

B S R & Co. LLP

Chartered Accountants

Building No. 10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
Gurugram - 122 002, India

Telephone: +91 124 719 1000
Fax: +91 124 235 8613

INDEPENDENT AUDITORS' REPORT

To the Members of SRL Diagnostics Private Limited

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, and except for the effects / possible effects, if any, of the matters described in "Basis for Qualified Opinion" paragraphs of our report, 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, of the state of affairs of the Company as at 31 March 2020, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

As explained in Note 42 of the standalone financial statements, pursuant to certain events/transactions, the erstwhile Audit and Risk Management Committee (the "ARMC") of Fortis Healthcare Limited ("the Parent Company") carried out an independent investigation and special audits by external professional firms on matters relating to systematic lapses/override of internal controls. As a result of investigation/special audits, the Parent Company and its group entities recorded adjustments in its books of accounts during the year ended 31 March 2018 which are explained in Note 42 of the standalone financial statements. However, the report of said investigation was subject to limitations on the information available to the external professional firms; and their qualifications and disclaimers including completeness of related party transactions which relate to or which originated prior to loss of control of erstwhile promoters/directors in the year ended 31 March 2018.

Further, as explained in Note 42 and 43 of the standalone financial statements, various regulatory authorities including Securities and Exchange Board of India ("SEBI") and Serious Fraud Investigation Office ("SFIO") are undertaking their own investigations on these matters, which are currently ongoing.

As explained in Note 42(e) of the standalone financial statements, the management of the Parent Company has also initiated additional procedures/ enquiries, which are ongoing, of certain entities in the Group of the Parent Company (i.e. Fortis Group) that were impacted in respect of the matters investigated by the external legal firm. Consequently, an overall assessment of the impact of the additional procedures/ enquiries and/or investigations on the standalone financial Statements is yet to be concluded.

Also, as explained in Note 44 of the standalone financial statements, a Civil Suit claiming Rs. 25,344 lacs was filed by a third party against various entities including the Company and certain entities within the group relating to "Fortis, SRL and La-Femme" brands. Based on legal advice of external legal counsel, the Management believes that the claims are without legal basis and not tenable. The matter is currently sub-judice.

In view of the above, we are unable to comment on further adjustments/ disclosures which may become



necessary as a result of findings arising out of the ongoing additional procedures/ enquiries/ investigations required, if any, and outcome of civil suit on the standalone financial statements including completeness/accuracy of the related party transactions which relate to or which originated prior to loss of control of erstwhile promoters/ directors in the year ended 31 March 2018, the regulatory non-compliances, if any, and the consequential impact of the above adjustments, if any, on the standalone financial statements.

The matter stated above was also subject matter of qualification in our audit opinion on the standalone financial statements for the year ended 31 March 2019.

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

Other Information

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

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

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

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



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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone 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 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 in the standalone financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We believe that except as stated in the "Basis for Qualified Opinion" paragraphs, the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified audit opinion on the standalone financial statements.



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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, which is subject to the effects/ possible effects of the matters described in the "Basis for Qualified Opinion" paragraphs of our Audit Report and the material weakness described in the "Basis for Qualified Opinion" paragraph in our separate Report on the Internal Financial Controls with reference to financial statements.
2. (A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and, except for the matters described in the "Basis for Qualified Opinion" paragraphs above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) Except for the effects/ possible effects of the matters described in the "Basis for Qualified Opinion" paragraphs above, 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 balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) Except for effects/ possible effects of the matters described in the "Basis for Qualified Opinion" paragraphs above, in our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
 - e) The matters described in the "Basis for Qualified Opinion" paragraphs, in our opinion, may have an adverse effect on the functioning of the Company.
 - f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - g) The qualification relating to maintenance of accounts and other matters connected therewith are as stated in the "Basis for Qualified Opinion" paragraphs above.
 - h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



(B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. Except for the effects/ possible effects of matters described in the "Basis for Qualified Opinion" paragraphs above, the Company has disclosed the impact of pending litigations as at 31 March 2020 on its financial position in its standalone financial statements - Refer Note 37 and 44 to the standalone financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2020.

(C) With respect to the matter to be included in the Auditors' Report under section 197(16):

According to the information and explanations given to us, no remuneration has been paid by the Company to any of its director during the current year.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022



Rajesh Arora
Partner
Membership No.076124
ICAI UDIN: 20076124AAAAAX5635

Place: Gurugram
Date: 15 June 2020

Annexure A to the Independent Auditors' report on the standalone financial statements of SRL Diagnostics Private Limited for the year ended 31 March 2020

(Referred to in paragraph (1) under 'Report on Other Legal and Regulatory Requirements' section of our Audit Report of even date and except for the effects/possible effects of the matters described in the "Basis for Qualified Opinion" paragraphs of our Audit Report and the material weakness described in the "Basis for Qualified Opinion" in our separate Report on the Internal Financial Controls with reference to financial statements)

- (i) a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets (Property, plant and equipment).
- b) According to the information and explanations given to us, the Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the books of account, the title deeds of immovable properties of land and buildings which are freehold, are held in the name of the Company.
- (ii) According to the information and explanations given to us, the inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. As informed to us, discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the current year.
- (iv) Except for the effects/ possible effects of the matters described in Basis for Qualified Opinion section of the Audit Report, in our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits during the year under the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013. Accordingly, paragraph 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 in respect of its services and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of such records with a view to determine whether they are accurate or complete.



- (vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, duty of customs, cess and other material statutory dues have been regularly deposited during the year with the appropriate authorities, though there has been a slight delay in few cases of provident fund. As explained to us, the Company did not have any dues on account of sales-tax, value added tax, duty of excise and service tax.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, goods and services tax, cess and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.
- c) According to the information and explanations given to us, except as stated below, there are no dues of income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax and goods and services tax which have not been deposited by the Company with the appropriate authorities on account of disputes:

Name of Statute	Nature of the dues	Period to which the amount relates	Amount (Rupees in lakhs)	Paid in Protest (Rupees in lakhs)	Forum where dispute is pending
Income Tax Act, 1961	Dispute with regard to consultation fees paid to doctors considered as referral fee and certain other disallowances.	AY 2013-14 - 2018-19	18,667.44	3,548.16	CIT (Appeals)
Income Tax Act, 1961	Dispute with regard to tax deduction under section 194J instead of section 192B (classification).	AY 2016-17	198.98	39.80	CIT (Appeals)

- (viii) According to the information and explanations given to us, the Company did not have any outstanding dues to debenture holders and loans or borrowings from banks, financial institutions or government during the year.
- (ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) As explained in Note 42 of the Standalone Financial Statements:
- (a) At this juncture the Board is unable to make a determination on whether a fraud has occurred on the Company in respect of the matters covered in the investigation by the external legal firm, considering the limitations on the information available to the external legal firm and their qualifications and disclaimers as described in their Investigation Report.
- (b) Various regulatory authorities are currently undertaking their own investigation (refer Note 43 of the Standalone Financial Statements), and it is likely that they may make a determination on whether any fraud or any other non-compliance/ illegalities have occurred in relation to the matters addressed in the Investigation Report.

Subject to the above, and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

- (xi) According to the information and explanations given to us, no managerial remuneration has been paid/ accrued in the current year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) Except for the effects / possible effects of the matter described in Basis for Qualified Opinion section, transactions with related parties are in compliance with 188 of the Act, where applicable, and the details of such transactions have been disclosed in the standalone financial statements, as required by the applicable accounting standards. According to the information and explanations given to us, the provisions of Section 177 are not applicable to the Company.
- (xiv) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B S R & Co. LLP
Chartered Accountants
Registration Number: 101248W/W-100022



Rajesh Arora
Partner
Membership No: 076124
ICAI UDIN: 20076124AAAAAX5635

Place: Gurugram
Date: 15 June 2020

Annexure B to the Independent Auditors' report on the standalone financial statements of SRL Diagnostics Private Limited for the period ended 31 March 2020.

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

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

Qualified Opinion

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

In our opinion, except for the effects/ possible effects of the material weakness described below on the achievement of the objectives of the control criteria, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Standalone Financial Statements of the Company for the year ended 31 March 2020 and this material weakness has, inter alia, affected our opinion on the said Standalone Financial Statements and we have issued a qualified opinion on the said Standalone Financial Statements.

Basis for Qualified Opinion

As explained in "Basis for Qualified Opinion" paragraphs of our Main Audit Report on the standalone financial statements for the year ended 31 March 2020, pursuant to certain events/transactions in earlier years, the erstwhile Audit and Risk Management Committee (the "ARMC") of the Parent Company had initiated an independent investigation by an external legal firm and special audits by professional firms on matters relating to systemic lapses and override of controls. The report has since been submitted and is subject to limitations on the information available to the external legal firm and their qualifications and disclaimers as described in their Investigation report. The management of the Parent Company has also initiated additional procedures/ enquiries, which are ongoing, of certain entities in the Group of the Parent Company (i.e. Fortis group) that were impacted in respect of the matters investigated by the external legal firm. Consequently, an overall assessment of the impact of the additional procedures/ enquiries and/or investigations on the standalone financial Statements is yet to be concluded. Further, the investigation by different regulatory authorities in these matters is still ongoing and an overall assessment of the impact of the investigations is yet to be concluded. Pending final outcome of the regulatory investigations and enquiries, completeness of identification of deficiencies cannot be ascertained.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial controls with Reference to Standalone Financial Statements

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 Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone 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 standalone 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.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No. 101248W/W-100022



Rajesh Arora
Partner
Membership No. 076124
ICAI UDIN: 20076124AAAAAX5635

Place: Gurugram
Date: 15 June 2020


SRL DIAGNOSTICS PRIVATE LIMITED
STANDALONE BALANCE SHEET AS AT 31 MARCH 2020

	Notes	As at	As at
		31 March 2020	31 March 2019
		(Rupees in Lakhs)	(Rupees in Lakhs)
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	4,161.11	5,079.59
(b) Capital work-in-progress	3	3.19	-
(c) Right-of-use assets	35	1,392.99	-
(d) Goodwill	4	1,167.52	1,167.52
(e) Other intangible assets	4	1,877.09	2,665.23
(f) Investment in joint ventures	5	950.88	950.88
(g) Financial assets			
(i) Loans	6	522.72	527.50
(ii) Other financial assets	6A	8.46	6.60
(h) Deferred tax assets (net)	7	407.03	401.27
(i) Non-current tax assets (net)	8	1,883.69	1,541.14
(j) Other non-current assets	9	3,888.07	3,219.94
Total non-current assets		16,262.75	15,559.67
Current assets			
(a) Inventories	10	691.15	575.17
(b) Financial assets			
(i) Trade receivables	11	1,595.12	1,370.51
(ii) Cash and cash equivalents	12	3,213.31	2,511.82
(iii) Loans	13	0.81	-
(iv) Other financial assets	14	152.13	160.18
(c) Other current assets	15	114.84	115.62
(d) Assets held for sale	15A	89.67	-
Total current assets		5,857.03	4,733.30
Total assets		22,119.78	20,292.97
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	16	395.82	395.82
(b) Other equity		5,419.62	2,913.71
Total equity		5,815.44	3,309.53
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	9,900.00	12,300.00
(ii) Lease liabilities	35	1,076.54	-
(ii) Other financial liabilities	19	818.25	1,031.40
(b) Provisions	20	449.11	400.24
Total non-current liabilities		12,243.90	13,731.64
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	21		
- Total outstanding dues of micro enterprises and small enterprises		18.53	12.23
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,468.48	1,301.32
(ii) Lease liabilities	35	419.70	-
(iii) Other financial liabilities	22	1,743.15	1,579.00
(b) Other current liabilities	23	226.53	189.02
(c) Provisions	24	184.05	170.23
Total current liabilities		4,060.44	3,251.80
Total liabilities		16,304.34	16,983.44
Total equity and liabilities		22,119.78	20,292.97

See accompanying notes forming integral part of the financial statements 1-44

In terms of our report attached

For **BSR & Co. LLP**
Chartered Accountants


Rajesh Arora
Partner
Membership Number: 076124

Place : Gurugram
Date : 15 June 2020

For and on behalf of the Board of Directors of
SRL Diagnostics Private Limited


Mangesh Shrikant Shirodkar
Director
DIN: 05320244


Arpita Roy
Director
DIN: 08582794

Place : Gurugram
Date : 15 June 2020

SRL DIAGNOSTICS PRIVATE LIMITED
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2020

	Notes	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
Income			
Revenue from operations	25	27,877.97	28,322.02
Other income	26	267.57	247.46
Total Income		28,145.54	28,569.48
Expenses			
Cost of materials consumed	27	5,329.47	5,317.42
Cost of tests outsourced		831.68	845.22
Employee benefits expense	28	4,850.22	4,367.16
Finance costs	29	1,942.18	1,934.74
Depreciation and amortisation expense	30	2,302.26	1,856.92
Other expenses	31	9,298.30	10,063.59
Total expenses		24,554.11	24,385.05
Profit before tax		3,591.43	4,184.43
Tax expense			
Current tax (net)	32	1,044.38	1,473.06
Deferred tax	32	11.16	8.67
Total tax expenses		1,055.54	1,481.73
Profit for the year		2,535.89	2,702.70
Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurements of the defined benefit plans	38	(67.21)	23.73
(ii) Income tax relating to items that will not be reclassified to profit or loss	32	16.92	(8.29)
Total other comprehensive (loss)/income		(50.29)	15.44
Total comprehensive income for the year		2,485.60	2,718.14
Earnings per equity share			
Basic (in Rupees)	33	64.07	68.28
Diluted (in Rupees)	33	64.07	68.28
See accompanying notes forming integral part of the financial statements	1-44		

In terms of our report attached

For **BSR & Co. LLP**
Chartered Accountants



Rajesh Arora
Partner
Membership Number: 076124

For and on behalf of the Board of Directors of
SRL Diagnostics Private Limited



Mangesh Shrikant Shirodkar
Director
DIN: 05320244



Arpita Roy Dam
Director
DIN: 08582794

Place : Gurugram
Date : 15 June 2020

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SRL DIAGNOSTICS PRIVATE LIMITED
STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2020

	Notes	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
A Cash flows from operating activities			
Profit before tax		3,591.43	4,184.43
Adjustments for :			
Depreciation and amortisation expense	30	2,302.26	1,856.92
Interest income	26	(123.97)	(110.83)
Loss/(Profit) on disposal of property, plant and equipment and intangible assets (net)	31 and 26	8.52	(8.03)
Impairment loss on asset held for sale	15A	14.46	-
Liabilities no longer required written back	25	(156.23)	(87.57)
Expense recognised in respect of equity settled share based payments	28	11.31	11.28
Loss allowance for trade receivables	31	72.03	18.20
Loss allowance for deposits and advances	31	24.53	11.39
Finance costs	29	1,942.18	1,934.74
Remeasurements of defined benefit liabilities	38	(67.21)	23.73
Operating profit before changes in following assets and liabilities		7,619.31	7,834.26
(Increase)/Decrease in inventories		(115.98)	163.44
Increase in trade receivables		(296.65)	(61.01)
Increase in other assets		(422.05)	(1,467.45)
Decrease/(Increase) in other financial assets		8.06	(30.49)
(Decrease)/Increase in provisions		62.69	42.71
Increase in trade payables		329.70	169.66
Increase in other financial liabilities		151.08	38.76
Increase/(Decrease) in other liabilities		37.51	(129.66)
Cash generated from operations		7,373.67	6,560.22
Income taxes paid		(1,386.93)	(1,480.70)
Net cash flow from operating activities		5,986.74	5,079.52
B Cash flows from investing activities			
Repayment received of Inter-corporate deposits		-	1,900.00
Interest received on inter-corporate deposits		-	51.82
Balances held with banks as margin money		(1.86)	(0.86)
Interest received		123.96	107.75
Payments for purchase of property, plant and equipment and intangible assets		(858.04)	(1,504.77)
Proceeds from disposal of property, plant and equipment		249.38	65.92
Net cash (used)/generated from investing activities		(486.56)	619.86
C Cash flows from financing activities (refer note 17)			
Repayment of borrowings	18	(2,400.00)	(1,500.00)
Lease liability payment	35	(465.51)	-
Finance cost paid		(1,933.18)	(2,322.17)
Net cash flow used in financing activities		(4,798.69)	(3,822.17)
Net decrease in cash and cash equivalents [A+B+C]		701.49	1,877.21
Cash & cash equivalents at the beginning of the year		2,511.82	634.61
Cash & cash equivalents at the end of the year	12	3,213.31	2,511.82

Note:

During the year, the Company paid Rs. 69.15 lakhs (31 March 2019 Rs. 51.58 lakhs) towards corporate social responsibility expenditure (refer note 39).

See accompanying notes forming integral part of the financial statements

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For **B S R & Co. LLP**
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Mangesh Shrikant Shirodkar
Director
DIN:05320244



Arpita Roy Dam
Director
DIN: 08582794

Place : Gurugram
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SRL DIAGNOSTICS PRIVATE LIMITED
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2020

Other equity

Particulars	Equity			Other equity		Total	(Rupees in Lakhs) Total equity
	Equity share capital	Deemed equity contribution *	Retained earnings **	Deemed equity contribution *	Retained earnings **		
Balance as at 1 April 2018	395.82	-	175.29	-	175.29	571.11	
Financial guarantee and employee stock options granted by Holding Company	-	20.28	-	-	20.28	20.28	
Profit for the year	-	-	2,702.70	-	2,702.70	2,702.70	
Other comprehensive income (net of income tax)	-	-	15.44	-	15.44	15.44	
Total comprehensive income for the year	-	20.28	2,718.14	-	2,738.42	2,738.42	
Balance as at 31 March 2019	395.82	20.28	2,893.43		2,913.71	3,309.53	
Balance as at 1 April 2019	395.82	20.28	2,893.43	20.28	2,913.71	3,309.53	
Financial guarantee and employee stock options granted by Holding Company	-	20.31	-	-	20.31	20.31	
Profit for the year	-	-	2,535.89	-	2,535.89	2,535.89	
Other comprehensive loss (net of income tax)	-	-	(50.29)	-	(50.29)	(50.29)	
Total comprehensive income for the year	-	20.31	2,485.60	-	2,505.91	2,505.91	
Balance as at 31 March 2020	395.82	40.59	5,379.03		5,419.62	5,815.44	

* Includes financial guarantee given by holding company for cash credit facility taken from bank and employee stock option granted by holding company to employees of the Company (refer note 28).

** Retained earnings are the accumulated profits earned by the company till date.

See accompanying notes forming integral part of the financial statements

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For B S R & Co. LLP

Chartered Accountants

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Partner

Membership Number: 076124

Place : Gurugram
Date : 15 June 2020

For and on behalf of the Board of Directors of

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Mangesh Shrikant Shirodkar
Director

DIN: 05320244

Arpita Roy

Arpita Roy Dam
Director

DIN: 08582794

Place : Gurugram
Date : 15 June 2020

SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Note 1. Corporate Information

SRL Diagnostics Private Limited ("the Company" or "SRLDPL") is a private limited company domiciled in India and incorporated under provisions of the Companies Act, having its registered office at 74, Paschim Marg, Opposite C block market, Vasant Vihar, New Delhi - 110057, India.

The Company, is in the business of establishing, maintaining and managing clinical reference laboratories, to provide testing, diagnostics and prognostics monitoring/ screening tests services. The Company also provides laboratory support services for clinical research studies.

Note 2. Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. The accounting policies adopted are consistent with those of the previous financial year except for changes as described in note 2B due to amendment in applicable accounting guidance (also refer to respective policies).

(a) Basis of preparation

(i) Statement of compliance

These Standalone Financial Statements ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended notified under Section 133 of Companies Act, 2013, ("the Act") and other relevant provisions of the Act. All the amounts included in the financial statements are reported in lakhs of Indian Rupees and are rounded to the nearest lakhs rounded off to two decimals, except per share data.

(ii) Functional and presentation currency

These Standalone financial statements are presented in Indian Rupees, which is also the Company's functional currency. All amounts are in Indian Rupees lakhs except share data and per share data, unless otherwise stated.

(iii) Historical cost convention

The standalone financial statements have been prepared under historical cost convention on accrual basis, unless otherwise stated. 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.

(b) 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;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

The Company classifies all other assets 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
- 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 respectively.

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 for the purpose of current-non-current classification of assets and liabilities.

(c) Measurement of fair values

A number of the accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

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

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

The Company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

(d) Property, plant and equipment (PPE) and intangible assets

(i) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost, which includes capitalized finance costs, less accumulated depreciation and any accumulated impairment loss. The cost of an item of Property, Plant and Equipment comprises its purchase price, including import duties and other



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

non-refundable taxes or levies, freight, any directly attributable cost of bringing the asset to its working condition for its intended use and estimated cost of dismantling and restoring onsite; any trade discounts 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 and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are shown under other non-current assets and cost of assets not ready for intended use before the year end, are shown as capital work-in-progress.

(ii) Intangible assets

- Internally generated goodwill is not recognised as an asset. With regard to other internally generated intangible assets:
 - Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the Statement of Profit and Loss as incurred.
 - Development expenditure including regulatory cost and legal expenses leading to product registration/ market authorisation relating to the new and/or improved product and/or process development capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use the asset. The expenditure capitalised includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use, and directly attributable finance costs (in the same manner as in the case of tangible fixed assets). Other development expenditure is recognised in the Statement of Profit and Loss as incurred.
- Intangible assets that are acquired (Trademarks, software etc.) are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less accumulated amortization (for finite lives intangible assets) and any accumulated impairment loss. Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.
- The cost of goodwill acquired is carried at cost. The goodwill is not amortised and tested for impairment annually or more frequently when there is indication that it may be impaired.

(iii) Depreciation and amortization methods, estimated useful lives and residual value

Depreciation is provided on straight line basis on the original cost/ acquisition cost of assets or other amounts substituted for cost of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs, except for certain classes of fixed assets which are depreciated based on the internal technical assessment of the management. The details of useful life are as under:

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SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Asset	Management estimate of Useful life	Useful life as per Schedule II
Plant and equipment- Pathology	13 years	10 years
Plant and equipment- Imaging	10 years	10 years
Building	60 years	60 years
Office equipments	5- 8 years	5 years
Furniture and fixtures	10 years	10 years
Furniture and fixtures- signage	5 years	10 years
Motor vehicles	8 years	8 years
Computers	3 years	3 years

Freehold land is not depreciated.

Leasehold improvements are depreciated over the period of the lease or 5 years (which is the expected useful life), whichever is shorter.

Estimated useful lives of the intangible assets are as follows:

Category of assets	Management estimate of Useful Life
Software	3 years
Trademarks	10 years

Depreciation and amortization on property, plant and equipment and intangible assets added/ disposed off during the year has been provided on straight line method on pro-rata basis with reference to the date/month of addition/disposal.

Depreciation and amortization methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use or the primary period of the business acquisition agreement, whichever is less.

(iv) Derecognition

A property, plant and equipment and intangible assets is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(e) Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows (i.e. corporate assets) are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amount of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognized in prior periods, the Company reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(f) Financial instrument

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.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Subsequent measurement

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

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVPL)
- Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if 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. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset or the amortised cost of the financial liability. 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 other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

Debt instrument at FVOCI

A 'debt instrument' is classified as at the FVOCI if the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and the asset's contractual cash flows represent SPPI.

Debt instruments included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to the Statement of Profit and Loss. Interest earned whilst holding FVOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVPL

FVPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVOCI, is classified as at FVPL. In addition, at initial recognition, the Company may irrevocably elect to designate a debt instrument, which otherwise meets amortised cost or FVOCI criteria, as at FVPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Equity investments

Equity investments in subsidiaries, jointly controlled entities and associates are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in such entities, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

All other equity investments which are in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVPL. For all other equity instruments in scope of Ind AS 109, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

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

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

Impairment of financial assets

The Company recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the Statement of Profit and Loss.

Derecognition of financial assets

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



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Statement of Profit and Loss.

Derecognition of financial liabilities

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

Derivative financial instruments

The Company uses various types of derivative financial instruments to hedge its currency and interest risk etc. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(g) Inventories

The inventories of materials representing reagents, chemicals and consumables are valued at lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary.

The Company uses weighted average method to determine cost for all categories of inventories except for goods in transit which is valued at specifically identified purchase cost. Cost includes all costs of purchase, and other costs incurred in bringing the inventories to their present location and condition inclusive of non-refundable (adjustable) taxes wherever applicable.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale. The comparison of cost and net realisable value is made on an item-by-item basis.

(h) Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

For the purpose of cash flow statement, cash and cash equivalent includes cash in hand, in banks, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less, net of outstanding bank overdrafts that are repayable on demand and are considered part of the cash management system.

(i) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent liabilities and commitments are reviewed by the management at each balance sheet date.

(j) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(k) Revenue recognition

Revenue primarily comprises medical testing charges. Medical testing charges consists of fees received for various tests conducted in the field of pathology and radiology.

Contracts with customers could include promises to transfer multiple services to a customer. The Company assesses the services promised in a contract and identifies distinct performance obligation in the contract. Revenue for each distinct performance obligation is measured at an amount that reflects the consideration which the Company expects to receive in exchange for those services and is net of tax collected from customers and remitted to government authorities and applicable discounts and allowances including claims.

Revenue from Medical tests is recognized on accrual basis when the reports are generated and released to customers, net of discounts, if any.

Revenue includes only those sales for which the Company has acted as a principal in the transaction, takes title to the products, and has the risks and rewards of ownership, including the risk of loss for collection, delivery and returns. Any revenue transaction for which the Company has acted as an agent or broker without assuming the risks and rewards of ownership have been reported on a net basis.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as other financial assets when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Deferred revenue (“contract liability”) is recognised as other current liability when there is billings in excess of revenues.

Interest income on financial assets (including deposits with banks) is recognized using the effective interest rate method on a time proportionate basis.

(l) Employee benefits

Short-term employee benefits

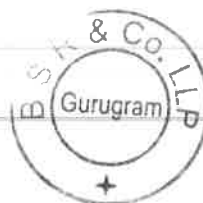
All employee benefits falling due within twelve months of the end of the period in which the employees render the related services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. and are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

Post-employment benefits

Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:

a) **Gratuity**

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. The liability in respect of gratuity is recognised in the books of account based on actuarial valuation by an independent actuary using



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the Projected Unit Credit method. The gratuity liability of the Company is funded with Life Insurance Corporation of India.

b) Provident fund

(i) The Company's contribution to provident fund is treated as defined contribution plan under which an entity pays fixed contributions to government administered fund and has no legal or constructive obligation to pay further amounts.

(ii) The Company's contribution to the provident fund is charged to Statement of Profit and Loss in the periods during which the related services are rendered by employees.

Other long-term employee benefits:

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made on retirement including early retirement, on withdrawal of scheme, at resignation and upon death of the employee. Accumulated compensated absences are treated as other long-term employee benefits.

Termination benefits are recognised as an expense when, as a result of a past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Actuarial valuation

The liability in respect of all defined benefit plans and other long-term benefits is accrued in the books of account on the basis of actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligations.

Remeasurement gains and losses on other long-term benefits are recognised in the Statement of Profit and Loss in the year in which they arise. Remeasurement gains and losses in respect of all defined benefit plans arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in other equity in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Any differential between the plan assets (for a funded defined benefit plan) and the defined benefit obligation as per actuarial valuation is recognised as a liability if it is a deficit or as an asset if it is a surplus (to the extent of the lower of present value of any economic benefits available in the form of refunds from the plan or reduction in future contribution to the plan).

Past service cost is recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits are already vested immediately following the introduction of, or changes to, a defined benefit plan, the past service cost is recognised immediately in the Statement of Profit and Loss. Past service cost may be either positive (where benefits are introduced or improved) or negative (where existing benefits are reduced).



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(m) Share-based payments

The grant date fair value of options granted (net of estimated forfeiture) to employees of the Company is recognized as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognized in connection with share-based payment transaction is presented as a separate component in equity under "share option outstanding account". In case of stock options issued by the holding company, the same is presented as a deemed equity contribution under Other Equity. The amount recognized as an expense is adjusted to reflect the actual number of stock options that vest. For the option awards, grant date fair value is determined under the option-pricing model (Black-Scholes-Merton). Forfeitures are estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures materially differ from those estimates.

Corresponding balance of a share option outstanding account is transferred to general reserve upon expiry of grants or upon exercise of stock options by an employee.

(n) Finance costs

Finance costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Finance cost also includes exchange differences to the extent regarded as an adjustment to the finance costs. Finance costs that are directly attributable to the construction or production or development of a qualifying asset are capitalized as part of the cost of that asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other finance costs are expensed in the period in which they occur.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the finance costs eligible for capitalization. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Ancillary costs incurred in connection with the arrangement of borrowings are amortised over the period of such borrowings.

(o) Income tax

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

Current taxes

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset only if there is a legally enforceable right to set



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off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred taxes

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to freehold land and investments in subsidiaries, to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets (DTA) include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be applied to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(p) Leases

Effective April 1, 2019, the Company has applied Ind AS 116 using modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under Ind AS 17. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116 and the impact of changes is disclosed in note 2B below.

Policy applicable from April 1, 2019

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. 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:



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- the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset through the period of use; and
- the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases, where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
 - the Company has the right to operate the asset; or
 - the Company designed the asset in a way that predetermines how and for what purpose it will be used

An entity shall reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

This policy is applicable to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Policy applicable before April 1, 2019

For contracts entered into before 1 April 2019, the Company determined whether the arrangement was or contained a lease based on the assessment of whether:

- fulfillment of the arrangement was dependent on the use of a specific asset or assets; and
- the arrangement had conveyed a right to use the asset. An arrangement conveyed the right to use the asset if one of the following was met:
 - the purchaser had the ability or right to operate the asset while obtaining or controlling more than an insignificant amount of the output;
 - the purchaser had the ability or right to control physical access to the asset while obtaining or controlling more than an insignificant amount of the output; or
 - facts and circumstances indicated that it was remote that other parties would take more than an insignificant amount of the output, and the price per unit was neither fixed per unit of output nor equal to the current market price per unit of output.



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(i) As a lessee

The Company accounts for assets taken under lease arrangement in the following manner:

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The right of use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term. The estimated useful lives of right-of-use are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of use assets and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight- line basis over the lease term.

Under Ind AS 17

In the comparative period, a lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

Finance leases

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. A finance lease is recognized as an asset and a liability at the commencement of the lease, at the lower of the fair value of the asset and the present value of the minimum lease payments. Minimum lease payments made under finance leases are apportioned between the finance



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expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(ii) As a lessor

The Company accounts for assets given under lease arrangement in the following manner:

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Assets subject to operating leases are included in Property, Plant and Equipment. Rental income on operating lease is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Costs, including depreciation, are recognized as an expense in the Statement of Profit and Loss. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased assets and recognised on a straight-line basis over the lease term.

The accounting policies applicable to the Company as a lessor in the comparative period were not different from Ind AS 116.

(q) Foreign currency translation

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at balance sheet date exchange rates are generally recognised in Statement of Profit and Loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income (OCI).



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(r) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated. The company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

(s) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (“CODM”) who is responsible for allocating resources and assessing performance of the operating segments.

(t) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

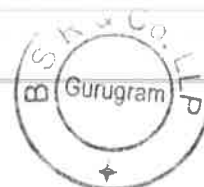
- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Note 2A. Critical estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes.

- Leasing arrangement (classification and accounting) – Note 2 (p)
- Financial instruments - Note 2 (f)
- Fair value measurement – Note 2 (c)
- Estimated impairment of financial assets and non-financial assets – Note 2(f), 2(e)



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- Recognition and measurement of contingency: Key assumption about the likelihood and magnitude of an outflow of resources – Note 37
- Recognition and estimation of tax expense including deferred tax– Note 2 (o)
- Assessment of useful life and residual value of property, plant and equipment and intangible asset – Note 2 (d)
- Estimation of assets and obligations relating to employee benefits (including actuarial assumptions) – Note 38

Note 2B. Changes in significant accounting policies

The Company initially applied Ind AS 116 Leases from 1 April 2019. A number of other new amendments to standards are also effective from 1 April 2019 but they do not have a material effect on the Company's financial statements.

The Company applied Ind AS 116 using the modified retrospective approach. Accordingly, the comparative information presented for March 31, 2019 is not restated - i.e. it is presented, as previously reported, under Ind AS 17. The details of the changes in accounting policies are disclosed below. Additionally, the disclosure requirements in Ind AS 116 have not generally been applied to comparative information.

A. Definition of a lease

Previously, the Company determined at contract inception whether an arrangement was or contained a lease under Ind AS 17. The Company now assesses whether a contract is or contains a lease based on the definition of a lease, as explained in 2(p).

B. As a lessee

As a lessee, the Company leases many assets including property, medical equipment. The Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116, the Company recognises right-of-use assets and lease liabilities for most of these leases - i.e. these leases are on-balance sheet, At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone price.

Leases classified as operating leases under IAS 17

Previously, the Company classified property leases as operating leases under IAS 17. On transition, for these leases, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Company's incremental borrowing rate as at 1 April 2019. Right-of-use assets are measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.

The Company has tested its right-of-use assets for impairment on the date of transition and has concluded that there is no indication that the right-of-use assets are impaired.

The Company used a number of practical expedients when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17. In particular, the Company:

- did not recognise right-of-use assets and liabilities for leases for which the lease term ends within 12 months of the date of initial application;
- did not recognise right-of-use assets and liabilities for leases of low value assets;



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3 Property, plant and equipment

	Leasehold improvements	Land	Plant and equipment	Buildings	Computers	Furniture and Fixtures	Motor vehicles	Office equipments	Total	Capital work-in-progress
Gross carrying value										
As at 1 April 2018	492.87	5.48	7,023.36	360.32	186.43	108.90	164.12	342.76	8,684.24	17.49
Additions	101.65	-	1,185.22	-	23.14	3.79	7.28	43.97	1,365.05	42.14
Disposals	2.96	-	130.39	-	3.65	3.08	4.17	6.15	150.40	59.63
As at 31 March 2019	591.56	5.48	8,078.19	360.32	205.92	109.61	167.23	380.58	9,898.89	-
As at 1 April 2019	591.56	5.48	8,078.19	360.32	205.92	109.61	167.23	380.58	9,898.89	-
Additions	61.98	-	210.74	-	54.85	3.29	6.55	49.25	386.66	118.38
Disposals	3.75	-	757.47	-	14.62	8.62	2.73	53.73	840.92	115.19
Classified as assets held for sale	75.74	-	285.89	-	38.45	2.27	-	64.00	466.36	-
As at 31 March 2020	574.05	5.48	7,245.57	360.32	207.69	102.01	171.05	312.10	8,978.27	3.19
Accumulated Depreciation										
As at 1 April 2018	157.71	-	3,344.76	19.46	106.64	49.34	56.69	128.36	3,862.96	-
Depreciation	129.20	-	797.42	6.48	32.12	11.88	19.74	52.02	1,048.86	-
Eliminated on disposal of assets	0.95	-	80.72	-	2.53	1.39	3.22	3.71	92.52	-
As at 31 March 2019	285.96	-	4,061.46	25.94	136.23	59.83	73.21	176.67	4,819.30	-
As at 1 April 2019	285.96	-	4,061.46	25.94	136.23	59.83	73.21	176.67	4,819.30	-
Depreciation	153.86	-	666.86	6.50	34.90	12.55	18.59	49.85	943.11	-
Eliminated on disposal of assets	3.75	-	544.81	-	6.68	7.05	2.60	18.14	583.03	-
Classified as assets held for sale	73.64	-	208.63	-	35.29	2.10	-	42.56	362.22	-
As at 31 March 2020	362.43	-	3,974.88	32.44	129.16	63.23	89.20	165.82	4,817.15	-
Net carrying value										
As at 31 March 2019	305.60	5.48	4,016.73	334.38	69.69	49.78	94.02	203.91	5,079.59	-
As at 31 March 2020	211.62	5.48	3,270.69	327.88	78.53	38.78	81.85	146.28	4,161.11	3.19



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4 Goodwill and other intangible assets

	(Rupees in Lakhs)			
	Goodwill	Softwares	Trademarks	Total
Gross carrying value				
As at 1 April 2018	1,167.52	267.18	5,858.20	6,125.38
Additions	-	7.20	-	7.20
Disposals	-	0.14	-	0.14
As at 31 March 2019	1,167.52	274.24	5,858.20	6,132.44
As at 1 April 2019	1,167.52	274.24	5,858.20	6,132.44
Disposals	-	0.56	-	0.56
As at 31 March 2020	1,167.52	273.68	5,858.20	6,131.88
Accumulated Amortisation				
As at 1 April 2018	-	124.64	2,534.65	2,659.29
Amortisation	-	68.49	739.57	808.06
Eliminated on disposal of Assets	-	0.14	-	0.14
As at 31 March 2019	-	192.99	3,274.22	3,467.21
As at 1 April 2019	-	192.99	3,274.22	3,467.21
Amortisation	-	68.77	719.37	788.14
Eliminated on disposal of Assets	-	0.56	-	0.56
As at 31 March 2020	-	261.20	3,993.59	4,254.79
Net carrying value				
As at 31 March 2019	1,167.52	81.25	2,583.98	2,665.23
As at 31 March 2020	1,167.52	12.48	1,864.61	1,877.09

Notes:-

(a) Acquired goodwill Includes the excess consideration paid by SRL Diagnostics Private Limited on the net assets of diagnostics businesses acquired by it during previous years.

Goodwill acquired separately are tested for impairment annually at the year-end or more frequently if there are indications that goodwill might be impaired. The Company considers the whole diagnostics business of SRL Diagnostic as a single CGU and hence, the impairment of goodwill acquired separately is tested on total diagnostic business of SRL Diagnostics Private Limited.

The recoverable amounts of the CGUs are determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the year. Management estimates discount rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The growth rates are based on industry growth forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The Company made an assessment of recoverable amount of the CGUs based on value-in-use calculations which uses cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period were extrapolated using estimate rates stated below.

Particulars	As at	As at
	31 March 2020	31 March 2019
Revenue growth rate for five years	0% - 10%	5% - 10%
Growth rate used for extrapolation of cash flow projections beyond five-year period	4.00%	4.00%
Discount rate	13.00%	13.00%

Management believes that any reasonable possible change in any of these assumptions would not cause the carrying amount to exceed its recoverable amount.

Sales growth rates - Average annual sales growth rate over the five year forecast period is based on past performance, current industry trend, management expectation of market development (including long term inflation forecast).

Discount rates - Management estimates discount rates that reflect current market assessments of the risks specific to the CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Company and its operating segments and is derived from its weighted average cost of capital (WACC).

Growth rates - The growth rates are based on industry growth forecasts. Management determines the budgeted growth rates based on past performance and its expectations of market development. The weighted average growth rates used were consistent with industry reports.

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	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
5. Investments		
Equity Investment in joint venture - at cost		
Unquoted		
250,000 (31 March 2019: 250,000) equity shares of Rs. 10 each, fully paid up in DDRC SRL Diagnostics Private Limited	950.88	950.88
Total aggregate unquoted investments	950.88	950.88
Aggregate carrying value of unquoted Investments	950.88	950.88
Aggregate amount of provision for impairment in the value of investments		
6. Loans		
<i>(Unsecured considered good, unless otherwise stated)</i>		
Security deposits		
- Considered good	499.99	499.80
- Credit Impaired	18.55	11.39
Less: Loss allowance	(18.55)	(11.39)
Loan to employees	22.73	27.70
Total	522.72	527.50
6A. Other financial assets		
<i>(Unsecured considered good, unless otherwise stated)</i>		
Balances with banks held as margin money	8.46	6.60
Total	8.46	6.60
7. Deferred tax assets		
Deferred tax assets	757.65	430.24
Deferred tax liabilities	(350.62)	(28.97)
Deferred tax asset (net)	407.03	401.27

The following is the analysis of deferred tax assets/ (liabilities) presented in the financial statements:
2019-20

	As at 1 April 2019	Recognised in profit or loss	Transfer to Advance tax*	Recognised in other comprehensive Income	As at 31 March 2020
Deferred tax assets					
Property, plant and equipment and intangible assets	-	36.99	-	-	36.99
Loss allowance for trade receivables	146.80	(43.95)	-	-	102.85
Lease liability	-	376.60	-	-	376.60
Loss allowance for doubtful advances	37.76	(4.39)	-	-	33.37
Provision for gratuity	97.99	(26.06)	-	16.92	88.85
Provision for compensated absences	51.16	(19.41)	-	-	31.75
Expenditure allowed on payment basis	96.53	(9.29)	-	-	87.24
Total deferred tax asset	430.24	310.49	-	16.92	757.65
Deferred tax liabilities					
Property, plant and equipment and intangible assets	(28.97)	28.97	-	-	-
Right-of-use assets	-	(350.62)	-	-	(350.62)
Total deferred tax liabilities	(28.97)	(321.65)	-	-	(350.62)
Deferred tax assets (net)	401.27	(11.16)	-	16.92	407.03

2018-19

	As at 1 April 2018	Recognised in profit or loss	Transfer to Advance tax*	Recognised in other comprehensive Income	As at 31 March 2019
Deferred tax assets					
Loss allowance for trade receivables	142.10	4.70	-	-	146.80
Loss allowance for doubtful advances	33.80	3.96	-	-	37.76
Provision for lease equalisation	46.65	(46.65)	-	-	-
Provision for gratuity	96.36	9.92	-	(8.29)	97.99
Provision for compensated absences	43.86	7.30	-	-	51.16
MAT credit entitlement*	241.17	-	(241.17)	-	-
Expenditure allowed on payment basis	100.58	(4.05)	-	-	96.53
Total deferred tax assets	704.52	(24.82)	(241.17)	(8.29)	430.24
Deferred tax liabilities					
Property, plant and equipment and intangible assets	(45.12)	16.15	-	-	(28.97)
Total deferred tax liabilities	(45.12)	16.15	-	-	(28.97)
Deferred tax assets (Net)	659.40	(8.67)	(241.17)	(8.29)	401.27

Deferred Tax has not been recognized on temporary differences in relation to indexation benefit of Investment in joint venture and freehold land amounting to Rs. 158.94 Lakhs (31 March 2019: Rs. 149.27 Lakhs) and Rs. 2.48 Lakhs (31 March 2019: 2.29 Lakhs) respectively, as the Company is able to control the timing of the reversal of these temporary difference and it is probable that these temporary differences will not reverse in foreseeable future.

*The Company has paid taxes under MAT amounting to Rs. 633.24 lakhs during AY 2013-14, 2014-15 and AY 2017-18. The same has been fully utilised by the Company in books against its tax liability for AY 2018-19 and AY 2019-20. The Company is currently under litigation with Income tax department for certain disallowances pertaining to AY 2013-14 and AY 2014-15. Pending closure of these litigations, the Company has currently not utilised the MAT credit in its Income tax return for AY 2018-19. The management based on its internal evaluation has assessed low exposure in respect to these litigations (also refer note 37a).



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
8. Non-current tax assets (net)		
Advance tax and tax deducted at source*	1,883.69	1,541.14
*Net of provision for tax	4,881.36	3,836.98
9. Other non-current assets (Unsecured considered good, unless otherwise stated)		
Capital advance		
- Considered good	298.89	30.76
- Credit impaired	1.28	-
Less: Loss allowance	(1.28)	-
Advances other than capital advances		
- Deposit against cases with income tax authorities (refer note 37(a))	3,589.18	3,189.18
Total	3,888.07	3,219.94
10. Inventories (lower of cost and net realisable value)		
Reagents, chemicals and consumables	691.15	575.17
Total	691.15	575.17
11. Trade receivables (Unsecured considered good, unless otherwise stated)		
Secured, considered good	127.98	123.20
Unsecured, considered good	1,361.44	1,153.28
Unsecured, credit impaired	408.62	420.10
Less: Expected credit loss allowance	(408.62)	(420.10)
Total	1,489.42	1,276.48
Due from related parties (unsecured considered good, unless otherwise stated) (refer note 34)	105.70	94.03
	1,595.12	1,370.51

Notes: -

- (a) Credit risk arising from trade receivables is managed in accordance with the Company's established policy with regard to credit limits, control and approval procedures. The concentration of credit risk is limited due to the fact that the customer base is large. The Company further limits its credit risk by establishing a maximum credit period of 7 to 90 days for all its customers (other than related parties). There are no customers which represent more than 5% of the total balance of trade receivables.
- (b) In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss towards expected risk of delays and default in collection. The company has used a practical expedient by computing the expected credit loss allowance based on a provision matrix. Management makes specific provision in cases where there are known specific risks of customer default in making the repayments. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows.

Ageing	As at 31 March 2020 Expected credit loss (%)	As at 31 March 2019 Expected credit loss (%)
	0-1 year	6.43%
1-2 years	52.61%	77.98%
2-3 years	59.44%	72.35%
Above 3 Years	95.08%	91.19%
Age of receivables		
0-1 year	1,511.74	1,442.34
1-2 years	260.42	165.09
2-3 years	128.49	69.11
Above 3 Years	103.09	114.07
	2,003.74	1,790.61
Movement in the expected credit loss allowance		
Balance at the beginning of the year	420.10	406.72
Add: Recognised during the year	72.03	18.20
Less: Bad debts written off	(83.51)	(4.82)
Balance at end of the year	408.62	420.10



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
12. Cash and cash equivalents		
Balances with banks		
- on current accounts	3,097.49	2,455.57
- in deposit accounts with original maturity of three months or less	100.00	-
Cheques on hand	2.27	8.73
Cash on hand	13.55	47.52
Total	3,213.31	2,511.82
13. Loans (Unsecured considered good, unless otherwise stated)		
Inter-corporate deposits		
- Considered good	-	-
- Credit impaired	29.50	29.50
Less: Loss allowance	(29.50)	(29.50)
Security Deposits		
- Considered good	0.81	-
- Credit impaired	5.38	5.38
Less: Loss allowance	(5.38)	(5.38)
Total	0.81	-
14. Other financial assets (Unsecured considered good, unless otherwise stated)		
Advances recoverable		
- Considered good*	46.59	50.03
- Credit Impaired	73.56	61.79
Less: Loss allowance	(73.56)	(61.79)
Contract asset	105.53	110.15
Interest accrued	0.01	-
Total	152.13	160.18
* Includes advances to related party (refer note 34)	18.79	36.91
15. Other current assets (Unsecured considered good, unless otherwise stated)		
Prepaid expenses	86.02	103.05
Advances to suppliers		
- Considered good	28.82	12.57
- Considered doubtful	4.33	-
Less: Loss allowance	(4.33)	-
Total	114.84	115.62
15A. Assets held for sale		
Property, plant and equipment and other intangible assets (net block)	104.13	-
Less: Impairment loss	14.46	-
	89.67	-



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

16. Equity share capital

	As at 31 March 2020		As at 31 March 2019	
	Number of shares	(Rupees In Lakhs)	Number of shares	(Rupees In Lakhs)
Authorised share capital				
Equity shares of Rs. 10 each	5,000,000	500.00	5,000,000	500.00
Total	5,000,000	500.00	5,000,000	500.00
Issued, subscribed and fully paid up share capital				
Equity shares of Rs. 10 each fully paid up	3,958,200	395.82	3,958,200	395.82
Total	3,958,200	395.82	3,958,200	395.82

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year:

	As at 31 March 2020		As at 31 March 2019	
	Number of shares	(Rupees In Lakhs)	Number of shares	(Rupees In Lakhs)
Equity shares				
Outstanding at the beginning of the year	3,958,200	395.82	3,958,200	395.82
Issued during the year	-	-	-	-
Outstanding at the end of the year	3,958,200	395.82	3,958,200	395.82

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 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.

(c) Details of shares held by each shareholder holding more than 5% and held by holding company:

Name of share holder	As at 31 March 2020		As at 31 March 2019	
	Number of shares	% of holding	Number of shares	% of holding
Equity shares of Rs. 10 each				
SRL Limited, the holding company (including its nominees)	3,958,200	100%	3,958,200	100%

(d) There are no equity shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

17. Changes in financial liabilities arising from financing activities

Particulars	Borrowings	Lease liabilities	Interest accrued
As at 01 April 2018	14,800.00	-	396.43
Repayment of borrowings	(1,500.00)	-	-
Interest cost	-	-	1,934.74
Interest paid	-	-	(2,322.17)
Transferred to equity on account of financial guarantee given by holding company	-	-	(9.00)
As at 31 March 2019	13,300.00	-	-
As at 01 April 2019	13,300.00	1,882.48	-
Repayment of borrowings	(2,400.00)	-	-
Addition to lease liabilities	-	447.60	-
Derecognition of lease liabilities	-	(368.33)	-
Interest cost	-	178.80	1,763.38
Payment of lease liabilities (including interest of Rs. 178.80 Lakhs)	-	(644.31)	-
Interest paid	-	-	(1,754.38)
Transferred to equity on account of financial guarantee given by holding company	-	-	(9.00)
As at 31 March 2020	10,900.00	1,496.24	-



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
18. Borrowings		
Term loan		
- from related party (Unsecured)		
Total	9,900.00	12,300.00
Notes:		
Loan from holding company		
- Interest Rate	12% p.a	12% p.a
- Loan amount (Rs. in lakhs)	10,900.00	13,300.00
- Repayment terms	Rs. 1,000 Lakhs repayable by 31 March 2021 and balance on demand after 31 March 2021	Rs. 1,000 Lakhs repayable by 31 March 2020 and balance on demand after 31 March 2020
19. Other financial liabilities		
Payable towards purchase of other intangible assets		
Total	818.25	1,031.40
20. Provisions		
Non-current		
Provisions for employee benefits		
Provision for gratuity (refer note 38)	353.00	280.41
Provision for compensated absences	96.11	119.83
Total	449.11	400.24
21 Trade payables		
total outstanding dues to micro enterprises and small enterprises (refer note 41)	18.53	12.23
total outstanding dues to creditors other than micro enterprises and small enterprises	1,468.48	1,301.32
Total	1,487.01	1,313.55
22 Other financial liabilities		
Deposits from customers	127.98	123.20
Current maturities of non-current borrowings (refer note no 18)	1,000.00	1,000.00
Employee benefits payable	266.12	119.82
Payable towards purchase of property, plant and equipment and other intangible assets	349.05	335.98
Total	1,743.15	1,579.00
23 Other current liabilities		
Advance against assets to be sold	30.00	-
Contract liabilities	-	4.98
Statutory dues payables	196.53	184.04
Total	226.53	189.02
24. Provisions		
Current		
Provision for employee benefits		
Provision for compensated absences	30.01	26.58
Provision for contingencies		
Provision for litigation*	154.04	143.65
Total	184.05	170.23
*Opening balance	143.65	126.52
Addition during the year	10.39	17.13
Closing balance	154.04	143.65

* SRL Diagnostics Private Limited ('SRLD') has disputed the coverage of Employees State Insurance Corporation (ESIC) for period prior to FY 2005-06 for its Kolkata unit as "Pathlabs" were not covered for Employee State Insurance Corporation (ESIC). Pending settlement of matter, provision is recognised every year for the ESI liability. The same will be paid once the matter is settled.



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

34. Related party disclosures

A. Related parties where control exists :

- (i) **Enterprises having direct control over the Company**
- IHH Healthcare Berhard (from 13 November 2018)
- Fortis Healthcare Limited
- SRL Limited

Nature of relationship
Ultimate holding company
Intermediate holding company
Holding company

- (ii) **Joint venture company**
- DDRC SRL Diagnostics Private Limited

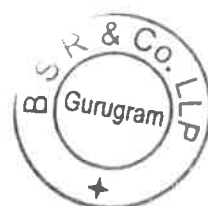
B. Other related parties with whom transactions have taken place during the current and previous year

- Fortis Charitable Foundation (upto May 28, 2018)*
- Fortis CSR Foundation (subsidiary of intermediate holding company)

(iv) Subsidiary companies of Holding Company with whom no transaction have taken place

- SRL Reach Limited
- SRL Diagnostics FZ-LLC
- Spectrum Voyages Private Limited (formerly known as Ugare Travels Pvt. Ltd.)*
- Apollo Hospitals Enterprises Limited (subsidiary of ultimate holding company) (w.e.f. November 13, 2018)
* Enterprises owned or significantly controlled / influence by KMP or director or their relatives.

	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
C. Transactions with related parties during the year		
(i) Rendering of services:		
SRL Limited	397.46	496.61
DDRC SRL Diagnostics Private Limited	0.58	149.91
	398.04	646.52
(ii) Receiving of services (Cost of tests outsourced services)		
SRL Limited	435.71	498.47
Apollo Hospitals Enterprises Limited	-	0.59
	435.71	499.06
(iii) Reimbursement of expenses to		
SRL Limited	77.74	-
(iv) Reimbursement of expenses from		
SRL Limited	6.98	23.28
(v) Sale of Reagents and consumables		
SRL Limited	115.09	-
(vi) Borrowings repaid		
SRL Limited	2,400.00	1,500.00
(vii) Repayment received of loan given		
Fortis Healthcare Limited	-	400.00
(viii) Interest expense		
SRL Limited	1,497.93	1,678.55
(ix) Interest income		
Fortis Healthcare Limited	-	33.27
(x) Corporate guarantee expense		
SRL Limited	9.00	9.00
(xi) Employee stock option expense		
SRL Limited	11.31	11.28
(xii) Other income		
DDRC SRL Diagnostics Private Limited	126.00	126.00
(xiii) Sale of property, plant and equipment		
SRL Limited	275.52	4.42
(xiv) Corporate social responsibility expenses		
Fortis Charitable Foundation	-	7.86
Fortis CSR Foundation	69.15	43.72



SRL DIAGNOSTICS PRIVATE LIMITED
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D. Balances outstanding at the year end :

	10,900.00	13,300.00
	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
(i) Borrowings		
SRL Limited		
(ii) Trade receivables		
SRL Limited	94.36	80.84
DDRC SRL Diagnostics Private Limited	11.34	11.64
Apollo Hospitals Enterprises Limited	-	1.55
	105.70	94.03
(iii) Trade payables		
SRL Limited	82.80	73.71
Spectrum Voyages Private Limited (formerly known as Ligare Travels Pvt. Ltd.)	-	0.29
	82.80	74.00
(iv) Advances recoverable		
Fortis Healthcare Limited	18.74	18.74
SRL Limited	0.05	18.17
	18.79	36.91

E. Other transactions

The Company has obtained working capital facility from a bank of Rs. 1,500 Lakhs as on 31 March 2020 (31 March 2019 : 1,500 Lakhs) which is guaranteed by SRL limited, the holding company. Cash credit utilised from bank is Nil (31 March 2019 : Nil)

Note:-

Related party relationships are as identified by the Management taking into account the findings and limitations in the Investigation Report (Refer Notes 42 (e)) and the information available with the Management. In this regard, in the absence of specific declarations from the erstwhile directors on their compliance with disclosures of related parties, especially considering the substance of the relationship rather than the legal form, the related parties have been identified based on the declarations by the erstwhile directors and the information available through the known shareholding pattern in the entities. Therefore, there may be additional related parties whose relationship may not have been disclosed to the Company and, hence, not known to the Management.

F. Terms and conditions of transactions with related parties

The sale to and purchase from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at year end are unsecured, and interest free and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial assumptions and the market in which the related parties operate.



SRI DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

35. Leases

As lessee

The Company has obtained lab premises, office premises, godowns and guest houses on lease arrangements. The lease terms varies from 11 months to 10 years, renewable at the option of the Company. There are escalation clauses in some of the lease agreements that are generally linked to inflation. There are no restrictions imposed by the lease arrangements.

Information about leases for which the company is a lessee is presented below

i) Right-of-use assets

Particulars	As at 31 March 2020 (Rupees in Lakhs)
Balance at 1 April, 2019	1,884.74
Additions to right of use assets	447.60
Depreciation charge for the year	(571.01)
Derecognition of right of use assets	(368.34)
Balance at 31 March, 2020	1,392.99

ii) Lease Liabilities

Particulars	As at 31 March 2020 (Rupees in Lakhs)
Maturity analysis - contractual undiscounted cash flows	
Less than one year	552.45
One to five years	1,057.30
More than five years	273.55
Total undiscounted lease liabilities at March 31, 2020	1,883.30
Lease Liabilities included in the Balance Sheet as at March 31, 2020	
Current	419.70
Non-current	1,076.54

iii) Amounts recognised in profit or loss

Particulars	For the year ended 31 March 2020 (Rupees in Lakhs)
(Expenses)/income arising from leases:	
Interest on lease liabilities	178.80
Expenses relating to variable lease payments not included in the measurement of lease liabilities	91.51
Expenses relating to short-term leases	378.72

iv) Amounts recognised in statement of cash flows

Particulars	For the year ended 31 March 2020 (Rupees in Lakhs)
Total cash outflow for leases (including interest of Rs. 178.80 Lakhs)	644.31

36. Commitments

Particulars	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
Commitments for the acquisition of property, plant and equipment	243.03	139.50

The Company has other commitments, for purchase/sales orders which are issued after considering requirements per operating cycle for purchase / sale of services, employee's benefits. However, the Company does not have any long term commitments or material non-cancellable contractual commitments/ contracts.

37. Contingent liabilities and other matters

- a. Claims against the Company, disputed by the Company, not acknowledged as debt (In addition, refer claims assessed as contingent liability described in Note 44) :

Particulars	As at	
	31 March 2020	31 March 2019
Income tax*	18,866.43	13,479.45
Medical related	31.73	31.73
Total	18,898.16	13,511.18

*The company has paid Rs. 3,589.18 Lakhs (31 March 2019: Rs.3,189.18 Lakhs) under protest against the above demands.

- b. On 28 February 2019, a judgment of the Supreme Court of India interpreting certain statutory defined contribution obligations of employees and employers (the "India Defined Contribution Obligation") altered historical understandings of such obligations, extending them to cover additional portions of the employee's income to measure obligations under employees Provident Fund Act, 1952. There is significant uncertainty as to how the liability should be calculated as it is impacted by multiple variables, including the period of assessment, the application with respect to certain current and former employees and whether interest and penalties may be assessed. As such, the Company been legally advised not to consider that there is any probable obligations for periods prior to date of aforesaid judgement.

Additionally, the Company is involved in other disputes, lawsuits, claims, governmental and/or regulatory inspections, inquiries, investigations and proceedings, including commercial matters that arise from time to time in the ordinary course of business.

The management based on its internal evaluation and advice obtained from its tax advisors is of the opinion that the demand is not tenable and does not expect any economic outflow. The cash flows in respect of above matters are determinable only on receipt of Judgements/decisions pending at various stages/forums.



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38. Employee benefits plans

(a) Defined contribution plans

The Company makes contribution towards employees' provident fund, employees' state insurance plan scheme and superannuation fund on behalf of the employees. Under the schemes, the Company is required to contribute a specified percentage of payroll cost, as specified in the rules of the scheme. The Company has recognised Rs. 340.83 Lakhs (31 March 2019 : Rs. 311.01 Lakhs) during the year as expense towards contribution to these plans.

	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
Provident fund	273.18	232.05
Employees' state insurance scheme	67.08	78.35
Labour Welfare Fund	0.57	0.61
	340.83	311.01

(b) Defined benefit plans

The Company has a defined benefit gratuity plan, wherein every employee who has completed five years or more of service get a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service subject to maximum limit of Rs. 20 Lakhs (31 March 2019 : Rs. 20 Lakhs) in terms of Provisions of Gratuity Act, 1972. The scheme is funded with an insurance company in the form of qualifying insurance policy.

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

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt instruments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The principal assumptions used for the purpose of actuarial valuation were as follows:

	As at 31 March 2020	As at 31 March 2019
Discount rate	5.55%	7.47%
Employee attrition rate		
Upto 30 years	22% p.a.	24% p.a.
30-45 years	18% p.a.	14% p.a.
45 years and above	13% p.a.	8% p.a.
Mortality rate	Indian Assured Lives 2012-14 Ultimate	Indian Assured Lives 2012-14 Ultimate
Expected rate of salary increase	6.5% p.a.	6.00% p.a.

Service cost

	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
Current service cost	58.93	71.22
Past service cost	-	-
Interest cost on net defined benefit obligation	20.99	17.22
Recognised in Statement Profit or Loss	79.92	88.44
Remeasurement on the net defined benefit liability:		
Actuarial (gain) or loss arising from changes in financial assumptions	93.58	(16.21)
Actuarial (gains) and losses arising from changes in demographic assumptions	(9.28)	(2.59)
(Gain)/ loss of experience adjustments	(22.70)	6.21
Return on plan assets	5.61	(11.14)
Recognised in other comprehensive income	67.21	(23.73)
	147.13	64.71

The current service cost and the net interest expense for the year are included in the 'Employee benefits expense' and 'Finance costs' line item respectively in the Statement of profit and loss. The remeasurement of the net defined benefit liability is included in other comprehensive income.

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NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
Present value of funded defined benefit obligation	675.82	581.38
Fair value of plan assets	(322.82)	(300.97)
Net liability arising from defined benefit obligation	353.00	280.41
Movement in the present value of the defined benefit obligation are as follows:		
Opening defined benefit obligation	581.38	554.92
Current service cost	58.93	71.22
Past service cost	-	-
Total gratuity expenses (refer note 28)	58.93	71.22
Interest cost	43.52	39.00
Remeasurement (gains)/ losses		
-Actuarial (gains) and losses arising from changes in demographic assumptions	(9.28)	(2.59)
-Actuarial (gain) or loss arising from changes in financial assumptions	93.58	(16.21)
-Actuarial (gains) and losses arising from experience adjustments	(22.70)	6.21
Benefit payments		
-Benefit payments from plan assets	(10.10)	(24.06)
-Benefit payments from employer	(59.51)	(47.11)
Closing defined benefit obligation	675.82	581.38
Movement in the fair value of the plan assets are as follows:		
Opening fair value of plan assets	300.97	279.20
Interest income	22.53	21.78
Return on plan assets (excluding interest income)	(5.61)	11.14
Contributions from the employer		
-Contributions from the employer	15.03	12.91
-Direct benefit payments from employer	59.51	47.11
Benefit payments		
-Benefit payments from plan assets	(10.10)	(24.06)
-Benefit payments from employer	(59.51)	(47.11)
Closing fair value of plan assets	322.82	300.97

The planned assets of the Company as on the Balance sheet date are fully invested in Insurer Managed Funds. The details of investments maintained by LIC are not made available to the Company and therefore has not been disclosed.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and attrition rate. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
If the discount rate is 100 basis points higher	643.00	552.35
If the discount rate is 100 basis points lower	712.05	613.80
If the expected salary growth increases by 1%	710.16	610.61
If the expected salary growth decreases by 1%	643.83	554.60
If attrition rate increases by 1%	673.67	583.42
If attrition rate decreases by 1%	678.12	579.07

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

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The Company expects to make a contribution of Rs. 416.92 Lakhs (31 March 2019: 171.54 Lakhs) to the defined benefit plans during the next financial year.

The defined benefit plans shall mature after year end 31 March 2020 as follows:

Expected total benefits	(Rupees in Lakhs) Defined benefit obligation	
Year 1	145.92	122.81
Year 2	114.14	61.90
Year 3	77.21	75.97
Year 4	84.41	51.23
Year 5	62.57	55.28
Next five years	245.15	186.05

The weighted average duration of the defined benefit obligation as at 31 March 2020 is 5 years (31 March 2019: 7 years).

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion and other relevant factors.

Experience adjustments

	As at 31 March 2020 (Rupees in Lakhs)	As at 31 March 2019 (Rupees in Lakhs)
Defined benefit obligation	353.00	280.41
Experience adjustments on plan liabilities - gain/ (loss)	(22.70)	6.21

39. Corporate social responsibility

As per section 135 of the Companies Act, 2013 and the rules therein, the Company is required to spend at least 2% of the average net profit of past three years towards Corporate Social Responsibility (CSR). Details of the CSR expenses, as certified by Management, are as follows:

	Year ended 31 March 2020 (Rupees in Lakhs)	Year ended 31 March 2019 (Rupees in Lakhs)
Balance to be spent as per previous year	-	7.86
Amount required to be spent for the current year	69.15	43.72
Gross amount required to be spent	69.15	51.58
Amount spent during the year (refer note 31)	69.15	51.58
Balance unspent at the end of the year	-	-



SRL DIAGNOSTICS PRIVATE LIMITED
NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

40. Financial Instruments

40A. Capital management

The Company manages its capital to ensure that Company will be able to continue as going concern. The long-term borrowing is from its holding Company which carries interest rate of 12% p.a. The capital structure of the Company only consists of long term borrowings from its holding company and total equity. The Company manages its capital structure and makes adjustments in the light of changes in economic environment. The Company reviews its capital structure on a periodic basis and considers the cost of capital and the risks associated with each class of capital. The Company is not subject to any externally imposed capital requirements.

40B. Fair Value Measurements

	Notes	(Rupees in Lakhs)	
		Carrying value as at	
		As at 31 March 2020	As at 31 March 2019
Financial assets			
Measured at amortised cost			
Loans - non current	(b)	522.72	527.50
Loans - current	(a)	0.81	-
Other financial assets - non current	(b)	8.46	6.60
Trade receivables	(a)	1,595.12	1,370.51
Cash and cash equivalents	(a)	3,213.31	2,511.82
Other financial assets - current	(a)	152.13	160.18
Total		5,492.55	4,576.61
Financial liabilities			
Measured at amortised cost			
Borrowings - non current*	(b)	9,900.00	12,300.00
Lease liabilities - non current	(b)	1,076.54	-
Lease liabilities - current	(a)	419.70	-
Other financial liabilities - non current	(b)	818.25	1,031.40
Trade payables	(a)	1,487.01	1,313.55
Other financial liabilities - current	(a)	1,743.15	1,579.00
Total		15,444.65	16,223.95

* Borrowings include interest bearing loan from Holding Company at market rate of interest.

The following methods / assumptions were used to estimate the fair values:

- (a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.
- (b) Fair valuation of non-current financial assets and liabilities have been disclosed to be same as carrying value as there is no significant difference between carrying value and fair value.

There are no transfer between Level 1, Level 2 and Level 3 during the year ended 31 March 2020 and 31 March 2019.

Financial instruments measured at amortized cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.



40C. Financial risk management objectives and policies

The Company's financial assets includes trade receivables, cash and cash equivalents and other financial assets that derive directly from its operation. The Company's principal financial liabilities comprise trade payables, other payables and borrowings. The main purpose of these financial liabilities is to finance the company's operation. The Company has exposure to the following risk arising from financial instruments.

- (a) Credit risk
- (b) Market risk
- (c) Liquidity risk

The Company's board of directors manage the financial risk of the company through internal risk report which analyse exposure by magnitude of risk.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligation and arises principally for the company receivable from customers. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company holds certain amounts as collateral in form of security deposits against certain class of receivables (primarily includes receivables from collection centres). The Company's exposure to credit risk is influenced mainly by the individual characteristics and credit worthiness of each customer. Further refer note 11 for a summary of company's most significant customers and details on provision for expected credit loss.

The Company carries other financial assets such as balances with banks, contract assets, interest accrued on deposits, advances, etc. Based on historical experience, the Company does not expect any significant risk of default.

The Company's maximum exposure to credit risk for each of the above categories of financial assets is their carrying values as at the reporting dates. Further, refer note 11 for details on provision for expected credit loss.

(b) Market risk

Market risk is the risk of loss of future earnings, risk of loss due to change in interest rates, fair values or future cash flows that may result from a change in the price of financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, and other market changes that affect market risk sensitive instruments.

Market risk includes:

- (i) Foreign currency risk
- (ii) Interest rate risk
- (iii) Other price risk

(i) Foreign currency risk

There are no foreign currency balances outstanding as at 31 March 2020.

(ii) Interest rate risk

The Company is not exposed to interest rate risk because the Company does not borrow funds at floating interest rates. As on 31 March 2020, the Company has borrowings from SRL Limited (holding company) at fixed interest rate, therefore, a change in interest rate risk does not have a material impact on the Company's financial statements in relation to fair value of financial instruments.

(iii) Other price risks

The Company investment are in the group companies and are held for strategic purposes rather than for trading purposes.

(c) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligation associated with its financial liabilities that are settled by delivering cash. The Company's ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework of the company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. Note given below sets out details of additional undrawn facilities that the Company has at its disposal to further reduce liquidity risk.

The Company's principal sources of liquidity are cash and cash equivalent and cash flow that is generated from operations. In addition the Company has secured funding facilities aggregating to Rs. 1,500 Lakhs which can be drawn to meet short term financial needs. The Company management monitors rolling forecast of Company's liquidity requirement to ensure it has sufficient cash to meet operational need while maintaining sufficient headroom on its undrawn committed borrowing facility at all times so that the Company does not breach the borrowing limits or covenants.

Financial arrangement:

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

	As at		(Rupees in Lakhs)	
	31 March 2020	Limit utilised	As at	31 March 2019
Sanction limit	1,500.00	-	Sanction limit	Limit utilised
Cash credit facility, Letter of credit, and Bank guarantee	1,500.00	-	1,500.00	-
	1,500.00	-	1,500.00	-



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The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay.

31 March 2020

	(Rupees in Lakhs)			Carrying Amount
	0-1 year	Beyond 1 year	Total Amount	
Non Interest bearing instruments				
Payable towards purchase of other intangible assets	-	818.25	818.25	818.25
Deposits from customers	127.98	-	127.98	127.98
Trade payables	1,487.01	-	1,487.01	1,487.01
Lease liabilities - non current	-	1,330.85	1,330.85	1,076.54
Lease liabilities - current	552.45	-	552.45	419.70
Employee benefits payable	266.12	-	266.12	266.12
Payable towards purchase of property, plant and equipment and other intangible assets	349.05	-	349.05	349.05
Fixed interest bearing instruments				
Borrowings	1,120.00	11,088.00	12,208.00	10,900.00
	3,902.61	13,237.10	17,139.71	15,444.65

31 March, 2019

	(Rupees in Lakhs)			Carrying Amount
	0-1 year	Beyond 1 year	Total Amount	
Non Interest bearing instruments				
Payable towards purchase of other intangible assets	-	1,031.40	1,031.40	1,031.40
Deposits from customers	123.20	-	123.20	123.20
Trade payables	1,313.55	-	1,313.55	1,313.55
Employee benefits payable	119.82	-	119.82	119.82
Payable towards purchase of property, plant and equipment and other intangible assets	335.98	-	335.98	335.98
Fixed interest rate instruments				
Borrowings	1,120.00	13,776.00	14,896.00	13,300.00
	3,012.55	14,807.40	17,819.95	16,223.95

The Company expects to meet its obligations from operating cash flows and proceeds of maturing financial assets.

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40D. Disclosure as per Ind AS 115 - Revenue from contracts with customers

i) Particulars	As at	As at
	31 March 2020 (Rupees in Lakhs)	31 March 2019 (Rupees in Lakhs)
Contract asset-unbilled revenue	105.53	110.15
Contract liability-deferred revenue	-	4.98

The revenue recognized during the current year is the balancing number for transactions with customers after adjusting opening and closing balances of contract assets and liabilities

ii (a) **Disaggregation of revenue by Geographical region**

The Company operates only in one geographical region i.e. India, hence there is no disaggregation of revenue by geography.

ii (b) **Disaggregation of revenue by sales channel**

Particulars	Year ended	Year ended
	31 March 2020 (Rupees in Lakhs)	31 March 2019 (Rupees in Lakhs)
Owened labs	27,338.89	27,744.18
Collection centre	382.85	490.27
Total	27,721.74	28,234.45

40E. Operating segments

(a) Basis for segmentation

The company is engaged in the business of maintaining and managing clinical reference laboratories, to provide testing and diagnostics on human beings, in the field of both pathology and radiology. As the company's business activity primarily falls within a single operating segment i.e. pathology and radiology services, there are no disclosures required to be provided in terms of Ind AS 108 on 'Segment Reporting'.

(b) Geographical information

The Company provides services to customers in India. Further, there are no non-current assets located outside India.

(c) Major customer

The Company does not derive revenue from one customer which would amount to 10 per cent or more of the entity's revenue.

40F. The Company has made detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets comprising Property, plant and equipment, Intangible assets, Trade receivables, Inventory and Investments as at the reporting period and has concluded that there are no material adjustments required in the financial statements. The management has considered the possible effects that may result from COVID-19 pandemic in preparation of its financial statements. In developing the assumptions and estimates relating to the uncertainties as at the Balance Sheet date in relation to the recoverable amounts of these assets, the Group's Management has considered the global economic conditions prevailing as at the date of approval of these financial statements. The actual outcome of these assumptions and estimates may vary in future due to the impact of the pandemic.



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41. Details of dues to Micro and Small Enterprises as per MSMED Act, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro Enterprises and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at the year end has been made in the financial statements based on information received and available with the Company.

	As at <u>31 March 2020</u> (Rupees in Lakhs)	As at <u>31 March 2019</u> (Rupees in Lakhs)
The principal amount remaining unpaid as at the end of the year	18.53	12.23
Interest due on above principal and remaining unpaid as at the end of the year	6.52	2.06
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
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 Micro Small and Medium Enterprise Development Act, 2006	0.76	1.06
The amount of interest accrued and remaining unpaid at the end of each accounting year	7.28	3.12
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-

42. Investigation initiated by the erstwhile Audit and Risk Management Committee of Fortis Healthcare Limited ("Parent Company")

- (a) During the year ended 31 March 2018, there were reports in the media and enquiries from, inter alia, the stock exchanges received by the Parent Company about certain inter-corporate loans ("ICDs") given by a wholly owned subsidiary of the Parent Company. The erstwhile Audit and Risk Management Committee of the Parent Company in its meeting on 13 February, 2018 decided to carry out an independent investigation through an external legal firm on this matter.
- (b) The terms of reference of the investigation, inter alia, comprised (i) ICDs amounting to a total of Rs. 49,414 Lakhs (principal), placed by the Parent Company's wholly owned subsidiary, Fortis Hospitals Limited, with three borrowing companies as on 1 July 2017; (ii) the assignment of these ICDs to a third party and the subsequent cancellation thereof as well as evaluation of legal notice (now a civil suit) received from such third party (refer note-43); (iii) review of intra-group transactions for the period commencing FY 2014-15 and ending on 31 December 2017 (refer note-44); (iv) investments made in certain overseas funds by the overseas subsidiaries of the Parent Company (i.e. Fortis Asia Healthcare Pte. Ltd, Singapore and Fortis Global Healthcare (Mauritius) Limited); (v) certain other transactions involving acquisition of Fortis Healthstaff Limited ("Fortis Healthstaff") from an erstwhile promoter group company, and subsequent repayment of loan by said subsidiary to the erstwhile promoter group company.
- (c) The investigation report ("Investigation Report") was submitted to the re-constituted Board of Parent Company on 8 June, 2018.
- (d) The re-constituted Board of the Parent Company discussed and considered the Investigation Report and noted certain significant findings of the external legal firm in relation to the Company, which are subject to the limitations on the information available to the external legal firm and their qualifications and disclaimers as described in their investigation report. In this regard, the investigation pointed out that in internal correspondence, transactions with certain entities have been referred to as related party transactions which were not related party transactions as disclosed by the Company. However, no further conclusions have been made in this regard. The investigation did not cover all related party transactions during the period under investigation and focused on identifying undisclosed parties having direct/indirect relationship with the erstwhile promoter group, if any.
- (e) Other matters:
- i. Related party relationships as required under Ind AS 24 - Related Party Disclosures and the Companies Act, 2013 were as identified by the Management taking into account the findings and limitations in the Investigation Report (Refer Note 44d above) and the information available with the Management. In this regard, in the absence of specific declarations from the erstwhile directors on their compliance with disclosures of related parties, especially considering the substance of the relationship rather than the legal form, the related parties were identified based on the declarations by the erstwhile directors and the information available through the known shareholding pattern in the entities up to March 31, 2018. Therefore, the possibility cannot be ruled out that there may have been additional related parties whose relationship may not have been disclosed to the Group and, hence, not known to the Management.
- ii. With respect to the other matters identified in the Investigation Report, the Board initiated specific improvement projects to strengthen the process and control environment. The projects included revision of authority levels, both operational and financial and oversight of the Board, review of Financial Reporting processes, assessment of secretarial documentation w.r.t compliance with regulatory requirements and systems design & control enhancement. The assessment work has been being done and corrective action plans have been implemented. The Parent Company's Board of Directors had also initiated additional procedures/enquiries of certain entities in the Group of the Parent company (i.e. Fortis Group) that were impacted in respect of the matters investigated by the external legal firm. The additional procedures/enquiries are in progress.



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iii. In the above backdrop, it is pertinent to mention that during financial year 2017-18 the Parent Company received a communication dated February 16, 2018 from the Securities and Exchange Board of India (SEBI), confirming that an investigation has been instituted by SEBI in the matter of the Parent Company. In the aforesaid letter, SEBI required the Parent Company under section 11C (3) of the SEBI Act, 1992 to furnish by February 26, 2018 certain information and documents relating to the short-term investments of Rs. 47,300 Lakhs reported in the media. SEBI had appointed forensic auditors to conduct a forensic audit, of collating information from the Parent Company and certain of its subsidiaries. The Parent Company / its subsidiaries furnished requisite information and documents requested by SEBI.

In furtherance of the above, on October 17, 2018 SEBI passed an ex-parte Interim Order ("Order") whereby it observed that certain transactions were structured by some identified entities over a certain duration, and undertaken through the Parent Company, which were prima facie fictitious and fraudulent in nature and which resulted in inter alia diversion of funds from the Parent Company for the ultimate benefit of erstwhile promoters (and certain entities controlled by them) and misrepresentation in financial statements of the Parent Company. Further, it issued certain interim directions that inter alia directed the Parent Company to take all necessary steps to recover Rs. 40,300 Lakhs along with due interest from erstwhile promoters and various other entities, as mentioned in the Order. More importantly, the said entities had also been directed to jointly and severally repay Rs. 40,300 Lakhs along with due interest to Parent Company within three months of the order. Incidentally, the order also included Fortis Hospitals Limited ("FHSL") as one of the entities directed to repay the due sums. Pursuant to this, FHSL's beneficial owner account had been suspended for debits by the National Securities Depository Limited and Central Depository Services (India) Limited. Further, SEBI had also directed the said entities that pending completion of investigation and till further order, they shall not dispose of or alienate any of their assets or divert any funds, except for the purposes for meeting expenses of day-to-day business operations, without the prior permission of SEBI. Erstwhile-promoters have also been directed not to associate themselves with the affairs of the Parent Company in any manner whatsoever, till further directions. Parties named in the Order had been granted opportunity for filing their respective replies/objections within 21 days.

The Parent Company and its wholly owned subsidiary i.e. Fortis Hospitals Limited (FHSL) had then filed applications for modification of the order, for deletion of name of FHSL from the list of entities against whom the directions were issued. Pursuant to this SEBI, vide order dated December 21, 2018, modified its previous order dated October 17, 2018 deleting FHSL from the list of entities against whom the Order was directed. Pursuant to this, the suspension order by National Securities Depository Limited for debits in beneficial owner account of FHSL was accordingly removed. Vide Order dated 19 March 2019 SEBI has confirmed the directions issued vide ad interim ex-parte order dated October 17, 2018 read with order dated December 21, 2018, till further orders. SEBI also directed the Parent Company and FHSL to take all necessary steps to recover Rs. 40,300 Lakhs along with due interest from erstwhile-promoters and various other entities, as mentioned in the Order.

The Parent Company and FHSL have filed all necessary applications in this regard including an application with the Recovery Officer, SEBI, under Section 28A of the Securities and Exchange Board of India Act 1992, for the recovery of the amounts owed by the erstwhile-promoters and various other entities to the Parent Company and FHSL. SEBI vide its letter dated June 14, 2019 has stated that provisions of Section 28A of SEBI Act, 1992 cannot be invoked at this stage hence, Parent Company and FHSL may take necessary steps to comply with SEBI's direction. FHSL has filed a civil suit for recovery of Rs.52,019 Lakhs before Hon'ble Delhi High Court against the parties, named in the orders passed by SEBI.

The matter before SEBI is sub-judice and the investigation is on going, in as much as it has observed that a detailed investigation would be undertaken to ascertain the role of each entity in the alleged diversion and routing of funds. The Board of Directors is committed to fully co-operating with the relevant regulatory authorities to enable them to make a determination on these matters and to undertake remedial action, as may be required, and to ensure compliance with applicable laws and regulations. In the aforesaid context, proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting fraud and other irregularities.

iv. As per the assessment of the Board, based on the investigation carried out through the external legal firm, all identified/required adjustments/disclosures arising from the findings in the Investigation Report, were made in the Standalone Financial statements for the year ended March 31, 2018. Further, based on the SEBI orders and the information available at this stage, no further adjustments are required to be made in these Standalone Financial statements for the year ended March 31, 2020. Any further adjustments/disclosures, if required, would be made in books of accounts as and when the outcome of the above is known.

43. Investigation by Various Other Regulatory Authorities

- (a) During the year ended 31 March 2018, the Registrar of Companies (ROC) under section 206(1) of the Companies Act, 2013, inter alia, had also sought information in relation to the Parent Company. All requisite information in this regard has been duly shared by the Parent Company with the ROC.
- (b) The Serious Fraud Investigation Office (SFIO), Ministry of Corporate Affairs under section 217(1)(a) of the Companies Act, 2013, inter alia, initiated an investigation and sought information in relation to the Parent Company, its subsidiaries (including the Company), joint ventures and associates. The Parent Company has submitted requisite information in this regard with SFIO, as requested from time to time.
- (c) The Investigation Report of the external legal firm was submitted by the Parent Company to the Securities and Exchange Board of India, the Serious Frauds Investigation Office ("SFIO") on 12 June, 2018.

The Parent Company, its subsidiaries (including the Company), joint ventures and associates are fully co-operating with the regulators in relation to the ongoing investigations. Any further adjustments/disclosures, if required, would be made in the books of accounts as and when the outcome of the above investigations is known.



SRL DIAGNOSTICS PRIVATE LIMITED
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44. Claims assessed as contingent liability and not provided for, unless otherwise stated :

A party ("Assignee" or "Plaintiff") has filed a Civil Suit before the District Court, Delhi in February 2018 against various group entities (together "the defendants") and have, inter alia, claimed implied ownerships of brands "SRL" ("Fortis" and "La-Femme" of the Parent company) in addition to certain financial claims and for passing a decree that consequent to a term sheet dated 6 December 2017 ("Term sheet") between the defendants and a third party, the defendants are liable for claims owed by the Plaintiff to the third Party. In connection with this, the District Court passed an ex-parte order directing that any transaction undertaken by defendants, in favour of any other party, affecting the interest of the Plaintiff shall be subject to orders passed in the said suit (also refer note 42).

The Parent Company has filed written statement denying all allegations made against it and prayed for dismissal of the Civil Suit on various legal and factual grounds. The Parent Company has in its written statement also stated that it has not signed the alleged Term Sheet with the third Party. The matter is pending adjudication before District Court, Delhi. This third party has approached Delhi High Court for seeking certain interim reliefs against the Company under the provisions of The Arbitration and Conciliation Act, 1996. This third party had also filed a claim for damages and injunctive reliefs against the Parent Company before International Chamber of Commerce (ICC). The Parent Company has invited the attention of ICC to the aforesaid pending litigations before various Courts and non-maintainability of claim raised by said third party. Proceedings before Delhi High Court have been withdrawn by Third Party on February 24, 2020. Further, arbitration before ICC has also been withdrawn by third Party on February 23, 2020 and the same has been closed by ICC on February 28, 2020.

In addition to the above, the Parent Company has also received four notices from the Plaintiff claiming (i) Rs. 1,800 Lakhs as per notices dated May 30, 2018 and June 1, 2018 (ii) Rs. 21,582 Lakhs as per notice dated June 4, 2018; and (iii) Rs. 1,962 Lakhs as per notice dated June 4, 2018. All these notices have been responded to by the Parent Company denying any liability whatsoever.

Separately, the third party has also alleged rights to invest in the Parent Company. It has also alleged failure on part of the Parent Company to abide by the aforementioned Term Sheet and has claimed ownership over the brands as well. Subsequently, an application has been filed in the civil suit, seeking substitution of its name in place of Plaintiff/Assignee.

Allegations made by the third party has been duly responded to by the Parent Company denying (i) execution of any binding agreement with the Party and (ii) liability of any kind whatsoever.

During the previous year ended March 31, 2019, the Party also filed an application for being impleaded as party to the Civil Suit by the Plaintiff. The matter is pending adjudication before District Court, Delhi.

Based on advice of external legal advice counsel, the Management believes that the claims are without legal basis and are not tenable and accordingly no adjustment is required in these audited standalone Financial Statements with respect to these claims.

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



Rajesh Arora
Partner
Membership Number: 076124

Place : Gurugram
Date : 15 June 2020

For and on behalf of the Board of Directors of
SRL Diagnostics Private Limited



Mandesh Shrikant Shirodkar
Director
DIN: 05320244

Place : Gurugram
Date : 15 June 2020



Arpita Roy Dam
Director
DIN: 08582794

