>				
Axis Bank	12M MCLR+ 1%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	687.38	-
HDFC Bank	1 Year MCLR	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2.33	-
Kotak Mahindra Bank	6M MCLR + 0.85%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	-	4,482.86
<b>Working capital demand loan from banks (secured)</b>				
HDFC Bank	3M MCLR	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	1,000.00	-
Axis Bank	1 year MCLR+0.60%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2,500.00	3,961.02
Kotak Mahindra Bank	Ranging between 7.50% to 8.40%	First pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the Company, both present and future (excluding vehicles exclusively charged to lenders).	2,000.00	488.47
Citi Bank	Ranging between 6.50% to 8.75%	First pari passu charge on present and future stocks and book debts of the Borrower including card receivables along with present and future movable fixed assets of the Borrower excluding vehicles specifically charged to other lenders.	2,000.00	5,000.00
<b>Total</b>			<b>8,189.51</b>	<b>13,932.35</b>

<sup>a</sup>includes loan from Mrs. Meena Bindra for business purpose and carrying interest @ 8.75% per annum amounting to ₹ nil (previous year ₹ 458.54 lakhs).

**25 Trade payables**

Total outstanding dues of micro enterprises and small enterprises (refer note 53)	1,366.94	867.04
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,055.67	6,248.82
	<b>2,422.61</b>	<b>7,115.86</b>

**26 Other current financial liabilities**

Current maturities of long-term debt (refer note 22)	452.86	25.14
Interest accrued but not due	49.65	-
Deposit from vendors	70.83	69.22
Deposit from franchise stores	671.43	462.67
Deposit from others	8.00	8.00
Employees related payables	527.49	45.87
Creditors for capital goods	146.91	334.04
Unclaimed dividend <sup>b</sup>	-	1.24
Other payables <sup>c</sup>	2,141.66	2,135.88
	<b>4,068.83</b>	<b>3,082.06</b>

<sup>b</sup> The same was not due for deposit to Investor Education and Protection Fund in the previous year.

<sup>c</sup> Includes creditors for expenses and commission expenses payables.

**27 Other current liabilities**

Statutory dues payable	340.46	329.47
Advance from customers	216.88	312.55
	<b>557.34</b>	<b>642.02</b>

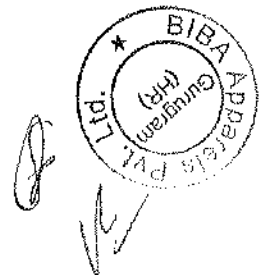
**28 Current provisions**

Provision for gratuity (refer note 48)	118.28	103.56
	<b>118.28</b>	<b>103.56</b>



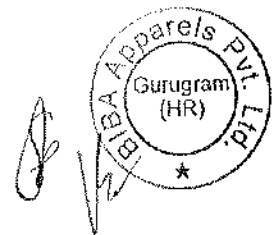
**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>29 Revenue from operations</b>		
Sales		
- Export	1,230.74	1,537.55
- Domestic	51,343.06	74,154.52
	<b>52,573.80</b>	<b>75,692.07</b>
<b>Other operating revenue</b>		
- Export incentives	0.74	2.92
- Scrap sale	7.47	25.93
	<b>8.21</b>	<b>28.85</b>
	<b>52,582.01</b>	<b>75,720.92</b>
<b>30 Other income</b>		
Interest income:		
-on fixed deposits	3.35	9.92
-on investment	11.69	10.71
-on financial asset at amortised cost	101.37	91.83
-on income tax refund	96.31	138.52
Insurance claim received	10.44	33.45
Excess liabilities and provisions written back	-	148.54
Foreign exchange fluctuation gain (net)	-	3.99
Gain on disposal of property, plant and equipment	0.39	10.30
Gain on termination of right-of-use assets	562.94	251.64
Rent concession of lease rentals	3,505.81	-
Miscellaneous income	43.60	195.05
	<b>4,335.90</b>	<b>893.95</b>
<b>31 Cost of materials consumed</b>		
Raw materials consumed		
Opening stock	721.35	691.00
Add: purchases	9,619.87	22,250.95
	10,341.22	22,941.95
Less: closing stock	683.88	721.35
	<b>9,657.34</b>	<b>22,220.60</b>
<b>Details of raw material and other consumables consumed</b>		
Fabric	9,255.61	20,445.64
Accessories and job work	401.72	1,745.33
<b>Total</b>	<b>9,657.33</b>	<b>22,190.97</b>
<b>32 Job work charges</b>		
Dyeing and printing charges	985.08	2,648.77
Stitching charges	5,670.06	9,490.28
	<b>6,655.14</b>	<b>12,139.05</b>
<b>33 Changes in inventories of finished goods and work-in-progress</b>		
Opening stock:		
Work-in-progress	5,260.64	3,538.80
Finished goods (including stock-in-trade and stock-in-transit)	31,822.39	23,914.33
	<b>37,083.03</b>	<b>27,453.13</b>
Closing stock:		
Work-in-progress	724.14	5,260.64
Finished goods (including stock-in-trade and stock-in-transit)	30,604.87	31,822.39
	<b>31,329.01</b>	<b>37,083.03</b>
	<b>5,754.02</b>	<b>(9,629.90)</b>

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**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>34 Employee benefits expense</b>		
Salaries and wages	6,502.73	10,074.84
Employee stock option expense	7.88	-
Contribution to provident and other funds (refer note 48)	446.28	608.32
Staff welfare expense	177.38	460.17
	<b>7,134.27</b>	<b>11,143.33</b>
<b>35 Finance cost</b>		
Interest expenses on:		
-term loans and cash credit	1,021.11	1,163.67
-others	23.13	8.39
Interest on lease liabilities	3,260.60	3,326.47
	<b>4,304.84</b>	<b>4,498.53</b>
<b>36 Depreciation and amortisation expenses</b>		
Depreciation on property, plant and equipment	1,912.86	2,023.79
Amortisation of right-of-use asset	6,352.32	5,966.32
Amortisation of intangible assets	74.37	102.63
	<b>8,339.55</b>	<b>8,092.74</b>
<b>37 Other expenses</b>		
Franchise/sales commission	7,553.23	14,810.99
Advertisement	2,202.08	2,948.43
GST input written off	258.44	-
Rent and mall maintenance	1,185.33	1,618.52
Electricity expenses	940.04	1,151.89
Bank charges and commission	292.71	183.15
Foreign exchange fluctuation loss (net)	2.49	-
Rates and taxes	79.02	227.62
Repairs and maintenance - Others	602.80	752.56
Insurance	68.11	50.54
Legal and professional	560.03	718.16
Payment to auditors (refer note A below)	37.27	35.39
Communication	74.80	95.49
Travelling and conveyance	131.97	467.76
Membership and subscription	6.86	40.13
Printing and stationery	36.58	93.33
Assets Written off	-	39.41
Corporate social responsibility expenses (refer note 54)	155.41	25.88
Merchant commission	125.16	271.94
Store expenses	91.87	204.06
Security expenses	37.68	55.14
Outsource salary	521.04	877.71
Business promotion	55.63	74.37
Packing materials	116.47	194.90
Freight, octroi, forwarding charges and entry tax	1,245.32	1,048.06
Provision for bad and doubtful debts	111.36	46.95
Provision for doubtful advances	30.33	-
Miscellaneous balances written off	496.28	-
Miscellaneous expenses	12.12	13.47
	<b>17,030.43</b>	<b>26,045.85</b>
<b>A) Payment to auditors include:</b>		
Audit fee	35.30	32.80
For other services	1.05	-
Reimbursement of expenses	0.92	2.59
	<b>37.27</b>	<b>35.39</b>


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**BIBA Apparels Private Limited**
**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>38 Exceptional items</b>		
Advances and other receivables written off	0.77	427.31
	<u>0.77</u>	<u>427.31</u>
<b>39 Income tax</b>		
(a) Income tax expense		
- Current tax	-	575.28
- Tax earlier year	(408.31)	-
- Deferred tax	(485.86)	(63.34)
<b>Income tax expense</b>	<u>(894.17)</u>	<u>511.94</u>

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.17% (previous year: 25.17%) and the reported tax expense in profit or loss are as follows:

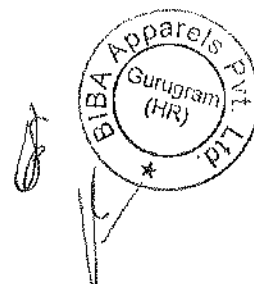
**(b) Reconciliation of tax expense and the accounting profit**

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
(Loss)/profit before income tax expense (before exceptional items)	(2,055.70)	1,901.29
Statutory income tax rate	25.17%	25.17%
Amount of tax at statutory income tax rate	(517.42)	478.56
<b>Adjustments:</b>		
Effect of non-deductible expenses	105.27	22.07
Tax impact of deduction u/s 80G & 80JJA	-	(108.04)
Income exempt from tax	(2.94)	(2.70)
Tax impact on account of change in income tax rate	-	150.46
Deferred tax adjustments earlier years	-	(11.00)
Tax pertaining to earlier years	(408.31)	-
Others	(70.77)	(17.41)
<b>Total</b>	<u>(376.75)</u>	<u>33.38</u>
<b>Amount of tax at statutory income tax rate post adjustments</b>	<u>(894.17)</u>	<u>511.94</u>

**40 Earning per share**

Particulars	31 March 2021	31 March 2020
<b>Net profit attributable to equity shareholders</b>		
(Loss)/profit after tax	(1,183.93)	891.01
Nominal value of equity share (₹)	10	10
Total number of equity shares outstanding at the beginning of the year (in lakhs)	1,197.30	1,197.30
Add: shares issued during the year (in lakhs)	53.33	-
Total number of equity shares outstanding at the end of the year (in lakhs)	1,250.63	1,197.30
Weighted average number of equity shares (in lakhs)	1,233.09	1,197.30
<b>Basic and diluted earnings per share (₹)</b>	<u>(0.96)</u>	<u>0.74</u>

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**41 Financial instruments****(i) Fair values hierarchy**

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

Level 1: quoted prices (unadjusted) in active markets for financial instruments.

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

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

During the year, there were no transfers between level 1 and level 2, and no transfers into and out of level 3 fair value measurements.

**(ii) Financial assets and liabilities measured at fair value - recurring fair value measurements**

There are no assets/liabilities carried at fair value as at 31 March 2021.

**(iii) Valuation technique used to determine fair value**

Fair value of swap contracts is determined using forward rate at balance sheet date, based on dealer or counterparty quotes for similar instruments.

**(iv) Fair value of instruments measured at amortised cost**

Particulars	Level	31 March 2021		31 March 2020	
		Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>					
Investment	Level 3	158.67	176.58	153.70	167.25
Loans	Level 3	4,606.88	4,606.88	4,439.85	4,455.04
<b>Total financial assets</b>		<b>4,765.55</b>	<b>4,783.46</b>	<b>4,593.55</b>	<b>4,622.29</b>
<b>Financial liabilities</b>					
Borrowings	Level 3	2,788.57	2,788.57	25.14	25.14
<b>Total financial liabilities</b>		<b>2,788.57</b>	<b>2,788.57</b>	<b>25.14</b>	<b>25.14</b>

For cash and bank balances, trade receivables, fixed deposits, other receivables, trade payables and other current financial liabilities, the management assessed that their fair value is approximate their carrying amounts largely due to the short-term maturities of these instruments.

**42 Financial risk management****i) Financial instruments by category**

Particulars	31 March 2021		31 March 2020	
	Fair Value	Amortised cost	Fair Value	Amortised cost
<b>Financial assets</b>				
Investment in tax free bonds	-	158.67	-	153.70
Trade receivables	-	6,772.88	-	6,317.49
Loans	-	4,606.88	-	4,439.85
Cash and equivalents	-	396.84	-	224.02
Other bank balances	-	134.44	-	12.59
Other financial asset	-	102.40	-	34.11
<b>Total</b>	-	<b>12,172.11</b>	-	<b>8,181.76</b>
<b>Financial liabilities</b>				
Borrowings (including interest accrued)	-	11,027.73	-	14,416.03
Trade payables	-	2,422.61	-	7,115.86
Security deposits received	-	750.27	-	539.89
Lease liabilities	-	34,081.96	-	39,183.97
Other financial liabilities	-	2,816.06	-	2,517.03
<b>Total</b>	-	<b>51,098.63</b>	-	<b>63,772.78</b>

**ii) Risk Management**

The Group's activities expose it to market risk, liquidity risk and credit risk. The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements. The Group's risk management is carried out as per the policies approved by the board of directors.

**A) Credit risk**

Credit risk is the risk that a customer or counterparty fails to discharge an obligation to the Group. The group's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.

- cash and cash equivalents,
- trade receivables,
- loans carried at amortised cost, and
- other bank balances

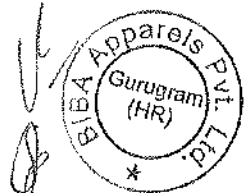
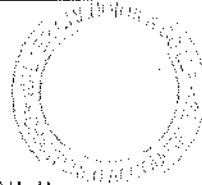
**Credit risk management****(i) Credit risk rating**

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

- A: Low credit risk
- B: Moderate credit risk
- C: High credit risk

The Group provides for expected credit loss based on the following:

Asset group	Categorisation of items	Provision for expenses credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/life time expected credit loss
High credit risk	Trade receivables	Life time expected credit loss fully provided for.



**Assets under credit risk –**

Credit rating	Particulars	31 March 2021	31 March 2020
A: Low credit risk	Cash and cash equivalents	396.84	224.02
	Investments	158.67	153.70
	Loans	4,606.88	4,439.85
	Trade receivables	6,772.88	3,317.49
	Other bank balances	134.44	12.59
	Other financial assets	102.40	34.11
B: High credit risk	Trade receivables	68.43	55.02

*Cash & cash equivalents and bank deposits*

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

*Trade receivables*

To mitigate the credit risk related to trade receivables, the Group closely monitors the credit-worthiness of the debtors through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Group assesses increase in credit risk on an ongoing basis for amounts receivable that become past due and default is considered to have occurred when amounts receivable become past due by 1 year.

*Other financial assets measured at amortised cost*

Other financial assets measured at amortised cost includes security deposits, loan given etc. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

*ii) Concentration of trade receivables*

The Group's exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans given and deposits given for business purposes.

Particulars	31 March 2021	31 March 2020
Franchise stores	37.54	85.40
Multi brand outlets	1,486.91	746.81
Wholesale customers	5,130.76	2,282.05
Others	117.67	209.23
<b>Total</b>	<b>6,772.88</b>	<b>3,317.49</b>

**b) Credit risk exposure**

*Trade receivables*

In respect of trade receivables, the Group considers provision for lifetime expected credit loss. Given the nature of business operations, the Group's trade receivables has low credit risk as there is a prompt collection from debtors within a period ranging from three to six months.

*Other financial assets measured at amortised cost*

Group provides for loss allowance on loans and advances other than trade receivables by assessing individual financial instruments for expectation of any credit losses. Since this category includes loans and receivables of varied natures and purpose, there is no trend that the Group can draw to apply consistently to entire population. For such financial assets, the Group's policy is to provides for 12 month expected credit losses upon initial recognition and provides for lifetime expected credit losses upon significant increase in credit risk. The Group does not have any expected loss based impairment recognised on such assets considering their low credit risk nature.

**Reconciliation of loss allowance:**

Particulars	Trade receivables
Loss allowance as on 01 April 2019	30.15
Impairment loss recognised/(reversed) during the year	46.95
Bad debts recognised in the current year out of provision	(22.08)
<b>Loss allowance on 31 March 2020</b>	<b>55.02</b>
Impairment loss recognised during the year	111.36
Bad debts recognised in the current year out of provision	(97.95)
<b>Loss allowance on 31 March 2021</b>	<b>68.43</b>

**B) Liquidity risk**

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

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

**a) Financing arrangements**

The Group has access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	31 March 2021	31 March 2020
- Expiring within one year (cash credit and other facilities)	9,210.49	67.65

**b) Maturities of financial liabilities**

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2021	Less than 1 year	1-2 year	More than 2 years	Total
<b>Non-derivatives</b>				
Borrowings (including interest)	8,855.29	944.16	1,707.88	11,507.33
Trade payables	2,422.61	-	-	2,422.61
Security deposits received	750.26	-	-	750.26
Other financial liabilities	2,816.06	-	-	2,816.06
Lease liabilities	8,577.56	7,077.44	30,881.20	46,536.20
<b>Total</b>	<b>23,421.78</b>	<b>8,021.60</b>	<b>32,589.08</b>	<b>64,032.46</b>

31 March 2020	Less than 1 year	1-2 year	More than 2 years	Total
<b>Non-derivatives</b>				
Borrowings (including interest)	14,416.79	-	-	14,416.79
Trade payables	7,115.86	-	-	7,115.86
Security deposits received	539.89	-	-	539.89
Other financial liabilities	2,517.03	-	-	2,517.03
Lease liabilities	5,303.80	5,356.04	28,524.13	39,183.97
<b>Total</b>	<b>29,893.37</b>	<b>5,356.04</b>	<b>28,524.13</b>	<b>63,773.54</b>

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**C) Market risk**

**a) Foreign currency risk**

**i) Foreign currency risk exposure:**

The Group's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

Particulars	31 March 2021	31 March 2020
<b>Exposure in USD</b>		
<b>Financial Assets</b>		
Trade receivables (in ₹ lakhs)	0.05	123.75
Trade receivables (in USD)	0.00	1.64
<b>Exposure in CAD</b>		
<b>Financial Assets</b>		
Trade receivables (in ₹ lakhs)	18.38	-
Trade receivables (in CAD)	0.32	-

**ii) Sensitivity**

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

Particulars	31 March 2021		31 March 2020	
	Exchange rate increase by 1%	Exchange rate decrease by 1%	Exchange rate increase by 1%	Exchange rate decrease by 1%
<b>USD sensitivity*</b>				
Trade receivables (in ₹ lakhs)	0.00	(0.00)	1.24	(1.24)
<b>CAD sensitivity*</b>				
Trade receivables (in ₹ lakhs)	0.18	(0.18)	-	-

\* Holding all other variables constant

**b) Interest rate risk**

**i) Liabilities**

The Group's policy is to minimise interest rate cash flow risk exposures on long-term financing. At 31 March 2021, the Group is exposed to changes in market interest rates through bank borrowings at variable interest rates.

**Interest rate risk exposure**

Below is the overall exposure of the Group to interest rate risk:

Particulars	31 March 2021	31 March 2020
Variable rate borrowing	10,978.08	14,390.89
Fixed rate borrowing*	-	25.14
<b>Total borrowings</b>	<b>10,978.08</b>	<b>14,416.03</b>
<b>Amount disclosed under other current financial liabilities</b>	<b>452.86</b>	<b>25.14</b>
<b>Amount disclosed under borrowings</b>	<b>10,525.22</b>	<b>14,390.89</b>

\*For fixed rate borrowing, the management has assessed that their fair value is almost equivalent to their carrying amounts, largely due to the rate of interest of these instruments, which is approximately equal to market rate of interest for the Group and being entire loan taken from third party.

**Sensitivity**

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

Particulars	31 March 2021	31 March 2020
<b>Interest sensitivity*</b>		
Interest rates – increase by 50 bps basis points	54.89	71.95
Interest rates – decrease by 50 bps basis points	(54.89)	(71.95)

\* Holding all other variables constant

**ii) Assets**

The Group's fixed deposits are carried at fixed rate. Therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

**c) Price risk**

**Exposure**

The Group's exposure to price risk arises from investments held and classified as FVTPL.

**43 Capital management**

**(a) Risk management**

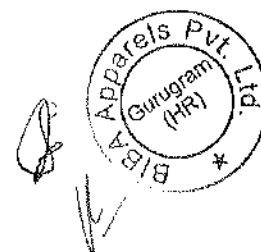
The Group's capital management objectives are

- to ensure the Group's ability to continue as a going concern
- to provide an adequate return to shareholders

The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

Particulars	31 March 2021	31 March 2020
Total borrowings (excluding interest accrued)	10,978.08	14,416.03
Less: cash and cash equivalent	396.84	224.02
<b>Net debt</b>	<b>10,581.24</b>	<b>14,192.01</b>
<b>Total equity</b>	<b>31,225.84</b>	<b>28,407.52</b>
<b>Net debt to equity ratio</b>	<b>33.89%</b>	<b>49.96%</b>



Assets pledged as security\*

Particulars	As at 31 March 2021	As at 31 March 2020
<b>Current</b>		
Inventories	32,012.89	37,804.38
Trade receivables	6,772.88	3,317.49
Cash and cash equivalents and other bank balances	529.02	234.58
Loans, other financial assets and other current assets	7,249.09	7,286.67
<b>Total current assets pledged as security</b>	<b>46,563.88</b>	<b>48,643.12</b>
<b>Non-current</b>		
Property, plant and equipment	3,029.62	3,689.35
<b>Total assets pledged as security</b>	<b>49,593.50</b>	<b>52,332.47</b>

\* Assets are pledged for Holding Company only against the loans taken by the Holding Company.

**Group information**  
**a) Information about subsidiary**  
 The Group's details as at 31 March 2021 is set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of the entity	Principal activities	Country of incorporation	% equity Interest	
			31 March 2021	31 March 2020
MA Clothing Private Limited	Apparel industry	India	51.51%	51.51%

**b) Interests in associate**  
 Set out below is the details of associate of the Group as at 31 March 2021. The entity listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Name of the entity	Principal activities	Place of business	% equity Interest	Relationship	Accounting method
Anjuman Brand Designs Private Limited	Apparel industry	India	36.82%	Associate	Equity method

Anjuman Brand Designs Private Limited is primarily engaged in the business of manufacturing of garments and providing related consultancy under the brand name of Anju Modi.

**Summarised financial information for associate**  
 The tables below provide summarised financial information for the associate. The information disclosed reflects the amounts presented in the financial statements of the associate and not BIBA Apparels Private Limited's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method.

Summarised balance sheet	Anjuman Brand Designs Private	
	31 March 2021	31 March 2020
<b>Current assets</b>		
Cash and cash equivalents	25.52	18.90
Other assets	349.89	462.94
<b>Total current assets</b>	<b>375.41</b>	<b>481.85</b>
<b>Total non-current assets</b>	<b>296.09</b>	<b>401.71</b>
<b>Current liabilities</b>		
Financial liabilities (excluding trade payables)	19.57	66.93
Other liabilities	104.47	190.31
<b>Total current liabilities</b>	<b>124.04</b>	<b>257.24</b>
<b>Non-current liabilities</b>		
Financial liabilities (excluding trade payables)	-	1.52
Other liabilities	193.03	217.99
<b>Total non-current liabilities</b>	<b>193.03</b>	<b>219.51</b>
<b>Net assets</b>	<b>354.44</b>	<b>405.81</b>

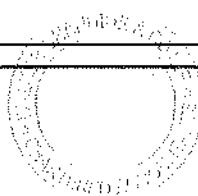
Reconciliation to carrying amounts

Particulars	Anjuman Brand Designs Private Limited	
	31 March 2021	31 March 2020
Opening net assets	406.81	620.44
Profit for the year	(58.76)	(192.93)
Other comprehensive income	6.39	0.68
Impact of Ind AS 116	-	(21.38)
<b>Total closing net assets for consolidation</b>	<b>354.44</b>	<b>406.81</b>
Group's share in %	36.82%	36.82%
Group's share in Indian Rupees	130.49	149.78
<b>Carrying amount</b>	<b>130.49</b>	<b>149.78</b>

Investment in Anjuman Brand Design Private Limited includes goodwill of ₹ 471.76 lakhs (previous year ₹ 471.76 lakhs)

Summarised statement of profit and loss

Particulars	Anjuman Brand Designs Private Limited	
	31 March 2021	31 March 2020
Revenue	386.76	851.17
Profit for the year	(58.76)	(192.93)
Other comprehensive income	6.39	0.68
<b>Total comprehensive income</b>	<b>(52.37)</b>	<b>(192.25)</b>



**BIBA Apparels Private Limited****Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021***(All amounts in ₹ lakhs unless otherwise stated)***46 Related party disclosure**

In accordance with the requirements of Ind AS - 24 'Related Party Disclosures' the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and year end balances with them as identified and certified by the management are given below:

**Relationship****A. Associate Company:**

Anjuman Brand Designs Private Limited

**B. Key managerial personnel:**

- a) Mrs. Meena Bindra  
b) Mr. Siddharath Bindra

**C. Relatives of key managerial personnel (with whom there were transactions during the year):**

Mrs. Shradha Bindra (wife of Mr. Siddharath Bindra)

**D. Enterprises over which key managerial personnel of the Group and their relatives have significant influence:**

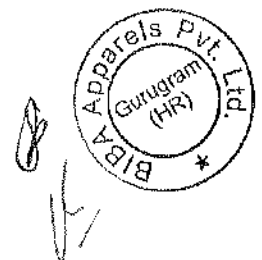
Meena Agritech Private Limited

**E. Enterprises that exercise significant influence:**

Highdell Investment Limited

i) The following transactions were carried out with related parties in the ordinary course of business

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>A) Key managerial personnel</b>		
<b>Mrs. Meena Bindra</b>		
Remuneration (refer note (a))	47.75	66.63
Loan taken	130.00	1,070.00
Interest on loan given	15.75	21.46
Loan repaid	580.00	620.00
Dividend paid	-	12.90
Receipt against issue of shares	700.00	-
<b>Mr. Siddharath Bindra</b>		
Remuneration (refer note (a))	110.76	269.50
Rent Paid	5.00	-
Loan taken	-	50.00
Interest on loan given	-	1.15
Loan repaid	-	50.00
Dividend paid	-	54.61
Receipt against issue of shares	300.00	-
<b>B) Relatives of key managerial personnel</b>		
<b>Mrs. Shradha Bindra</b>		
Remuneration	51.82	34.68
Dividend paid	-	4.13
<b>C) Associate Company</b>		
<b>Anjuman Brand Designs Private Limited</b>		
Design fee	-	2.47
Purchase of samples	-	12.02
Consultancy fee received	-	10.00
<b>D) Enterprises over which Key managerial personnel of the Company and their relatives have significant influence</b>		
<b>Meena Agritech Private Limited</b>		
Rent paid	-	32.00
<b>E) Enterprises that exercise significant influence:</b>		
<b>Highdell Investment Limited</b>		
Receipt against issue of shares	3,000.00	-



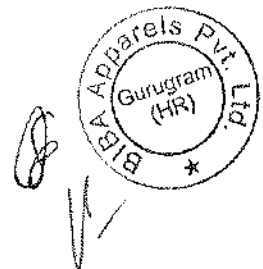
**BTBA Apparels Private Limited**

**Summary of significant accounting policies and other explanatory information to the consolidated financial statements for the year ended 31 March 2021**

*(All amounts in ₹ lakhs unless otherwise stated)*

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
<b>Note (a)</b>		
<b>Breakup for Key management personnel's compensation in the following categories:-</b>		
Short-term employee benefits	150.64	326.17
Post-employment benefits *#	7.87	9.96
	<b>158.51</b>	<b>336.13</b>
* excludes provision for future liability in respect of gratuity which is based on actuarial valuation done for the Group as a whole.		
# includes provident fund		
<b>ii) Balances at the year end</b>		
<b>A) Enterprises over which key managerial personnel of the Company and their relatives have significant influence</b>		
<b>Meena Agritech Private Limited</b>		
Security deposit	-	-
<b>B) Associate Company</b>		
<b>Anjuman Brand Designs Private Limited</b>		
Investment in equity shares	615.06	615.06
Advance given	11.80	11.80
<b>C) Key managerial personnel</b>		
<b>Mrs. Meena Bindra</b>		
Salary payable	3.69	-
Loan payable (including interest)	-	458.54
<b>Mr. Siddharath Bindra</b>		
Salary payable	0.01	-
<b>D) Relatives of key managerial personnel</b>		
<b>Mrs. Shradha Bindra</b>		
Salary payable	4.26	-

*(This space has been intentionally left blank)*



**47 Ind AS 115 - Revenue from Contracts with Customers**

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5 step approach:

- (i) Identify the contract(s) with customer;
- (ii) Identify separate performance obligations in the contract;
- (iii) Determine the transaction price;
- (iv) Allocate the transaction price to the performance obligations; and
- (v) Recognise revenue when a performance obligation is satisfied.

In case of certain contracts with customers, the Group sell the goods to certain multi brand outlets (MBO's), E-com distributors and other distributors with a right to return the unsold goods to the Company. In such cases, the Group acts as an principal and these MBO's and distributors acts as agents in selling these goods to retail customers. Hence, revenue from such sales are grossed up with the commission paid to these MBO's and distributors and commission paid are presented in other expenses.

**(a) Disaggregation of revenue**

The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31 March 2021

Revenue from operations	Goods	Other operating revenue	Total
<b>Revenue by geography</b>			
Domestic	51,343.06	7.47	51,350.53
Export	1,230.74	0.74	1,231.48
<b>Total</b>	<b>52,573.80</b>	<b>8.21</b>	<b>52,582.01</b>
<b>Revenue by time</b>			
Revenue recognised at point in time			52,582.01
Revenue recognised over time			-
<b>Total</b>			<b>52,582.01</b>

For the year ended 31 March 2020

Revenue from operations	Goods	Other operating revenue	Total
<b>Revenue by geography</b>			
Domestic	74,154.52	25.93	74,180.45
Export	1,537.55	2.92	1,540.47
<b>Total</b>	<b>75,692.07</b>	<b>28.85</b>	<b>75,720.92</b>
<b>Revenue by time</b>			
Revenue recognised at point in time			75,720.92
Revenue recognised over time			-
<b>Total</b>			<b>75,720.92</b>

**(b) Revenue recognised in relation to contract liabilities**

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

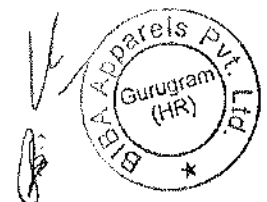
Description	Year ended 31 March 2021	Year ended 31 March 2020
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	312.55	32.70
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

**(c) Assets and liabilities related to contracts with customers**

Description	As at 31 March 2021		As at 31 March 2020	
	Non-current	Current	Non-current	Current
Contract liabilities related to sale of goods	-	216.88	-	312.55
Advance from customers				

**(d) Reconciliation of revenue recognised in statement of profit and loss with contract price**

Description	Year ended 31 March 2021	Year ended 31 March 2020
Contract price	78,024.85	93,246.21
Less: discount, rebates, credits etc.	25,442.84	17,525.29
<b>Revenue from operations as per statement of profit and loss</b>	<b>52,582.01</b>	<b>75,720.92</b>



48 Employee benefit obligations

(A) Defined benefit plan:

Particulars	31 March 2021		31 March 2020	
	Current	Non-current	Current	Non-current
Gratuity	118.28	252.89	103.56	219.61
<b>Total</b>	<b>118.28</b>	<b>252.89</b>	<b>103.56</b>	<b>219.61</b>

(i) Amount recognised in the statement of profit and loss is as under:

Description	31 March 2021	31 March 2020
Current service cost	65.99	62.54
Interest cost	16.16	12.45
Net impact on profit (before tax)	82.15	74.99
Actuarial loss recognised during the year	9.87	41.77
<b>Amount recognised in total comprehensive income</b>	<b>92.02</b>	<b>116.76</b>

(ii) Change in the present value of obligation:

Description	31 March 2021	31 March 2020
Present value of defined benefit obligation as at the beginning of the year	323.17	226.40
Current service cost	65.99	62.54
Interest cost	16.16	12.45
Benefits paid	(44.02)	(19.99)
Actuarial loss/(gain)	9.87	41.77
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>371.17</b>	<b>323.17</b>

(iii) Breakup of actuarial (gain)/loss:

Description	31 March 2021	31 March 2020
Actuarial (gain)/loss from change in financial assumption	4.84	13.99
Actuarial (gain)/loss from experience adjustment	5.03	27.78
<b>Total actuarial (gain)/loss</b>	<b>9.87</b>	<b>41.77</b>

(iv) Actuarial assumptions

Description	31 March 2021	31 March 2020
Discount rate	5.00%	5.50%
Rate of increase in compensation levels	7.00%	7.00%
Retirement age	55 years	55 years

Notes:

- The discount rate is based on the prevailing market yield of Indian Government bonds as at the balance sheet date for the estimated terms of obligations.
- The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.
- The best estimated expense for the next year is ₹ 149.25 lakhs (previous year: ₹144.60 lakhs).

(v) Sensitivity analysis for gratuity liability

Description	31 March 2021	31 March 2020
<b>Impact of change in discount rate</b>		
Present value of obligation at the end of the year	371.17	323.17
- Impact due to increase of 1 %	(7.90)	(6.73)
- Impact due to decrease of 1 %	8.30	7.06
<b>Impact of change in salary increase</b>		
Present value of obligation at the end of the year	371.17	323.17
- Impact due to increase of 1 %	7.20	6.00
- Impact due to decrease of 1 %	(6.89)	(5.72)

The above sensitivity analysis is based on a change an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous year

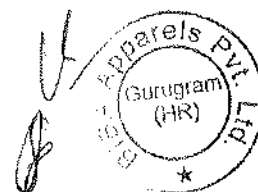
(vi) Maturity profile of defined benefit obligation (undiscounted)

Description	31 March 2021	31 March 2020
Within next 12 months	118.28	103.56
Between 1-5 years	86.62	72.27
Beyond 5 years	166.27	147.34

(vii) The average duration of the defined benefit plan obligation at the end of the reporting period is 17 years (previous year: 17 years).

(B) Defined contribution plan:

Particulars	As at 31 March 2021	As at 31 March 2020
a) Provident fund	292.37	398.64
b) Employees state insurance coporation	71.77	134.70
	<b>364.14</b>	<b>533.34</b>





**BIBA APPARELS PRIVATE LIMITED**
**Summary of significant accounting policies and other explanatory information to the financial statements for the year ended 31 March 2021**
*(All amounts in ₹ lakhs unless otherwise stated)*
**49 Leases**

(a) The Group has leases for the office premises, warehouse and retail outlets. With the exception of short-term leases and leases with variable lease payments, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The lease terms for office premises, warehouse and store sites are for an period of one year to seventeen years and having a lock-in period ranging from one to five years. The lease are further renewable on expiry of total lease term subject to mutual consent of both the parties.

**(b) Right-to-use assets**

Particulars	As at 31 March 2021	As at 31 March 2020
Balance at the beginning of the year	33,541.96	31,232.55
Add: additions on account of new leases entered during the year	2,407.76	9,229.89
Less: terminations	(2,327.55)	(954.16)
Balance at the end of the year	33,622.17	39,508.28
Less: amortisation expense charged on the right-of-use assets	6,352.33	5,966.32
Balance at the end of the year	27,269.85	33,541.96

**(c) Lease liability are presented in the statement of financial position as follow:**

Particulars	As at 31 March 2021	As at 31 March 2020
Current	5,807.36	5,303.80
Non-current	28,274.60	33,880.17
Total	34,081.96	39,183.97

**(d) The table below describe the nature of leasing activities by type of right-of-use asset recognised on balance sheet**

Right of use asset	No of right-of-use assets leased	Range of remaining term	Average remaining lease term
Retail outlets, office premises and warehouse - 31 March 2021	334	1-17 years	4.85
Retail outlets, office premises and warehouse - 31 March 2020	340	1-18 years	5.52

**(e) The lease liabilities are secured by the related underlying asset. Future minimum lease payment as at 31 March 2021 were as follow**

Particulars	Within 1 year	1-2 year	2-3 year	3-4 year	4-5 year	after 5 year	Total
As on 31 March 2021							
Lease payment	8,577.56	7,077.44	6,303.96	5,715.98	4,706.56	14,154.70	46,536.20
Finance charges	2,770.20	2,440.50	1,917.14	1,534.96	1,179.76	2,611.68	12,454.24
Net present values	5,807.36	4,636.94	4,386.82	4,181.02	3,526.80	11,543.02	34,081.96

**The lease liabilities are secured by the related underlying asset. Future minimum lease payment as at 31 March 2020 were as follow**

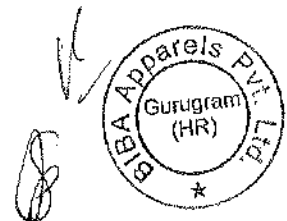
Particulars	Within 1 year	1-2 year	2-3 year	3-4 year	4-5 year	after 5 year	Total
As on 31 March 2020							
Lease payment	8,508.82	8,087.26	7,293.93	6,475.17	5,770.87	18,174.36	54,310.41
Finance charges	3,205.02	2,731.22	2,275.80	1,856.67	1,461.09	3,596.64	15,126.44
Net present values	5,303.80	5,356.04	5,018.13	4,618.50	4,309.78	14,577.72	39,183.97

**(f) Lease payments not recognised as a liability**

Particulars	As at 31 March 2021	As at 31 March 2020
Expenses relating to short term leases	15.64	93.51
Expenses relating to variable lease payments	94.69	566.22
Total	110.33	659.73

(g) The total cash outflow for leases for the year ended 31 March 2021 was ₹ 4,374.07 lakhs (previous year ₹ 7,821.00 lakhs)

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## 50 Share based payment

## Employee stock options (ESOP)

The Holding Company provides share-based payment scheme to its employees. During the year ended 31 March 2018, an Employee Stock Option Plan was introduced. In the Board meeting held on 04 April 2018, the Board of Directors of the Holding Company ("Board") has approved the BIBA Employees Stock Option Plan 2018 ("ESOP 2018") and grant of options to the eligible employee of the Holding company under the Scheme has been made in the current year. The Details of the scheme are explained in the table below:

During the year ended 31 March 2021, the Holding Company has granted 1,65,000 (31 March 2020: nil) employee stock options ("ESOP") as per scheme approved by Board of Directors, at an exercise price of ₹ 167.64 per option. Further, no options has been forfeited or exercised in the current year. Total ESOP outstanding as at 31 March 2021 are 1,65,000 (previous year: nil). The vesting period of the ESOP is ranging from 1.37 years to 5 years. The granted options can be exercised after vesting at any time before the expiry of 5 years from vesting date. An amount of ₹ 7.88 lakhs (31 March 2020: nil) has been recorded for the year ended 31 March 2021 as employee benefits expense, as the proportionate cost of ESOP granted.

## a) Employee stock option scheme

As at 31 March 2021 the Group had the following outstanding share based payment arrangements:

Particulars	Category-1	Category-2	Category-3	Category-4
No. of Options	85,000	30,000	25,000	25,000
Method of Accounting	Fair Value	Fair Value	Fair Value	Fair Value
Vesting Date	2022-23 to 2024-25	2023-24 to 2025-26	2022-23 to 2024-25	2023-24 to 2025-26
Exercise Period On initiation of exercise period	2027-28 to 2029-30	2028-29 to 2030-31	2027-28 to 2029-30	2028-29 to 2030-31
Grant Date	18 November 2020	04 January 2021	04 January 2021	04 January 2021
Exercise price per share (₹)	167.64	167.64	167.64	167.64
Market price on the date of granting of option (₹)	39.57	39.57	39.57	39.57
Method of settlement	Equity shares	Equity shares	Equity shares	Equity shares

## b) Movement of option granted

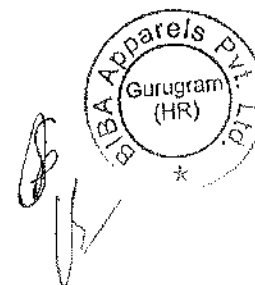
Particulars	31 March 2021		31 March 2020	
	Number of options	Weighted average price	Number of options	Weighted average price
Options Outstanding at the beginning of the year	-	-	-	-
Granted during the year (net of lapsed)	1,65,000	39.57	-	-
Exercised during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Options outstanding during the year	1,65,000	39.57	-	-
Options unvested at the end of the year	1,65,000	39.57	-	-
Option exercisable at the end of the year	-	-	-	-

## c) Fair Valuation:

The fair valuation of the options used to compute proforma net profit and earnings per share have been done by an independent valuer on the date of grant using Black-Scholes Merton Formula. The key assumption and fair value are as under:

Particulars	Category-1	Category-2	Category-3	Category-4
Risk free Interest Rate (%)	8.00%	8.00%	8.00%	8.00%
Life (Years)	9 years	9 years	9 years	9 years
Expected Volatility (%)	50.00%	50.00%	50.00%	50.00%
Expected Dividend Yield (%)	0.00%	0.00%	0.00%	0.00%
Weighted average Fair Value Per Option (₹)	39.57	39.57	39.57	39.57

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**51 Contingent liabilities**

Particulars	31 March 2021	31 March 2020
Claims against the group not acknowledged debts in respect of:		
Pending before Commissioner of Income tax Act, 1961 (amount paid under protest ₹ 3.58 lakhs (previous year: ₹ 3.58 lakhs))	98.99	26.06
Pending before assessing officer of Income tax Act, 1961	238.05	
Pending before Commissioner of West Bengal Value added Tax Act, 2003		109.67
Pending before Commissioner of Bihar Value added Tax Act, 2005 (amount paid under protest ₹ 6.47 lakhs (previous year: ₹ 6.47))	12.46	12.46
Pending before Commissioner of Delhi Value added Tax Act, 2004	44.46	8.20
Pending before Commissioner of Uttar Pradesh Value added Tax Act, 2008 (amount paid under protest ₹ 17.05 Lakhs (previous year: ₹ 17.05 lakhs))	17.05	17.05

Interest and claims by customers may be payable as and when the outcome of the related matters are finally determined. Management based on the legal advice and historic trends, believes that no material liability will develop on the Group in respect of these matters.

**52 Capital and other commitments**

Particulars	31 March 2021	31 March 2020
Estimated amount of contracts remaining to be executed on capital account (net of capital advances)	31.46	356.99
Estimated amount of contracts remaining to be executed on account of other purchase commitments	2,174.27	1,300.63

**53 Information in terms of section 22 of The Micro, Small And Medium Enterprises Development Act, 2006\***

Particulars	31 March 2021	31 March 2020
(a) The principal amount remaining unpaid to any supplier at the end of the year	1,339.13	859.60
(b) Interest due remaining unpaid to any supplier at the end of the year	27.81	7.44
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year;	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	27.81	7.44
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	27.81	7.44

\*The Holding Company is in discussion with certain MSME vendors owing to some reconciliation issues. Based on the management assessment, the interest payable to MSME parties as provided in books is adequate and no further provision is required to be made in financial statements for such vendors.

**54 Corporate Social Responsibility (CSR)**

(i) Gross amount required to be spent by the group during the year in compliance with section 135 of the Companies Act 2013 is ₹ 80.35 lakhs (previous year: ₹96.50 lakhs). Management has spent ₹ 155.41 lakhs including unspent amount of ₹ 70.62 lakhs related to previous year.

(ii) Contribution for CSR	31 March 2021	31 March 2020
In cash	155.41	25.88
Yet to be paid	-	70.62
<b>Total</b>	<b>155.41</b>	<b>96.50</b>

**(iii) Details of CSR expenses incurred towards:**

Particulars	31 March 2021	31 March 2020
Education expense	126.37	25.88
Healthcare and Hygiene	26.04	
Sports Promotion	3.00	
<b>Total</b>	<b>155.41</b>	<b>25.88</b>

(iv) The Group has not contributed in nature of CSR expenditure to related party covered under Ind AS 24, Related party disclosures.

(v) The Group does not have any ongoing projects as at 31 March 2021.

(vi) As per general circular no. 14/2021 of Ministry Corporate Affairs, Group has carried forward the excess amount spent i.e. ₹ 4.44 lakhs which will be available for set off in the succeeding three financial years.

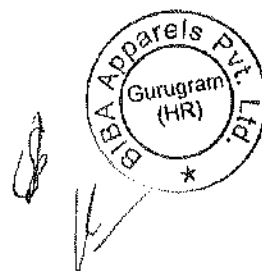
**55 Segment reporting**

In accordance with Ind AS 108, the Board of Directors being the Chief operating decision maker of the Group has determined its only business segment as manufacturing and retail of ethnic wear.

Since the Group's business is from manufacturing and retail of ethnic wear and there are no other identifiable reportable segments, the segment revenue, segment results, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge for depreciation during the year is as reflected in the financial statement.

The Group's operations are such that all majority activities are confined only to India. There are no customers accounting for more than 10% of its revenue.

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56 Additional information to consolidated financial statements as at 31 March 2021

Name of Entity	Net assets		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income or (loss)	
	(total assets minus total)		Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated other comprehensive income	Amount	As a % of consolidated comprehensive income
	Amount	As a % of consolidated net assets						
Parent Company								
BIBA Apparels Private Limited	31,265.81 [28,442.25]	100.13% [100.13%]	(1,159.32) [948.84]	97.91% [106.49%]	(7.98) [(31.32)]	141.81% [100.80%]	(1,167.30) [917.52]	98.13% [106.70%]
Subsidiary								
IMA Clothing Private Limited	0.96 [(13.08)]	0.00% [(0.05%)]	(2.98) [13.20]	0.25% [1.48%]	- -	- -	(2.98) [13.20]	0.25% [1.53%]
Associates								
Anjuman Brand Designs Private Limited	(40.93) [(21.65)]	-0.13% [(0.08%)]	(21.63) [(71.03)]	1.84% [(7.97%)]	2.35 [0.25]	-41.81% [(0.80%)]	(19.28) [(70.78)]	1.62% [(8.23%)]
Total	31,225.84 [28,407.52]	100% [100%]	(1,183.93) [891.01]	100% [100%]	(5.63) [(31.07)]	100% [100%]	-1,189.56 [859.94]	100% [100%]

Note-1 Figures in {} brackets are previous year figures.

Note-2 Figures in () brackets are negative figures.

57 During the current year, the management of the Holding company has noticed that one of the ex-employees in the finance team of the Holding Company had embezzled funds amounting to ₹ 302.11 lakhs over a period of four years from FY 2017-18 to FY 2020-21. The suspected employee was primarily responsible for verifying and processing the payments relating to store expenses, which includes store lease, electricity, common area maintenance and other miscellaneous expenses.

The Holding Company has completed the reconciliations with 97% store lease vendors and as part of internal investigation involved an independent forensic expert. The Holding Company has recorded the adjustments for the amount identified based on the reconciliation and preliminary report of forensic expert in the financial statements for the year ended 31 March 2021. The Holding Company has filed a first information report (FIR) against the employee and taking necessary steps to ensure recovery of such amounts.


Based on the independent forensic expert's preliminary report, vendor reconciliations and related procedures performed by the management, the Holding Company does not expect any further material adjustments on account of this embezzlement in the books.

58 The Indian Parliament has approved the Code on Social Security 2020, which would impact Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972, etc. The effective date from which the changes are applicable is yet to be notified and the final rules are yet to be framed. The impact of the changes, will be assessed and recognised post notification of the relevant provision and related rules are published.

59 The outbreak of Coronavirus Disease 2019 (COVID-19), declared as a pandemic by the World Health Organization, severely impacted the businesses and economic activities around the world including India. During the year ended 31 March 2021, both Central and State Governments of India had imposed lockdown and other emergency restrictions which had led to the disruption of all regular business operations. Eruption of second wave of COVID-19 cases subsequent to the year end again resulted in partial lockdown/ restrictions in various states. Since then, the operations of the Group have seen gradual recovery. The Group continues to closely monitor the impact of the aforementioned pandemic and has made a detailed assessment and considered possible effects, if any, on its liquidity position, including recoverability of its assets as at the balance sheet date and currently believes that there will not be any adverse impact on the long term operations, financial position and performance of the Group.

For Walker Chandok & Co LLP  
Chartered Accountants  
Firm Registration Number: 001076N/N500013

For and on behalf of the Board of director of  
BIBA Apparels Private Limited



Neeraj Goel  
Partner  
Membership No. 099514



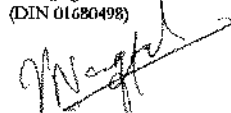
 

Meena Bindra  
Director  
(DIN 01627149)

Siddharath Bindra  
Managing Director  
(DIN 01680498)



Sachin Agrawal  
Company Secretary  
(Membership No. - A-17348)



Vikram Nappal  
Chief Financial Officer

Place: Gurugram  
Date: 29 November 2021

Place: Gurugram  
Date: 29 November 2021

