

**APAS & Co.**  
CHARTERED ACCOUNTANTS

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## INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF VALERIAN MANAGEMENT SERVICES PRIVATE LIMITED

### Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Valerian Management Services Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Ind AS financial statements, that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting



estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at 31 March, 2018, and its loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

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


1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure I" a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss (including the Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.



- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) In view of notification of ministry of corporate affairs dated 13<sup>th</sup> June 2017, read with notification no. GSR 464E) dated 5<sup>th</sup> June 2015, clause (i) of section 143(3) of the Companies Act in respect of internal financial control is not applicable to the Company during the year.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
- i. As informed to us, the Company does not have any pending litigations which would impact its financial position in its financial statements.
  - ii. According to the information and explanations provided to us, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. In our opinion, and according to the information and explanations given to us, there are no amounts outstanding which are required to be transferred to the Investor Education and Protection Fund by the Company.

PLACE : NEW DELHI  
DATED :

For APAS & CO.  
**CHARTERED ACCOUNTANTS**  
Firm Regn No. 000340C

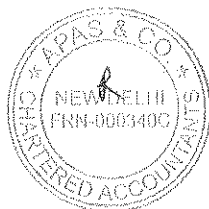


*Rajeev Ranjan*  
**(RAJEEV RANJAN)**  
**PARTNER**  
**M No. 535395**

## ANNEXURE- I TO THE INDEPENDENT AUDITOR'S REPORT

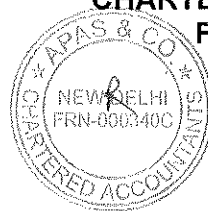
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i) In respect of its fixed assets:
  - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) As explained to us, fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. As informed to us no material discrepancies were noticed on such physical verification.
  - c) The provisions of clause 3 (i) (c) of Order are not applicable as the company does not own any immovable property
- ii) The Company does not have any inventory of finished goods, stores, spare parts or raw materials hence the provision referred in clause (ii) of Order is not applicable to the company.
- iii) As informed to us the company has not granted any loans to companies covered in the register maintained under Section 189 of the Companies Act 2013.
- iv) We are informed that the company has not made any investment or given any loans or guarantees or provided any security during the year. Hence provision of section 185 and 186 are not applicable to the Company during the year.
- v) According to the information and explanations given to us the company has not accepted any deposits, in terms of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under.
- vi) In respect of business activities of the company, maintenance of cost records has not been specified by the Central Government under sub-section (l) of section 148 read with rules framed thereunder of the Companies Act 2013.
- vii) a) As per information and explanations given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. As informed to us there are no outstanding statutory dues in arrears as at the last day of the financial year concerned for a period of more than six months from the date they became payable.



- b) We have been informed that no unpaid disputed demands are outstanding in respect of Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, VAT or Cess.
- viii) Based on our audit procedures and on the basis of information and explanations given to us by the management, we are of the opinion that there is no default in repayment of loans or borrowings to the financial institutions and banks as at the year end. There are no loans from Government and the company has not issued any debentures.
- ix) The company has not raised any money during the year by way of term loans and initial or further public offer.
- x) Based upon the audit procedures performed and information and explanations given by the management, we report that, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit for the year ended 31.03.2018.
- xi) According to information and explanations given to us, the managerial remuneration paid and provided by the company during the year was pursuant to contract entered into prior to March, 2014. Hence provisions of clause (xi) are not applicable to the Company.
- xii) The provisions of clause (xii) of the Order are not applicable as the company is not a Nidhi Company as specified in the clause.
- xiii) According to information and explanations given to us, there are no new transactions which have been carried out during the year in accordance with Section 188 of the Companies Act, 2013. Further, provisions of Section 177 of the Companies Act 2013 are not applicable to the company as the company doesn't meet the criteria for formation of Audit Committee.
- xiv) According to information and explanations given to us the company has not made any preferential allotment or private placement of shares or debentures during the year.
- xv) According to information and explanations given to us the Company has not entered into any non-cash transaction with the director or any person connected with him during the year.
- xvi) In our opinion, in view of its business activities, the company is not required to be registered under section 451A of Reserve Bank of India Act 1934.

PLACE : NEW DELHI  
DATED :



For APAS & CO.  
CHARTERED ACCOUNTANTS  
Firm Regn No. 000340C  
*Rajeev Ranjan*  
(RAJEEV RANJAN)  
PARTNER  
M No. 535395

Valerian Management Services Private Limited  
Balance Sheet as at March 31, 2018

	Note	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	0.67	0.86
(b) Intangible assets	4	3.50	5.29
(c) Non-current tax assets		25.54	20.85
		<u>29.71</u>	<u>27.00</u>
<b>Current assets</b>			
(a) Financial assets	5	-	18.73
(i) Trade receivables		1.35	8.73
(ii) Cash and Cash equivalents		2.22	0.58
(c) Other current assets	6	3.57	28.04
		<u>33.28</u>	<u>55.04</u>
<b>Total Assets</b>		<u>33.28</u>	<u>55.04</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Share capital	7	1.00	1.00
(b) Other Equity	8	(224.32)	(184.93)
<b>Total Equity</b>		<u>(223.32)</u>	<u>(183.93)</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
(a) Financial liabilities	9	197.70	194.70
(i) Borrowings		57.34	41.39
(ii) Other current financial liabilities		1.56	2.88
(b) Other current liabilities	10	256.60	238.97
		<u>256.60</u>	<u>238.97</u>
<b>Total Liabilities</b>		<u>256.60</u>	<u>238.97</u>
<b>Total Equity and Liabilities</b>		<u>33.28</u>	<u>55.04</u>
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For APAS & Co.  
Firm Registration No. 000340C  
Chartered Accountants

*Rajeev Ranjan*

Rajeev Ranjan  
Partner  
Membership No. 535395



For and on behalf of the Board of Directors of  
Valerian Management Services Private Limited

*Prashant Mehrotra*

Prashant Mehrotra  
Director  
DIN: 07333994

*Rajesh Kumar*  
Rajesh Kumar  
Director  
DIN: 05251730

Place : New Delhi  
Date : May 24, 2018

**Valerian Management Services Private Limited**  
**Statement of Profit and Loss for the year ended March 31, 2018**

	Note	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Revenue from operations	11	46.90	97.67
Other Income	12	-	6.19
<b>Total Income</b>		<b>46.90</b>	<b>103.86</b>
<b>Expenses</b>			
Employee benefits expense	13	2.36	41.86
Other expenses	14	63.79	58.45
<b>Total expenses</b>		<b>66.15</b>	<b>100.31</b>
<b>Earnings before interest, tax, depreciation and amortisation (EBITDA)</b>		<b>(19.25)</b>	<b>3.55</b>
Finance costs	15	17.82	18.11
Depreciation and amortization expense	16	2.32	4.14
Finance income	17	-	(0.68)
<b>Loss before tax</b>		<b>(39.39)</b>	<b>(18.02)</b>
Tax expense:			
(1) Current tax		-	-
(2) Adjustment of tax relating to earlier periods		-	-
(3) Deferred tax		-	-
<b>Loss for the year</b>		<b>(39.39)</b>	<b>(18.02)</b>
Other comprehensive income			
<b>Total Comprehensive Income for the year</b>		<b>(39.39)</b>	<b>(18.02)</b>
Earnings per equity share:			
(1) Basic	18	(39.39)	(18.02)
(2) Diluted	18	(39.39)	(18.02)

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For APAS & Co.

Firm Registration No. 000340C

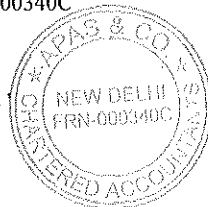
Chartered Accountants

*Rajeev Ranjan*

**Rajeev Ranjan**

Partner

Membership No. 535395



For and on behalf of the Board of Directors of  
**Valerian Management Services Private Limited**

*Prashant Mehrotra*

**Prashant Mehrotra**

Director

DIN: 07333994

*Rajesh Kumar*

**Rajesh Kumar**

Director

DIN: 05251730

Place : New Delhi

Date : May 24, 2018

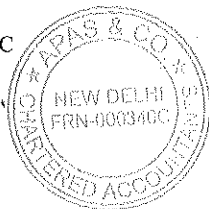
Valerian Management Services Private Limited  
Cash flow statement for the year ended March 31, 2018

	For the year ended March 31, 2018 (Rs in lakhs)	For the year ended March 31, 2017 (Rs in lakhs)
<b>A. Cash flow from operating activities</b>		
Loss before tax	(39.39)	(18.02)
Non-cash adjustments to reconcile profit/(loss) before tax to net cash flows:		
Depreciation and amortisation expenses	2.32	4.14
Finance income (including fair value change in financial instruments)	-	(0.68)
Finance costs (including fair value change in financial instruments)	17.81	18.11
Excess provision/ credit balances written back	-	(5.98)
<b>Operating profit before working capital changes:</b>	<b>(19.26)</b>	<b>(2.43)</b>
Movements in working capital:		
Change in trade receivables	18.73	(18.73)
Change in loans and advances and other current assets	(1.64)	0.10
Change in liabilities and provisions	14.62	7.58
<b>Cash Generated from Operations</b>	<b>12.45</b>	<b>(13.48)</b>
Direct taxes paid (net of refunds)	(4.69)	5.25
<b>Net cash flow from operating activities (A)</b>	<b>7.76</b>	<b>(8.23)</b>
<b>B. Cash flows used in investing activities</b>		
Purchase of property plant & equipment including CWIP and capital advances	(0.33)	(1.10)
Interest received	-	0.68
<b>Net Cash flow used in investing activities (B)</b>	<b>(0.33)</b>	<b>(0.42)</b>
<b>C. Cash flows from/(used in) financing activities</b>		
Proceeds from long term borrowings	3.00	33.00
Interest paid	(17.81)	(18.11)
<b>Net Cash from/(used in) financing activities (C)</b>	<b>(14.81)</b>	<b>14.89</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>(7.38)</b>	<b>6.24</b>
Cash and cash equivalents at the beginning of the year	8.73	2.49
Cash and cash equivalents acquired on amalgamation	-	-
<b>Cash and cash equivalents at the end of the year</b>	<b>1.35</b>	<b>8.73</b>
<b>Components of cash and cash equivalents</b>		
Cash on Hand	0.40	0.41
Balances with Scheduled Banks in - Current accounts	0.95	8.32
<b>Total cash and cash equivalents</b>	<b>1.35</b>	<b>8.73</b>

Summary of significant accounting policies  
As per our report of even date

2.2

For APAS & Co.  
Firm Registration No. 000340C  
Chartered Accountants



Rajeev Ranjan  
Partner  
Membership No. 535395

For and on behalf of the Board of Directors of  
Valerian Management Services Private Limited

Prashant Mehrotra  
Director  
DIN: 07333994

Rajesh Kumar  
Director  
DIN: 05251730

Place : New Delhi  
Date : May 24, 2018



**Valerian Management Services Private Limited**  
**Statement of Changes in Equity**

**A. Equity Share Capital**

Equity shares of INR 1 each issued, subscribed and fully paid	No. of shares	Amount (Rs in lakhs)
As at April 1, 2016	100,000	1.00
Issue of share capital	-	-
As at March 31, 2017	100,000	1.00
Issue of share capital	-	-
As at March 31, 2018	100,000	1.00

**B. Other Equity**

For the year ended 31 March, 2018

*Rs. in lakhs*

	Reserves and Surplus	
	Retained Earnings	Other equity
Balance at 1 April 2016	(166.91)	(166.91)
Total Comprehensive Income for the year	(18.02)	(18.02)
Balance at 31 March 2017	(184.93)	(184.93)
Total Comprehensive Income for the year	(39.39)	(39.39)
Balance at 31 March 2018	(224.32)	(224.32)

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For APAS & Co.

Firm Registration No. 000340C

Chartered Accountants

*Rajeev Ranjan*

**Rajeev Ranjan**

Partner

Membership No. 535395



For and on behalf of the Board of Directors of  
**Valerian Management Services Private Limited**

*Prashant Mehrotra*

**Prashant Mehrotra**

Director

DIN: 07333994

*Rajesh Kumar*

**Rajesh Kumar**

Director

DIN: 05251730

Place : New Delhi

Date : May 24, 2018

**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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**1. Corporate Information**

Valerian Management Services Private Limited (the Company) is a private company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the company is located at B-6/17, Safdarjung Enclave, New Delhi-110029.

The principal activities of the Company is to provide all types of specialized services for project management, supervision, implementation, improvement, renovations, development, construction consultancy of any type of land, buildings, commercial complexes, hotels, motels, restaurants, banquets, malls etc.

The financial statements were authorised for issue in accordance with a resolution of the directors on 24<sup>th</sup> May 2018.

**2. Basis of preparation**

**2.1 Significant accounting policies**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities which are measured at fair value/ amortised cost.

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakhs, except where otherwise indicated.

**2.2 Summary of significant accounting policies**

**(a) Current versus non-current classification**

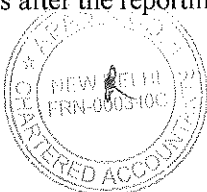
The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

**(b) Foreign currencies**

**Transactions and balances**

Transactions in foreign currencies are initially recorded by the Company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

**(c) Fair value measurement**

The Company measures financial instruments, such as, derivatives 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.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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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 categorization (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 the nature, characteristics and risks of the asset or 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.

- Disclosures for valuation methods, significant estimates and assumptions (note 19)
- Quantitative disclosures of fair value measurement (note 21)
- Financial instruments (including those carried at amortised cost) (note 21)

**(d) Revenue recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognized.

Sales tax/ value added tax (VAT) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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*Interest income*

For all financial instruments measured at amortized cost and interest bearing financial assets classified as available for sale, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in the income statement.

*Dividends*

Revenue is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**(e) Taxes**

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

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

*Deferred tax*

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

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. 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 profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date.

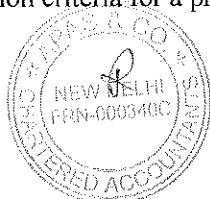
If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

**(f) Property, plant and equipment**

Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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Depreciation on fixed assets is provided as per Schedule II of Companies Act, 2013 on Straight Line Method over its economic useful life of fixed assets as follows:

<b>Fixed Assets</b>	<b>Useful life considered (SLM)</b>
Office Equipment's	5 Years
Computers	3 Years

The Company, based on management estimates, depreciates certain items of building, plant and equipment over estimated useful lives which are lower than the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition 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 derecognized.

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

**(g) Intangible assets**

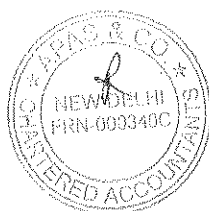
Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and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

Intangible assets are amortized on a straight line basis over the estimated useful economic life. All intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Costs relating to acquisition of initial software license fee and installation costs are capitalized in the year of purchase.

Software costs are amortized using the straight line method over their useful lives estimated by the management at six years.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the income statement when the asset is derecognized.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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**(h) Borrowing costs**

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

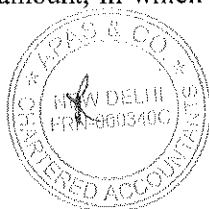
**(i) Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair valueless costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

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





**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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**(j) Provisions**

*General*

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**(k) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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The company treats leaves expected to be carried forward for measurement purposes. Such compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

**(I) Financial instruments**

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

***Financial assets***

***Initial recognition and measurement***

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

***Subsequent measurement***

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

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Equity instruments in subsidiaries carried at cost

***Debt instruments at amortised cost***

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

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) 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.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables, loans to subsidiaries etc. For more information on receivables, refer to Note 5.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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*Debt instrument at FVTOCI*

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

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

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

*Debt instrument at FVTPL*

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

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

*Derecognition*

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's consolidated balance sheet) 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 or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

*Impairment of financial assets*

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

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b) Financial assets that are debt instruments and are measured as at FVTOCI
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18 (referred to as 'contractual revenue receivables' in these illustrative financial statements)
- e) Loan commitments which are not measured as at FVTPL
- f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

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

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

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

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

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

Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

***Financial liabilities***

*Initial recognition and measurement*

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

*Subsequent measurement*

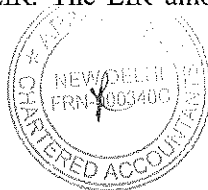
The measurement of financial liabilities depends on their classification, as described below:  
Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

*Loans and borrowings*

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

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



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 9.

*Derecognition*

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

*Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated 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.

**(m) 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.

**(n) Measurement of EBITDA**

As permitted by the Guidance Note on the Revised Schedule VI to the Companies Act, 1956, the company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. In its measurement, the company does not include depreciation and amortization expense, finance costs and tax expense.

**(o) Recent accounting pronouncements**  
**Standards issued but not yet effective**

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material .



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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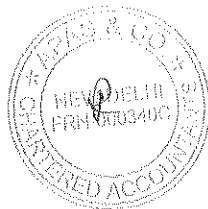
**Ind AS 115- Revenue from Contract with Customers:** On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach)

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018.

The Company will adopt the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. The effect on adoption of Ind AS 115 is expected to be insignificant .



Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

3 Property, plant and equipment

*Rs. In lakhs*

Particulars	Office equipments	Computers	Total
<b>Cost or valuation</b>			
As at April 1, 2016	0.84	5.50	6.34
Additions	0.07	-	0.07
Disposals	-	-	-
<b>As at March 31, 2017</b>	<b>0.91</b>	<b>5.50</b>	<b>6.41</b>
Additions	0.33	-	0.33
<b>As at March 31, 2018</b>	<b>1.24</b>	<b>5.50</b>	<b>6.74</b>
<b>Depreciation</b>			
As at April 1, 2016	0.16	2.99	3.14
Charge for the year	0.19	2.21	2.40
Disposals	-	-	-
<b>As at March 31, 2017</b>	<b>0.35</b>	<b>5.20</b>	<b>5.55</b>
Charge for the year	0.23	0.30	0.53
Disposals	-	-	-
<b>As at March 31, 2018</b>	<b>0.59</b>	<b>5.50</b>	<b>6.07</b>
<b>Net Book value</b>			
<b>As at March 31, 2018</b>	<b>0.65</b>	<b>-</b>	<b>0.67</b>
As at March 31, 2017	0.56	0.30	0.86

4 Intangible Assets

*Rs. In lakhs*

Particulars	Software	Total
<b>Cost or valuation</b>		
As at April 1, 2016	7.63	7.63
Additions	1.03	1.03
<b>As at March 31, 2017</b>	<b>8.66</b>	<b>8.66</b>
Additions	-	-
Disposals	-	-
<b>As at March 31, 2018</b>	<b>8.66</b>	<b>8.66</b>
<b>Amortisation</b>		
As at April 1, 2016	1.62	1.62
Amortisation	1.74	1.74
Disposals	-	-
<b>As at March 31, 2017</b>	<b>3.36</b>	<b>3.36</b>
Amortisation	1.79	1.79
Disposals	-	-
<b>As at March 31, 2018</b>	<b>5.15</b>	<b>5.15</b>
<b>Net Block</b>		
<b>As at March 31, 2018</b>	<b>3.50</b>	<b>3.50</b>
As at March 31, 2017	5.29	5.29





Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

5 Financial assets	As at March 31, 2018 Rs in lakhs	As at March 31, 2017 Rs in lakhs
(i) Trade receivables		
Trade Receivables	-	18.73
	-	18.73
<b>Break-up for security details:</b>		
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	-	18.73
	-	18.73
<b>Impairment Allowance (allowance for bad and doubtful debts)</b>		
Unsecured, considered good	-	-
Doubtful	-	-
	-	-
<b>Total</b>	-	18.73

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) Cash and cash equivalents	As At March 31, 2018 Rs in lakhs	As At March 31, 2017 Rs in lakhs
<b>Balance with banks</b>		
On current & cash credit accounts	0.95	8.32
Cash on hand	0.40	0.41
	1.35	8.73

6 Other current assets	As At March 31, 2018 Rs in lakhs	As At March 31, 2017 Rs in lakhs
Balance with statutory/ government authorities	1.92	0.23
Prepaid Expenses	0.30	0.35
<b>Total</b>	2.22	0.58



7 Share capital

Authorised Share Capital

	Equity shares	
	No. of shares	Rs in lakhs
As at April 1, 2016	1,000,000	10.00
Increase/(decrease) during the year	-	-
As at March 31, 2017	1,000,000	10.00
Increase/(decrease) during the year	-	-
As at March 31, 2018	1,000,000	10.00

Terms/rights attached to equity shares

The company has only one class of equity shares having par value of Rs. 1 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Issued equity capital

Equity shares of INR 1 each issued, subscribed and fully paid

	No. of shares	Rs in lakhs
As at April 1, 2016	100,000	1.00
Increase/(decrease) during the year	-	-
As at March 31, 2017	100,000	1.00
Increase/(decrease) during the year	-	-
As at March 31, 2018	100,000	1.00

Shares held by holding company

	As at March 31, 2018		As At March 31, 2017	
	No. of shares	Rs in lakhs	No. of shares	Rs in lakhs
Equity shares of Rs. 1 each fully paid up				
Grey Fox Project Mangement Company Private Limited	100,000	1.00	100,000	1.00

Details of shareholders holding more than 5% shares in the company

	As at March 31, 2018		As at March 31, 2017	
	No. of shares	% held	No. of shares	% held
Equity shares of Rs. 1 each fully paid up				
Grey Fox Project Mangement Company Private Limited	100,000	100.00%	100,000	100.00%

The Company has not issued Bonus Share, Share for consideration other than Cash and has not bought back shares during the period of five years immediately preceding the reporting date.

8 Other equity

Retained Earnings

	Rs in lakhs	
As at April 1, 2016	(166.91)	
Profit/(loss) for the year	(18.02)	
As at March 31, 2017	(184.93)	
Profit/(loss) for the year	(39.39)	
As at March 31, 2018	(224.32)	

	As at March 31, 2018	As at March 31, 2017
	Rs in lakhs	Rs in lakhs
Other reserves		
Retained Earnings	(224.32)	(184.93)
	(224.32)	(184.93)



Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

9 Financial liabilities

(i) Borrowings

9.00%(Previous Year: 9.50%) loan from Grey Fox Project management Company Pvt. Ltd  
(Holding company)

	As at March 31, 2018 Rs in lakhs	As at March 31, 2017 Rs in lakhs
	197.70	194.70
	<u>197.70</u>	<u>194.70</u>

(ii) Other current financial liabilities

Interest accrued but not due on borrowings  
Outstanding dues of other creditors

	As at March 31, 2018 Rs in lakhs	As at March 31, 2017 Rs in lakhs
	55.20	39.17
	2.14	2.22
	<u>57.34</u>	<u>41.39</u>

10 Other current liabilities

Statutory Dues

	As at March 31, 2018 Rs in lakhs	As at March 31, 2017 Rs in lakhs
	1.56	2.88
	<u>1.56</u>	<u>2.88</u>



Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

11 Revenue from operations

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
<b>Revenue from operations</b>		
Sale of products and services		
- Architectural fee	46.90	97.67
<b>Revenue from operations (gross)</b>	<b>46.90</b>	<b>97.67</b>

12 Other income

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Excess provision/ credit balances written back	-	5.98
Miscellaneous income	-	0.21
<b>Total</b>	<b>-</b>	<b>6.19</b>

13 Employee benefit expense

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Salaries, wages and bonus	1.95	40.91
Staff welfare expenses	0.41	0.95
<b>Total</b>	<b>2.36</b>	<b>41.86</b>

14 Other expenses

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Repair and maintenance	0.15	0.15
Rates and taxes	0.01	0.03
Insurance	0.00	0.00
Communication costs	-	0.30
Printing and stationery	1.53	0.53
Traveling and conveyance	0.00	0.13
Advertisement and business promotion	0.11	0.11
Legal and professional fees	61.90	57.11
Payment to auditors	0.09	0.09
<b>Total</b>	<b>63.79</b>	<b>58.45</b>
<b>Payment to auditor</b>		
As auditor	0.09	0.09
	<b>0.09</b>	<b>0.09</b>

15 Finance costs

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Interest		
- on income tax	-	0.00
- on others	17.81	18.11
Bank charges	0.01	0.00
<b>Total</b>	<b>17.82</b>	<b>18.11</b>



Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

16 Depreciation and amortization expense

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Depreciation of tangible assets	0.53	2.40
Amortization of intangible assets	1.79	1.74
Total	<u>2.32</u>	<u>4.14</u>

17 Finance income

	March 31, 2018 Rs in lakhs	March 31, 2017 Rs in lakhs
Interest Income on :		
- Interest on income tax refund	-	0.68
	<u>-</u>	<u>0.68</u>

18 Earnings per share (Basic and Diluted)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.  
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the company (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.  
The following reflects the income and share data used in the basic and diluted EPS computations:

	March 31, 2018	March 31, 2017
Loss after Tax (Rs. Lakhs)	(39.39)	(18.02)
Weighted Average Number of Equity Shares	100,000	100,000
Basic & Diluted EPS	(39.39)	(18.02)

The weighted average number of shares takes into account the weighted average effect of changes in share transactions during the year. There have been no other transactions involving Equity shares or potential Equity shares between the reporting date and the date of authorisation of these financial statements.



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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**19. Significant accounting judgements, estimates and assumptions**

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

*Judgements*

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

*Estimates and assumptions*

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using other valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

**Taxes**

The management based on its assessment of the industry forecasts and current year profits is hopeful of generating future taxable profits to utilize deductible temporary differences, carry forward of unabsorbed depreciation. However, considering the nature of the Company's operations and history of past tax losses, deferred tax assets (including MAT credit) are recognized to the extent that it is probable that taxable profit will be generated in future against which the deductible temporary differences, carry forward of unabsorbed depreciation and tax losses can be utilised. Accordingly, it is considered prudent to recognize the deferred tax assets only to the extent of deferred tax liabilities



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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**20. Related Party Transactions**

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a) Names of related parties where control exists irrespective of whether transactions have occurred or not,	
Ultimate Holding company	- Lemon Tree Hotels Limited
Holding Company	- Grey Fox Project Management Company Private Limited
Key Management Personnel	- Mr. Alok Ranjan(Director) upto 21 <sup>st</sup> July 2016 - Mr. Rajesh Kumar (Director) - Mr. Prashant Mehrotra(Additional Director)

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**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year

(Rs in lakhs)

Transactions with Related party	Year Ended	Holding Company	Ultimate Holding Company	Key Management Personnel
<b><u>Salary &amp; Perks Paid:-</u></b>				
Mr. Alok Ranjan	31-Mar-18	-	-	-
	31-Mar-17	-	-	38.55
<b><u>Loan Taken</u></b>				
Grey Fox Project Management Company Pvt. Ltd.	31-Mar-18	8.00	-	-
	31-Mar-17	40.00	-	-
<b><u>Loan Repaid</u></b>				
Grey Fox Project Management Company Pvt. Ltd.	31-Mar-18	5.00	-	-
	31-Mar-17	7.00	-	-
<b><u>Professional Charges Received</u></b>				
Lemon Tree Hotels Ltd.	31-Mar-18	-	44.30	-
	31-Mar-17	-	64.10	-
<b><u>Interest Paid</u></b>				
Grey Fox Project Management Company Pvt. Ltd.	31-Mar-18	17.81	-	-
	31-Mar-17	18.11	-	-
<b><u>Balance in Unsecured loan A/c at the year end</u></b>				
Grey Fox Project Management Services Pvt. Ltd.	31-Mar-18	197.70	-	-
	31-Mar-17	194.70	-	-





**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

Transactions with Related party	Year Ended	Holding Company	Ultimate Holding Company	Key Management Personnel
<b><u>Balance in other current liabilities as at year end</u></b>				
Interest payable to Grey Fox Project Management Company Pvt. Ltd.	31-Mar-18	55.20	-	-
	31-Mar-17	39.17	-	-



21. Fair value measurement

This section gives an overview of the significance of financial instruments for the company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument

a. Financial Assets

*Rs. In Lakhs*

	March 31, 2018		March 31, 2017	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
<b>Financial Assets</b>				
Trade Receivables	-	-	-	18.73
Cash and Cash Equivalents	-	1.35	-	8.73
<b>Total Financial Assets</b>	-	<b>1.35</b>	-	<b>27.46</b>

b. Financial Liabilities

*Rs. In Lakhs*

	March 31, 2018		March 31, 2017	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
<b>Financial Liabilities</b>				
Borrowings	-	197.70	-	194.70
Other Current Financial Liabilities	-	57.35	-	41.39
<b>Total Financial Liabilities</b>	-	<b>255.05</b>	-	<b>236.09</b>

c. Fair value measurement hierarchy for assets and liabilities

**Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

**i) Level 1**

Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

**ii) Level 2**

Inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

**iii) Level 3**

Inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

**Financial assets and liabilities measured at fair value**

*Rs. in lakhs*

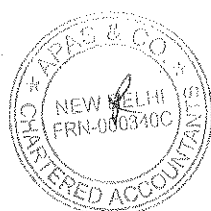
	March 31, 2018			
	Level 1	Level 2	Level 3	Total
Financial investments as FVTPL	-	-	-	-
<b>Total</b>	-	-	-	-

	March 31, 2017			
	Level 1	Level 2	Level 3	Total
Financial investments as FVTPL	-	-	-	-
<b>Total</b>	-	-	-	-

**22. Financial risk management objectives and policies**

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include loans, trade and other receivables, and cash & cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. This financial risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below:



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

**Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include loans and borrowings, deposits and payables/receivables in foreign currencies.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company is carrying its borrowings primarily at variable rate. The Company expects the variable rate to decline, accordingly the Company is currently carrying its loans at variable interest rates.

*Rs. In lakhs*

	<b>March 31, 2018</b>	<b>March 31, 2017</b>
Variable rate borrowings	197.70	194.70
Fixed rate borrowings	-	-

**Interest rate sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	<b>Increase/decrease in basis points</b>	<b>Effect on profit before tax</b>
		<i>Rs. In lakhs</i>
<b>31-March-18</b>		
INR	50	0.99
INR	-50	(0.99)
<b>31-March-17</b>		
INR	50	0.97
INR	-50	(0.97)

**Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and deposits to landlords) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.



### **Trade receivables and Security Deposits**

Customer credit risk is managed by business through the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of each customer is assessed and credit limits are defined in accordance with this assessment. Outstanding customer receivables and security deposits are regularly monitored.

An impairment analysis is performed for all major customers at each reporting date on an individual basis. In addition, a large number of minor receivables are grouped into homogenous group and assessed for impairment collectively. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 5. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

### **Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no exposure in foreign currency.

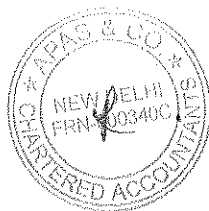
#### **(a) Trade receivables**

Customer credit risk is managed by each business location subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with the assessment both in terms of number of days and amount.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 5. The Company does not hold collateral as security.

#### **(b) Financial instruments and cash deposits**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investment of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2018 and 31 March 2017 is the carrying amount as illustrated in Note 5.



Valerian Management Services Private Limited  
Notes to financial statements for the year ended March 31, 2018

Rs. in lakhs

Ageing	31-Mar-18	31-Mar-17
Not due	-	-
0-60 days past due	-	18.73
61-120 days past due	-	-
121-180 days past due	-	-
180-365 days past due	-	-
365-730 days past due	-	-
more than 730 days	-	-

**Provision for doubtful debts**

Ageing	31-March-18	31-March-17
Not due	-	-
0-60 days past due	-	-
61-120 days past due	-	-
121-180 days past due	-	-
180-365 days past due	-	-
365-730 days past due	-	-
more than 730 days	-	-

	31-March-18	31-March-17
<b>Provision at beginning</b>	-	-
Addition during the year	-	-
Reversal during the year	-	-
Utilised during the year	-	-
<b>Provision at closing</b>	-	-

**Liquidity risk**

The Company monitors its risk of a shortage of funds by estimating the future cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturity within 12 months can be rolled over with existing lenders. The Company does not have any undrawn borrowing facilities at the end of the reporting period.

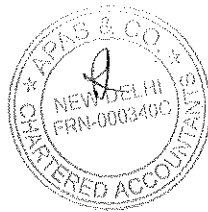


**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

*Rs. In lakhs*

	<b>On demand</b>	<b>Less than 3 months</b>	<b>3 to 12 months</b>	<b>1 to 5 years</b>	<b>&gt; 5 years</b>	<b>Total</b>
<b>Year ended March 31, 2018</b>						
Borrowings	197.70	-	-	-	-	197.70
Financial Liabilities	57.35	-	-	-	-	57.35
	<b>255.05</b>	-	-	-	-	<b>255.05</b>
<b>Year ended March 31, 2017</b>						
Borrowings	194.70	-	-	-	-	194.70
Financial Liabilities	41.39	-	-	-	-	41.39
	<b>236.09</b>	-	-	-	-	<b>236.09</b>



**Valerian Management Services Private Limited**  
**Notes to financial statements for the year ended March 31, 2018**

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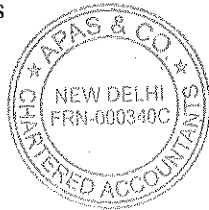
23. There is no unhedged foreign currency exposure as at the balance sheet date.

As per our report of even date

**For APAS & Co.**  
Firm Registration No. 000340C  
Chartered Accountants

*Rajeev Ranjan*

**Rajeev Ranjan**  
Partner  
Membership No. 535395



**For and on behalf of the Board of Directors of**  
**Valerian Management Services Private Limited**

*Prashant Mehrotra*  
**Prashant Mehrotra**  
Director  
DIN: 07333994

*Rajesh Kumar*  
**Rajesh Kumar**  
Director  
DIN: 05251730

Place : New Delhi  
Date : May 24, 2018