Singhi & Co.
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT
To the Members of HAPPYMATE FOODS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **HAPPYMATE FOODS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the 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 31st March, 2022, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw your attention the financial statements which indicates that the company has incurred a loss of Rs. 59.61 Lakhs during the year ended 31st March 2022 and as of that date the Company's net worth has been completely eroded, its current liabilities exceeded its total assets. As stated in the Note No. 36 to the financial statements, the company is dependent on the parent company for arrangement of necessary funds to continue its business. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with [the Companies (Indian Accounting Standards) Rules, 2015, as amended].This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the 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 (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account

   (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls with respect to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

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i. The Company does not have any pending litigations which would impact its financial position.

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. (a) The management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, and

(c) Based on our audit procedures conducted that are considered reasonable and appropriate in the circumstances, nothing has come to our attention that caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under paragraph (2)(h)(iv)(a) & (b) above, contain any material misstatement.

(v) The Company has not declared or paid any dividend during the year.

For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E



M L Shukla
Partner
Membership No. 051505
UDIN: 22051505AJLNAK1023

Date: 21st May, 2022
Place: Kolkata

Annexure A referred to in paragraph 1 of our report of even date on the other legal and regulatory requirements (HAPPYMATE FOODS LIMITED)

i. a. (A)The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipment.
(B)The Company does not hold any intangible assets.

b. All property, plant and equipment were physically verified by the management in the previous year in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c. According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.

d. The Company has not revalued its property, plant and equipment and intangible assets during the year.

e. According to the information and explanation given to us, there are no proceeding initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

ii. (a) The management has conducted physical verification of inventories, except stock in transit and inventories lying with third parties, during the year at reasonable interval. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such physical verification.

(b) According to the information and explanation given to us, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, Clause 3(ii)(b) of the Order is not applicable.

iii. The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

iv. The Company has no transaction with respect to loan, investment; guarantee and security covered under section 185 and 186 of the Companies Act, 2013.Therefore, the provisions of clause 3(iv) of the Order are not applicable.

v. The Company has not accepted any deposit within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 or the rules framed there under with regard to deposits accepted from the public during the year.

vi. The maintenance of cost records has not been prescribed by the Central Government under the section 148(1) of the Act read with companies (Cost Records and Audit) Rules, 2014, as amended for the goods/ product manufactured by the Company.

vii. a. According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues including Goods and Service tax, provident fund, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, with the appropriate authorities. There were no undisputed outstanding statutory dues as at the year end for a period of more than six months from the date they became payable.

b. According to the records of the Company, there are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.

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viii. According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of accounts, in the tax assessment under the Income Tax Act 1961, as income during the year. Accordingly, the requirement to report on clause 3(viii) of the order is not applicable to the Company.

ix. (a) As per agreement, loan amounting to Rs. 83.80 lakhs and interest accrued thereon amounting to Rs.11.06 lakhs are repayable on demand. According to the information and explanation given to us, as per demand from the lender such loan and interest were due for repayment by 31st March, 2022 which could not be honored by the company upto that date. Accordingly, the details of such default has been furnished in the table given below:

Nature of Borrowing	Name of Lender	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any.
Short Term Borrowing	Sastasundar Healthbuddy Ltd. (The Holding Company)	83.80 Lakhs	Principal	51	Unpaid till the date of Audit Report
Accrued Interest on Short Term Borrowing	Sastasundar Healthbuddy Ltd. (The Holding Company)	11.06 Lakhs	Interest	51	Unpaid till the date of Audit Report

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us, the Company has not taken any term loan. Hence, clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, the funds raised on short term basis have not been utilized for long term purposes.

(e) The Company does not have any subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) and (f) of the Order are not applicable to the Company.

x. (a) In our opinion, and 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 instrument).

(b) In our opinion, and according to the information and explanation given to us, the Company has not made any preferential allotment or private placement of share or convertible debentures during the year.

xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year. Accordingly, reporting under clause xi (a) of the order is not applicable to the Company.

(b) In accordance with the reporting under clause 3(xi)(a) of the Order above, Clause 3(xi)(b) of the Order is not applicable.

(c) According to the information and explanations & representation made by the management, no whistle-blower complaint has been received during the year by the Company.

xii. In our opinion, the Company is not a Nidhi company. Therefore, clause 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 wherever applicable and details for the same have been disclosed in the financial statements as required by the applicable Indian accounting standards.

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xiv. The provisions of Internal Audit is not applicable to the Company as per section 138 of the Companies Act, 2013. Accordingly, clause 3(xiv)(a) and (b) of the Order are not applicable to the company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence, provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations given to us, the Group does not have more than one CIC as part of the Group.

xvii. In our opinion and according to the information and explanations provided to us, the Company has incurred cash losses of Rs. 54.65 Lakhs in the current financial year and Rs. 32.38 Lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, provisions of clause 3(xviii) of the Order are not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we are of the opinion that material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. However, as referred in Note No. 36 of the financial statements, the company has taken various steps, to build distribution channel & offline stores, which did not turn out as expected and huge losses has been incurred. Presently the company is into discussion with business partner Benett Coleman and Company Limited, on further plans of restructuring its business. Further, the company has been assured by its parent company, Sastasundar Healthbuddy Limited of providing the necessary funds to implement the new plans and strategy to revive the business.

xx. Since there are losses in the Company, the provisions related to Corporate Social Responsibility u/s 135 of the Companies Act, 2013 are not applicable to the Company. Accordingly, clause 3(xx)(a) and (b) of the Order are not applicable to the Company.

For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E



M L Shukla
Partner
Membership No. 051505
UDIN: 22051505AJLNAK1023

Date: 21st May, 2022
Place: Kolkata

ANNEXURE B

Report on the Internal Financial controls under Clause (i) of Sub - section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **HAPPYMATE FOODS LIMITED** ('the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls With respect to financial statements (the "guidance Note") and the standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable for the audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if 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 system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 judgment, including the assessment of the risks of material misstatement of the 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 audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial controls with reference to 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 control with reference to financial statements includes 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 authorization of management and directors of the company ; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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Inherent Limitations of Internal Financial controls with reference to financial statements

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with respect to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, based on the internal control with respect to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial controls with reference to financial statements issued by the Institute of Chartered Accountants of India.

For Singhi & Co.
Chartered Accountants
Firm Reg. No. 302049E

SINGHI & CO. ★ Chartered Accountants ★

M L Shukla
Partner
Membership No. 051505
UDIN: 22051505AJLNAK1023

Date: 21st May, 2022
Place: Kolkata

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Balance Sheet as at March 31, 2022 (Rs.in Lakhs)

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	20.93	25.89
		20.93	**25.89**
Current assets			
(a) Inventories	4	12.83	40.38
(b) Financial assets			
(i) Trade receivables	5	1.48	3.18
(ii)Cash and cash equivalents	6	2.25	4.27
(iii)Other financial assets	7	500.55	500.55
(c) Income tax assets (net)	8	0.02	0.02
(d) Other current assets	9	121.00	129.58
		638.13	**677.98**
TOTAL ASSETS		**659.06**	**703.87**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	500.01	500.01
(b) Other equity	11	(1,233.61)	(1,172.54)
Total equity		**(733.60)**	**(672.53)**
LIABILITIES			
Non-current liabilities			
(a) Provisions	12	3.47	1.46
		3.47	**1.46**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	83.80	83.80
(ii) Trade payables			
(a) Total outstanding dues of creditors to micro enterprises and small enterprises	14	-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,290.42	1,282.79
(iii) Other financial liabilities	15	14.26	5.78
(b) Other current liabilities	16	0.68	2.57
(c) Provisions	12	0.03	0.01
		1,389.19	**1,374.95**
Total liabilities		**1,392.66**	**1,376.41**
TOTAL EQUITY AND LIABILITIES		**659.06**	**703.87**

Summary of significant accounting policies 2.1

The accompanying notes are an integral part of the financial statements

In terms of our report attached of even date

For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

M L Shukla
Partner
Membership No.: 051505

Place : Kolkata
Date : May 21, 2022

For and on behalf of the Board of Directors
Happymate Foods Limited

Banwari Lal Mittal
Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Amitava Sarkar
Director
DIN : 06582208

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Statement of Profit and Loss for the year ended March 31, 2022 **(Rs.in Lakhs)**

	Particulars	Notes	Year ended March 31, 2022	Year ended March 31, 2021
	Income			
I.	Revenue from operations	17	33.09	80.47
II.	Other income	18	1.65	1.09
III.	**Total Income (I+II)**		**34.74**	**81.56**
IV.	**Expense**			
	Cost of materials consumed	19	13.67	35.61
	Change in inventories of finished goods, stock-in-trade and work-in-progress	20	1.84	6.77
	Employee benefits expense	21	30.85	42.57
	Finance costs	22	9.22	10.10
	Depreciation and amortisation expenses	3	4.96	8.82
	Other expenses	23	33.81	18.89
	Total Expense (IV)		**94.35**	**122.76**
V.	**Profit/(Loss) before tax for the year (III-IV)**		**(59.61)**	**(41.20)**
VI.	**Tax expense :**			
	(a) Current tax		-	-
	(b) Deferred tax		-	-
VII.	**Profit/(Loss) for the year (V-VI)**		**(59.61)**	**(41.20)**
VIII.	**Other Comprehensive Income/(Loss) for the year**			
	Items that will not be subsequently reclassified to profit or loss			
	(a) Re-Measurement gains/(losses) on defined benefit obligations		(1.46)	1.10
	(b) Income tax relating to items that will not be reclassified to Profit or Loss		-	-
	Other Comprehensive Income/(Loss) for the year		**(1.46)**	**1.10**
IX.	**Total Comprehensive Income/(Loss) for the year (VII+VIII)**		**(61.07)**	**(40.10)**
	Earnings per share - basic and diluted (Face value Rs 10 per share)	24	(1.19)	(0.82)

Summary of significant accounting policies 2.1

The accompanying notes are an integral part of the financial statements

In terms of our report attached of even date

For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

SINGHI & CO. Chartered Accountants

M L Shukla
Partner
Membership No.: 051505

Place : Kolkata
Date : May 21, 2022

For and on behalf of the Board of Directors
Happymate Foods Limited

Banwari Lal Mittal
Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Amitava Sarkar
Director
DIN : 06582208

HAPPYMATE FOODS LIMITED KOLKATA

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Statement of Cash Flows for the year ended March 31, 2022 **(Rs.in Lakhs)**

	Particulars		Notes	Year ended March 31, 2022	Year ended March 31, 2021
A.	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Profit/(Loss) before tax			(59.61)	(41.20)
	Adjustments to reconcile profit/(loss) before tax to net cash flows:				
	Depreciation and amortisation expense		3	4.96	8.82
	Liability no longer required written back		18	(1.65)	-
	Gain on modification in lease liability		18	-	(0.81)
	Interest expense		22	9.22	10.10
	Operating cash flows before working capital changes			**(47.08)**	**(23.09)**
	Working capital adjustments:				
	(Decrease) / Increase in trade payables			9.29	(0.67)
	(Decrease) in other current liabilities			(1.90)	(4.11)
	(Decrease) / Increase in other financial liabilities			0.18	(2.24)
	Increase in provisions			0.57	0.33
	Decrease in inventories			27.56	20.47
	Decrease / (Increase) in trade receivables			1.70	(0.08)
	Decrease in other current assets			8.58	11.13
	Cash(used in)/ generated from Operations			**(1.10)**	**1.75**
	Income - tax (paid)			-	-
	Net cash (used in)/generated from Operating Activities	***(A)***		**(1.10)**	**1.75**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Net cash (used in)/ Generated from Investing Activities	***(B)***		**-**	**-**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Repayment of short term borrowings			-	5.60
	Lease payments			-	(2.63)
	Interest Expense			(0.92)	(10.06)
	Net cash (used in) /Generated from Financing Activities	***(C)***		**(0.92)**	**(7.09)**
	Net (Decrease) in Cash and Cash Equivalents	***(A+B+C)***		(2.02)	(5.34)
	Cash and Cash Equivalents at the beginning of the year			4.27	9.61
	Cash and Cash Equivalents at the end of the year *(Refer Note 6)*			**2.25**	**4.27**

Explanation:

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

2. Cash & Cash Equivalents are represented by:

On Current Accounts	6	2.21	3.96
Cash on Hand	6	0.04	0.31
Total		**2.25**	**4.27**

3. Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

4. Previous year's figures have been regrouped/ rearranged to conform to the classification of the current year, wherever considered
This is the cash flow statement referred to in our report of even date.

The accompanying notes are an integral part of the financial statements

In terms of our report attached of even date

For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

M L Shukla
Partner
Membership No.: 051505

Place : Kolkata
Date : May 21, 2022

For and on behalf of the Board of Directors
Happymate Foods Limited

Banwari Lal Mittal
Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Amitava Sarkar
Director
DIN : 06582208

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Statement of Changes in Equity for the year ended March 31, 2022

A) Equity Share Capital (Refer Note 10)

1) Current Reporting Year as at March 31, 2022 **(Rs.in Lakhs)**

Balance at the beginning of the current reporting year	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting year	Changes in equity share capital during the current year	Balance at the end of the current reporting year
500.01	-	500.01	-	500.01

2) Previous Reporting Year as at March 31, 2021 **(Rs.in Lakhs)**

Balance at the beginning of the current reporting year	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting year	Change in equity share capital during the previous year	Balance at the end of the previous reporting year
500.01	-	500.01	-	500.01

B) Other Equity (Refer Note 11)

1) Current Reporting Year as at March 31, 2022 **(Rs.in Lakhs)**

Particulars	Retained earnings (including other comprehensive income/(loss)	Share Warrants	Total
Balance as at April 1, 2021	**(1,672.54)**	**500.00**	**(1,172.54)**
Profit/(Loss) for the year	(59.61)	-	(59.61)
Other comprehensive income/ (loss) for the year	(1.46)	-	(1.46)
Balance as at March 31, 2022	**(1,733.61)**	**500.00**	**(1,233.61)**

2) Previous Reporting Year as at March 31, 2021 **(Rs.in Lakhs)**

Particulars	Retained earnings (including other comprehensive income/(loss)	Share Warrants	Total
Balance as at April 1, 2020	**(1,632.44)**	**500.00**	**(1,132.44)**
Profit/(Loss) for the year	(41.20)	-	(41.20)
Other comprehensive income/ (loss) for the year	1.10	-	1.10
Balance as at March 31, 2021	**(1,672.54)**	**500.00**	**(1,172.54)**

There are no changes in SOCIE due to changes in accounting policy or prior period errors as on March 31, 2022 and March 31, 2021.

The accompanying notes are an integral part of the financial statements

In terms of our report attached of even date

For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

M L Shukla
Partner
Membership No.: 051505

SINGHI & CO. Chartered Accountants

Place : Kolkata
Date : May 21, 2022

For and on behalf of Board of Directors
Happymate Foods Limited

Banwari Lal Mittal
Director
DIN : 00365809

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HAPPYMATE FOODS LIMITED KOLKATA

Happymate Foods Limited
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Notes to Financial Statements for the year ended March 31, 2022

1. Corporate Information

Happymate Foods Limited (the"Company" or "HFL") is a public company domiciled in India. The Company is incorporated on 6th June, 2018 under the provision of Companies Act, 2013 and engaged in the business of manufacturing of certain food products and sale of those products as a wholesale trader.

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the SFS.

The financial statements have been prepared on a historical cost basis.

The financial statements are presented in INR and all values are rounded to the nearest lakhs (INR 00,000), except when otherwise indicated.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

2.2 Summary of significant accounting policies

a. Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Company classifies all other liabilities as non-current.

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

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

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b. Significant accounting judgements, estimates and assumptions

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

Judgements

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

Determining the lease term of contracts with renewal and termination options – Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset). The Company included the renewal period as part of the lease term for leases of property with shorter non-cancellable period (i.e., three to five years).

Estimates and assumptions

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

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. In the absence of reasonable certainty of future taxable profits, supported by convincing evidence, the net deferred tax assets have not been recognised in these financial results.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual

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HAPPYMATE FOODS LIMITED KOLKATA

developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 27

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 32 for further disclosures.

c. Foreign currencies

The Company's financial statements are presented in INR, which is also the parent company's functional currency. For each entity the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions and balances

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

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

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

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognises the non-

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monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

d. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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

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

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

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

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

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

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

- Level 1 — Includes financial instrument measured using quoted prices (unadjusted) in active markets for identical assets and liabilities that the entity can access at the measurement date.
- Level 2 — Includes financial Instruments which are not traded in the active market but for which all significant inputs required to fair value the instrument are observable. The fair value is calculated using the valuation technique which maximises the use of observable market data such as Units held in funds which are measured based on their published net asset value (NAV), taking into account redemption and/or other restrictions.
- Level 3 — Includes those instruments for which one or more significant input are not based on observable market data.

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

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

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HAPPYMATE FOODS LIMITED KOLKATA

e. Revenue from contract with customers

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

a) Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects taxes on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rates applicable. Interest income is included under the head "Other Income" in the statement of profit and loss.

c) Profit/(loss) on sale of current investments is determined based on the weighted average cost of the investments sold.Profit /(loss) on sale of current investments is included under the head"Other Income" in the statement of profit and loss.

Contract balances

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer)

f. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

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g. Taxes

Current income tax

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

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

Deferred tax

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

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

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses.

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

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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HAPPYMATE FOODS LIMITED KOLKATA

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

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

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Sales/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

h. Property, plant and equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

Depreciation is calculated on a Written Down Value (WDV) basis over the estimated useful lives of the assets as follows:

Type of Asset	Useful Life estimated by the management
Plant & Equipment	5-15 years
Computer	3 years
Furniture & Fixtures	10 years
Office equipment	5 years

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The Company depreciates it's Property, plant and equipment over estimated useful lives which are as per the useful life prescribed in Schedule II to the Companies Act, 2013 except Plant & Equipment which is lower than those indicated in Schedule II i.e. 5-15 years. The management believes that these useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

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

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

i. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

j. Borrowing costs

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

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HAPPYMATE FOODS LIMITED KOLKATA

k. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets

If ownership of the leased asset is transferred to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (m) Impairment of non-financial assets.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do

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HAPPYMATE FOODS LIMITED KOLKATA

not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

l. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
- Finished goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on first in, first out basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on specific identification of cost basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

m. Impairment of non-financial assets

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

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

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

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

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HAPPYMATE FOODS LIMITED KOLKATA

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

Under Ind AS 116.33, right-of-use assets are subject to the impairment requirements of Ind AS 36 Impairment of Assets.

n. Provisions

General

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

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

o. Retirement and other employee benefits

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

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts

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HAPPYMATE FOODS LIMITED KOLKATA

included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

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

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs
- Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:
- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

p. Financial instruments

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

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section (e) Revenue from contracts with customers.

For a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

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HAPPYMATE FOODS LIMITED KOLKATA

Subsequent measurement

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

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost (debt instruments)

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

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

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Financial assets at fair value through OCI (FVTOCI) (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

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HAPPYMATE FOODS LIMITED KOLKATA

Gains and losses on these financial assets are never recycled to profit or loss. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (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.

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in the following notes:

- Disclosures for significant assumptions – see 2.2 b
- Trade receivables and contract assets – see Note 5

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

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HAPPYMATE FOODS LIMITED KOLKATA

Financial liabilities

Initial recognition and measurement

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

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

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

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at amortised cost (Loans and borrowings)

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

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

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Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Derecognition

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

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q. Cash and cash equivalents

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

r. Earnings per share

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

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Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the company (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

s. 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.

t. Segment Reporting

The Company operates in only one business segment i.e. trading of healthcare and FMCG products and in only one geographic segment i.e. India. These, in the context of Accounting Standard -17 on Segment Reporting are considered to constitute one single primary segment. Further, there is no reportable secondary segment i.e. Geographical Segment.

u. Accounting pronouncement applicable from April 01, 2021.

MCA issued notifications dated March 24, 2021, to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Company in its financial statements. These amendments are applicable to the Company for the financial period starting April 01, 2021.

Ind AS 116: COVID-19 related rent concessions:

MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021. In case a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after 1 April 2020.

This amendment had no impact on the financial statements of the Company.

v. <u>Accounting pronouncement applicable from April 01, 2022.</u>

On 23rd March, 2022, the Ministry of Corporate Affairs ("MCA") through notifications, amended to the existing Ind AS. The same shall come into force from annual reporting period beginning on or after 1st April, 2022. Key Amendments relating to the same whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

- Ind AS 16 Property, Plant and Equipment – For items produced during testing / trial phase, clarification added that revenue generated out of the same shall not be recognised in the profit or loss and considered as part of cost of PPE.

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HAPPYMATE FOODS LIMITED KOLKATA

- Ind AS 37 Provisions, Contingent Liabilities & Contingent Assets – Guidance on what constitutes cost of fulfilling contracts (to determine whether the contract is onerous or not) is included.

- Ind AS 101 – First time Adoption of Ind AS – Measurement of Foreign Currency Translation Difference in case of subsidiary / associate / JV's date of transition to Ind AS is subsequent to that of Parent – FCTR in the books of subsidiary / associate / JV can be measured based Financial Statements.

- Ind AS 109 Financial Instruments – The amendment clarifies which fees an entity includes when it applies the '10 per cent' test in assessing whether to derecognise a financial liability.

The amendments are extensive, and the company will evaluate the same to give effect to them as required by the Law.

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HAPPYMATE FOODS LIMITED KOLKATA

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Notes to financial statements for the year ended March 31, 2022

3. Property, Plant and Equipment and Right of Use Assets

(Rs.in Lakhs)

Particulars	Rou Assets	Computers	Office Equipments	Plant and Machinery	Total
GROSS BLOCK					
As at April 01, 2020	**13.39**	**3.35**	**1.30**	**38.53**	**56.57**
Additions	-	-	-	-	-
Withdrawals & Adjustments	**13.39**	-	-	-	**13.39**
As at March 31, 2021	-	**3.35**	**1.30**	**38.53**	**43.18**
Additions	-	-	-	-	-
Withdrawals & Adjustments	-	-	-	-	-
As at March 31, 2022	-	**3.35**	**1.30**	**38.53**	**43.18**
Accumulated Depreciation					
As at April 01, 2020	**4.09**	**2.25**	**0.49**	**7.96**	**14.79**
Charge for the year	**2.23**	**0.70**	**0.36**	**5.53**	8.82
Withdrawals & Adjustments	6.32	-	-	-	6.32
As at March 31, 2021	-	**2.95**	**0.85**	**13.49**	**17.29**
Charge for the year	-	**0.23**	**0.20**	**4.53**	4.96
Withdrawals & Adjustments	-	-	-	-	-
As at March 31, 2022	-	**3.18**	**1.05**	**18.02**	**22.25**
NET BLOCK					
As at March 31, 2021	-	**0.40**	**0.45**	**25.04**	**25.89**
As at March 31, 2022	-	**0.17**	**0.25**	**20.51**	**20.93**

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

NOTE 4 : Inventories

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
(Valued at lower of cost and net realisable value)		
Raw Materials	-	6.65
Finished Goods	0.38	2.22
Packing Materials	12.45	31.51
Total	**12.83**	**40.38**

NOTE 5 : Trade Receivables

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Trade Receivables		
Unsecured		
Considered Good	1.48	3.18
Credit Impaired	-	-
Less: Allowance for Credit Impaired	1.48	3.18
Total	-	-
	1.48	**3.18**

Trade Receivable Ageing Schedule as on March 31, 2022

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of transaction					
	Less than 6 months	6 months - 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables — considered good	0.62	0.08	0.17	0.53	0.08	**1.48**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-

Trade Receivable Ageing Schedule as on March 31, 2021

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of transaction					
	Less than 6 months	6 months - 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables — considered good	2.40	0.17	0.53	0.08	0.00	**3.18**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.
Nor any trade or other receivable are due from firm or private companies respectively in which any director is a partner, a director or member
For terms and conditions relating to related party receivables, refer note 29.
Trade receivables are non-interest bearing and are generally on terms of 3 to 30 days.
There are no unbilled receivables as on each reporting date, hence the same is not disclosed in the ageing schedules.

NOTE 6 : Cash and Cash Equivalent

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Balances with banks :		
On current accounts	2.21	3.96
Cash on hand	0.04	0.31
Total	**2.25**	**4.27**

NOTE 7 : Other Financial Assets

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Security Deposit	500.55	500.55
Total	**500.55**	**500.55**

NOTE 8 : Income Tax Assets (Net)

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Advance Income Tax and Tax Deducted at Source (Net of provision Rs.- NIL) (March 31, 2021 - Rs.Nil)	0.02	0.02
Total	**0.02**	**0.02**

NOTE 9: Other Assets (at amortised cost)

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Advance to suppliers	5.39	5.56
Balance with government authorities	115.61	124.01
Advance to employees	-	0.01
Total	**121.00**	**129.58**

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

NOTE 10 : Share Capital

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorized share capital		
1,00,00,000(March 31,2021:1,00,00,000) Equity Shares of Rs. 10/- each	1,000.00	1,000.00
	1,000.00	**1,000.00**
Issued, subscribed and paid-up share capital		
50,00,100(March 31,2021:50,00,100) Equity Shares of Rs. 10/- each	500.01	500.01
	500.01	**500.01**

Terms / Rights attached to the equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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.

a) Issued Equity Share Capital

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	(Rs.in Lakhs)	No. of Shares	(Rs.in Lakhs)
At the beginning of the year	5,000,100	500.01	5,000,100	500.01
Issued during the year	-	-	-	-
Outstanding at the end of the year	5,000,100	500.01	5,000,100	500.01

b) Details of shares held by the Holding Company:

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	(Rs.in Lakhs)	No. of Shares	(Rs.in Lakhs)
Sastasundar Healthbuddy Limited (including shares held by its nominees), holding company 50,00,000 Equity Shares of Rs. 10 each, fully paid up	5,000,000	500.00	5,000,000	500.00

c) The details of shareholders holding more than 5% equity shares is set below:

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	% Holding	No. of Shares	% Holding
Sastasundar Healthbuddy Limited (including shares held by its nominees) 50,00,000 Equity Shares of Rs. 10 each, fully paid up	5,000,000	99.998%	5,000,000	99.998%

d) Disclosures of shareholdings of promoter's:

Shares held by promoters during current reporting year	As at March 31, 2022		% Change during the period
Promoter Name	No. of Shares	% of Total Shares	
Equity Shares (Equity shares of Rs. 10 each full paid up) Sastasundar Healthbuddy Limited	5,000,000	99.998%	NIL

Shares held by promoters during previous reporting year	As at March 31, 2021		% Change during the period
Promoter Name	No. of Shares	% Holding	
Equity Shares (Equity shares of Rs. 10 each full paid up) Sastasundar Healthbuddy Limited	5,000,000	99.998%	NIL

e) No ordinary shares have been reserved for issue under options & contracts/commitments for sale of shares/disinvestment as at the balance sheet date;

f) No shares have been allotted by way of bonus shares or pursuant to contracts without payment being received in cash/has been bought back by the company during the period of 5 years preceding the date at which the balance sheet is prepared;

g) No securities convertible into equity/preference shares have been issued by the company during the year;

h) No calls are unpaid by any directors or officers of the company during the year.

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HAPPYMATE FOODS LIMITED KOLKATA

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Notes to financial statements for the year ended March 31, 2022

NOTE 11 : Other Equity

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
A. Retained Earnings (movements given below)	(1,733.61)	(1,672.54)
B. Share Warrant (movements given below)	500.00	500.00
Total	**(1,233.61)**	**(1,172.54)**

Movement in Retained Earnings

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Opening Balance	(1,672.54)	(1,632.44)
Add: (Loss) for the year	(59.61)	(41.20)
Add:Re-Measurement gains on defined benefit plans	(1.46)	1.10
Closing Balance	**(1,733.61)**	**(1,672.54)**

Movement in Share Warrants

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Opening Balance	500.00	500.00
Add : Warrants issued during the year	-	-
Closing Balance	**500.00**	**500.00**

Nature and Purpose of Other Equity

The retained earning represents the cumulative profits of the company and the effects of measurement of defined benefit obligations.

This retained earning can be utilised in accordance with the provisions of the Companies Act 2013.

For Share Warrant (Refer Note No. 25)

NOTE 12 : Provisions

(Rs.in Lakhs)

Particulars	Non-current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
Gratuity Expenses (Refer note 27)	3.47	1.46	0.03	0.01
Total	**3.47**	**1.46**	**0.03**	**0.01**

NOTE 13 : Borrowings

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured		
From Related Party [Refer note 29]	83.80	83.80
Total	83.80	83.80

The above loan and the interest thereon @11% p.a. simple interest ,is repayable on demand. However, as per demand from lender such loan and interest were due for repayment by March 31, 2022 which could not be honored by the Company upto that date.

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022
The carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the period:

NOTE 14 : Trade Payables

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Trade payables		
To Micro enterprises & small enterprises (refer note 14.1)	-	-
To Other than micro enterprises & small enterprises	1,042.48	1,055.84
Trade payables to related parties	247.94	226.95
Total	1,290.42	1,282.79

Note 14.1:
Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

Particulars	As at March 31, 2022	As at March 31, 2021
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year :		
- Principal amount due to micro and small enterprises	-	-
- Interest due on above	-	-
ii)The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
v) 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 MSMED Act 2006	-	-

Trade Payable Ageing Schedule as on March 31, 2022

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of transaction				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	-	-	-	-	-
ii) Others	16.15	10.81	1,263.02	0.44	1,290.42
iii) Disputed dues-MSME	-	-	-	-	-
iv) Disputed dues-Others	-	-	-	-	-

Trade Payable Ageing Schedule as on March 31, 2021

(Rs.in Lakhs)

Particulars	Outstanding for following periods from due date of transaction				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	-	-	-	-	-
ii) Others	16.89	1,265.29	0.61	-	1,282.79
iii) Disputed dues-MSME	-	-	-	-	-
iv) Disputed dues-Others	-	-	-	-	-

NOTE 15 : Other Financial Liablities (at amortised cost)

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Payable to Employees	3.20	3.02
Interest accrued but not due on short term borrowings	11.06	2.76
Total	14.26	5.78

NOTE 16 : Other Current Liablities

(Rs.in Lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Statutory liabilities	0.68	0.59
Advance from customers	-	1.98
Total	0.68	2.57

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements as at and for the year ended March 31, 2022

Notes 17: Revenue from Operations (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Sale of Products		
Finished Goods	33.09	80.47
Total	**33.09**	**80.47**

Note 17.1 :Contract balances	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Trade receivables	1.48	3.18
Contract liabilities	-	1.98

Trade receivables are non-interest bearing and are generally on terms of 3 to 30 days.
Contract liabilities include advances received from customers for finished products.

Notes 17.2 :Performance obligation
The performance obligation is satisfied upon delivery of the products and is generally due within 3 to 30 days from delivery.

Notes 18: Other Income (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Gain on Modification in Lease Liability	-	0.81
Liability no longer required written back	1.65	-
Miscellaneous Income	-	0.28
Total	**1.65**	**1.09**

Notes 19: Cost of Raw Materials and Components Consumed (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Raw Material and components consumed		
Inventory at the beginning of the year	6.65	13.80
Add : Purchases	7.02	28.46
Less : Inventory at the end of the year [Refer Note 4]	-	6.65
Total	**13.67**	**35.61**

Notes 20: (Increase) / Decrease in Inventories of Traded Goods and Finished Goods (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Inventories at the beginning of the year		
Finished goods	2.22	8.99
	2.22	**8.99**
Inventories at the end of the year [Refer Note 4]		
Finished goods	0.38	2.22
	0.38	**2.22**
Total	**1.84**	**6.77**

Notes 21: Employee Benefits Expense (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Salaries	29.55	40.75
Contribution to Provident and other funds	0.53	0.99
Contribution to Employees' State Insurance	0.19	0.20
Gratuity Expense [Refer Note 27]	0.58	0.63
Total	**30.85**	**42.57**

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

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HAPPYMATE FOODS LIMITED KOLKATA

HAPPYMATE FOODS LIMITED
Corporate Identity No. (CIN) - U15118WB2018PLC226457
Innovation Tower, Premises No. 16-315, Plot No. DH 6/32
Action Area - 1D, New Town, Rajarhat, Kolkata - 700 156

Notes to financial statements as at and for the year ended March 31, 2022

Notes 22: Finance Costs (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Interest Expense		
On borrowings	9.22	9.59
On lease liablities	-	0.51
Total	**9.22**	**10.10**

Notes 23: Other Expenses (Rs.in Lakhs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Packing materials consumed	21.60	9.63
Electricity expenses	0.23	1.41
Logistics expenses	0.30	1.20
Rent	1.20	0.60
Repairs and maintenance-Other	-	0.03
Rates and taxes	0.13	0.15
Business promotion expenses	-	0.10
Bank & Demat charges	0.00	0.01
Communication expenses	0.02	0.04
Legal and professional fees	0.63	1.32
Printing and stationery	0.03	0.21
Travelling and conveyance	2.73	2.77
Auditors' remuneration		
As Auditors		
Audit fees	0.45	0.45
Limited review	0.45	0.45
Miscellaneous expenses	6.04	0.52
Total	**33.81**	**18.89**

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

24. Earning Per Share

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
Profit attributable to equity holders of the company (Rs. In lakhs)	(59.61)	(41.20)
Weighted Average number of Equity shares *(In lakhs)	50.00	50.00
Basic and Diluted Earnings Per Share	(1.19)	(0.82)

25. Share Warrants

The company had issued five share warrants at a subscription price of Rs 1,00,00,000/- each to Benett Coleman and Company Limited. The face value of the warrant being Rs. 10,00,00,000/- On excercise of warrant,the terms and conditions of share warrants in accordance with the Share Purchase cum Warrant Subscription Agreement" entitles the holder to subscribe to and be allotted the share at a price determined as per Article 2.3 of the Warrant Agreement. Further, the BCCL's shareholding in the company shall at all times constitute 26% of the share capital of the company (On a fully diluted basis).

The company has also entered into advertisement agreement with Benett Coleman and Company Limited for long term credit facility for release of advertisement to the tune of Rs. 50,00,00,000/-. The warrant exercise amount received from BCCL on subscription of shares of the company shall first be utilised for the payment of line of credit in terms of Article 4 of the Advertisement Agreement.

26. Impact of COVID - 19

Based on initial assessment, the Management does not expect any significant medium to long-term impact on the business of the Company due to the COVID-19 pandemic. The Company has evaluated the possible effects on the carrying amounts of property, plant and equipment, inventory and receivables, on the basis of the internal and external sources of information and determined, exercising reasonable estimates and judgements, that the carrying amounts of these assets are recoverable. Having regard to the above, and the Company's liquidity position, there is no material uncertainty in meeting the financial obligations over the foreseeable future

27. Gratuity and other post-employment benefit plans

The Company has a defined employee benefit plan in the form of gratuity. Every employee, who has completed five years or more of services, is entitled to gratuity on terms not less favorable than the provisions of the payment of Gratuity Act, 1972. The Gratuity plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company. The scheme is funded with Life Insurance Corporation of India.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Net employee benefits expense recognized in the employee cost. (Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Service Cost	0.48	0.49
Net Interest cost/(Income) on the net defined benefit liability/(asset)	0.10	0.14
Defined Benefit Cost(Expense Recognized in Statement of Profit/loss)	0.58	0.63

Other total Comprehensive Income (Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
-Changes in financial assumptions	(0.05)	(0.02)
Others	1.51	(1.08)
Net (Income)/Expense recognised for the period in OCI	1.46	(1.10)

Balance Sheet

Defined Benefit asset / liability (Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Present value of defined benefit obligation	3.50	1.46
Net liability	3.50	1.46

Changes in the present value of the defined benefit obligation are as follows (Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Opening defined benefit obligation	1.46	2.24
Current service cost	0.48	0.49
Interest cost	0.10	0.14
- Changes in financial assumptions	(0.05)	(0.02)
- Experience variance (i.e. Actual experience vs assumptions)	1.51	(1.08)
Defined Benefits paid	-	(0.31)
Closing defined benefit obligation	**3.50**	**1.46**

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HAPPYMATE FOODS LIMITED ★ KOLKATA ★

Notes to financial statements for the year ended March 31, 2022

The Principal assumptions used in determining gratuity obligation for the company's plan are as follows

Particulars	March 31, 2022	March 31, 2021
Discount rate	7.00%	6.79%
Future salary increases	6.00%	6.00%
Mortality Rate	IALM 2012-2014 Ultimate	IALM 2006-2008 Ultimate

Contribution to defined contribution plans recognized as expense are as under :

(Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Contribution to Provident and other fund	0.53	0.99

Sensitivity analysis for significant assumptions is as below:

(Rs. In Lakhs)

Assumptions Sensitivity Level	March 31, 2022	March 31, 2021
Discount Rate		
Increase by 0.5%	3.37	1.38
Decrease 0.5%	3.64	1.54
Expected rate of change in compensation level of covered eployees		
Increase by 0.5%	3.64	1.54
Decrease 0.5%	3.36	1.38
Mortality Rate		
Increase by 0.5%	3.50	1.46
Decrease 0.5%	3.50	1.46
Attrition Rate		
Increase by 0.5%	3.50	1.46
Decrease 0.5%	3.50	1.46

Expected payment for future years

(Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Within the next 12 months (next annual reporting period)	0.03	0.01
Between 2 and 5 years	0.11	0.06
Between 6 and 10 years	4.00	1.53
Beyond 10 years	1.46	2.18
Total expected payments	**5.60**	**3.78**

Discount rate: The discount rate is based on the government bond yields as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered taking into account the inflation, seniority, promotion and other relevant factors

Description of risk exposure:

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory frame work which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest rate risk:

The plan exposes the company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefits and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity risk:

This is the risk that the Company is not able to meet the short-term gratuity pay outs. This may arise due to non-availability of enough cash/cash equivalent to meet the liabilities or holding illiquid assets not being sold in time.

Salary escalation risk:

The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

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HAPPYMATE FOODS LIMITED KOLKATA

19

Notes to financial statements for the year ended March 31, 2022

28.Contingent liabilities, commitments and leasing arrangements

28.a. Lease

Finance Lease

The Company has entered into lease transactions for office premises. These lease agreements are for periods from 1 to 9 years. The office premises are generally rented on cancellable terms with no escalation clause and renewable at the option of the Company. However, the office has been obtained for a period of 9 years cancellable at the option of the company with an escalation clause of 5% every year.The lock in period of lease is 3 years. However, the lease agreement was withdrawn during the F.Y. 2020-21.

Below are the carrying amounts of right-of-use assets recognised and the movements during the period:

(Rs. In Lakhs)

Particulars	Office Premises	
	2021-22	2020-21
Opening	-	9.30
Additions	-	-
Withdrawal	-	7.07
Depreciation expense	-	2.23
Closing	-	-

Below are the carrying amounts of lease liabilities and the movements during the period:

(Rs. In Lakhs)

Particulars	2021-22	2020-21
As at 1 April	-	9.99
Additions	-	-
Withdrawal	-	7.87
Accretion of interest	-	0.51
Payments	-	2.63
As at 31 March	-	-
Current	-	-
Non-current	-	-

The effective interest rate for lease liabilities is 11.2%, with maturity between 2022-2023. However, the lease agreement was withdrawn during the F.Y. 2020-21.

The following are the amounts recognised in profit or loss:

(Rs. In Lakhs)

Particulars	2021-22	2020-21
Depreciation expense of right-of-use assets	-	2.23
Interest expense on lease liabilities	-	0.51
Expense relating to short-term leases (included in other expenses)	-	0.60
Total amount recognised in profit or loss	-	3.34

During the previous year, the company has mutually agreed and modified rent to Rs. 10,000 per month. Accordingly, there has been modification on ROU Assets & Lease.

28.b. Contigent Liabilities

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an on-going basis with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability.

The Company does not have any contingent liabilities which are required to be disclosed in the financial statements as on March 31, 2022 (Previous Year - NIL).

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

29 Name of related parties and description of relationship

i) Related parties where control exists

a) Holding Company

Sastasundar Healthbuddy Limited

Sastasundar Ventures Limited, Ultimate Holding Company

ii) Name of other related parties with whom transactions have taken place during the year

a) Fellow Subsidiary Companies/Limited Liability Partnership

Retailer Shakti Supply Chain Private Limited

Innogrow Technologies Limited

Genu Path Labs Limited

Flipkart Health Limited (Formerly known as Sastasundar Marketplace Ltd) (upto December 08, 2021).

b) Fellow Associates Companies

Flipkart Health Limited (Formerly known as Sastasundar Marketplace Ltd) (w.e.f. December 09, 2021).

c) Key Management Personnel

Mr. Banwari Lal Mittal (Director)

Mr. Ravi Kant Sharma (Director)

Dr. Amitava Sarkar (Director)

Related party transactions during the year:

(Rs. In Lakhs)

Sl.No	Related Parties	Nature of Transactions	Transactions during the year ended 31 March, 2022	Transactions during the year ended 31 March, 2021	(Payable)/Receivable	
					March 31, 2022	March 31, 2021
1	Sastasundar Healthbuddy Limited	Purchase of Goods	9.55	17.05	(232.14)	(226.95)
		Sale of Goods	27.46	64.78		
		Interest Expense	9.22	9.59	(94.86)	(86.56)
		Loan Taken	-	16.50		
		Loan Repaid	-	20.23		
2	Innogrow Technologies Limited	Rent Expense	1.20	2.69	(14.19)	(12.56)
		Amount Paid towards Office Maintenance & Electricity Expense	0.25	1.56		
3	Retailer Shakti Supply Chain Private Limited	Sale of Goods	0.28	-	(1.61)	-
4	Flipkart Health Limited (Formerly Sastasundar Marketplace Limited)	Sale of Goods	0.64	0.76	-	-
5	Dr. Amitava Sarkar	Remuneration	22.72	21.45	(1.89)	(1.74)

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables except as disclosed above.

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

30. Disclosures of Ratios as per Schedule III

Sr No.	Ratios	Numerator	Denominator	Current Period	Previous Period	Variance (%)	Reason for Variance
1	Current Ratio	Current assets	Current liabilities	0.46	0.49	-6.12%	-
2	Debt-Equity Ratio	Total Debt = Borrowing + Lease Liabilities	Total Equity	-0.11	-0.12	-8.33%	-
3	Debt Service Coverage Ratio	Earnings for Debt Service (Profit for the period/year + Finance cost + Depreciation-Fair value gain on financials instrument at FVTPL-Profit on sale of current investments	Debt Service = Interest & Lease Payments + Principal Repayments of Borrowings and Lease Liabilities	-5.11	-1.81	182.32%	During the year, loss has increased and no repayment of loan has been made.
4	Return on Equity ratio	Profit for the period/year	Average Shareholder's Equity	0.08	0.06	33.33%	During the year Loss has increased as a result of which retained loss (accumulated) has also increased.
5	Inventory Turnover Ratio	Revenue from Operations	Average Inventory	1.24	1.59	-22.01%	-
6	Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivables	14.19	25.62	-44.61%	During the year revenue and trade receivables has decreased.
7	Trade Payables Turnover Ratio	Purchases during the period/year of raw materials, accessories and stock in trade + other expenses	Average Trade Payables	0.03	0.04	-25.00%	-
8	Net Capital Turnover Ratio	Revenue from Operations	Working Capital *	-0.04	-0.12	-66.67%	During the year revenue and working capital has decreased.
9	Net Profit Ratio	Profit for the period/year	Revenue from Operations	-1.80	-0.51	252.94%	During the year revenue has decreased and Loss for the year has increase.
10	Return on Capital Employed	Earnings Before Interest and Tax = Profit/(Loss) Before Tax for the period + Finance Cost	Capital Employed [Tangible Net Worth + Total Debt (Borrowing + Lease liabilities) + Deferred Tax Liability]	0.08	0.05	60.00%	During the year Loss has increased as a result of which retained loss (accumulated) has also increased.
11	Return on Investment	Profit on sale of investments + Profit on fair valuation of investments carried at FVTPL	Weighted Average of Investments held	-	-	-	-

* Working capital has been calculated as current assets minus current liabilities.
**Reasons for variance of more than 25% has been explained based on the requirements of Schedule III

Ratios without considering lease liabilities as debt

Sr No.	Ratios	Numerator	Denominator	Current Period	Previous Period	Variance (%)	Reason for Variance
1	Debt-Equity Ratio	Debt (Borrowing)	Total Equity	-0.11	-0.12	-8.33%	-
2	Debt Service Coverage Ratio	Earnings for Debt Service (Profit for the period/year + Finance cost + Depreciation-Fair value gain on financials instrument at FVTPL-Profit on sale of current investments	Debt Service (Interest paid other than interest on lease liabilities) + Principal Repayments of Borrowings	-5.11	-2.41	112.03%	During the year, loss has increased and no repayment of loan has been made.

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HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

31. Segment reporting

The Company operates in only one business segment i.e trading of healthcare and FMCG products and its operations are also confined to one geographic segment i.e. India.Accordingly there are no seprate reportable segments under Ind AS-108-Operating Segments.

32. Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments :

(Rs. In Lakhs)

Particulars	Carrying Value as at		Fair Value as at	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
(i) Financial Assets				
a) Measured at Amortized Cost				
-Trades Receivables	1.48	3.18	1.48	3.18
-Cash and cash equivalents	2.25	4.27	2.25	4.27
- Other financial assets	500.55	500.55	500.55	500.55
Total Financial assets	**504.28**	**508.00**	**504.28**	**508.00**
(ii) Financial Liabilities				
a) Measured at Amortized Cost				
Borrowings	83.80	83.80	83.80	83.80
-Trade payables	1,290.42	1,282.79	1290.42	1282.79
-Other financial liabilities	14.26	5.78	14.26	5.78
Total Financial liabilities	**1388.48**	**1372.37**	**1388.48**	**1372.37**

The management assessed that cash and cash equivalents, trade receivables, other financial assets ,trade payables, borrowing and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

32.1. Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

33. Risk Management and financial objectives:

The Company's financial liabilities comprise loans and borrowing and other payables. The main purpose of these financial liabilities is to finance the Company's operation. The Company's financial assets include trade & other receivables, cash & cash equivalents and other financial assets. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management has the overall responsibility for establishing and governing the Company's financial risk management framework and developing and monitoring the Company's financial risk management policies. The Company's financial risk management policies are established to identify and analyze the risks faced by the Company, to set and monitor appropriate controls.

33.1. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three type of risk i.e. currency risk, interest rate risk and other price risk such as commodity price risk and equity price risk. Financial instruments affected by market risk include borrowings etc

33.2. Interest rate risk

The Company has taken debt to finance its working capital , which exposes it to interest rate risk. Borrowings issued at variable rates expose the Company to interest rate risk.

Interest rate risk exposure: (Rs. in Lakhs)

Particulars	March 31, 2022	March 31, 2021
Variable rate borrowing	-	-
Fixed rate borrowing	83.80	83.80
Total	83.80	83.80

Interest rate sensitivity:

Profit or loss and equity is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. (Rs. in Lakhs)

Particulars	March 31, 2022	March 31, 2021
Interest Rates increase by 50 basis points	(0.42)	(0.44)
Interest Rates decrease by 50 basis points	0.42	0.44

33.3. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, bank balances, loans, investments and other financial assets. At each reporting date, the Company measures loss allowance for certain class of financial assets based on historical trend, industry practices and the business environment in which the Company operates.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Credit risk arising from investments, financial instruments and balances with banks is limited because the counterparties are banks and recognised financial institutions with high credit worthiness.

Maturities of Trade Receivables :

The table below analyzes the Company's Trade Receivables based on their contractual maturities (Rs. in Lakhs)

Financial Year Ended as on	Less than 1 Year	More than 1 Year	Total
March 31, 2022	1.48	-	1.48
March 31, 2021	3.18	-	3.18

SINGHI & CO. Chartered Accountants

HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

33.4. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of Financial Liabilities :

The table below analyzes the Company's Financial Liabilities into relevant maturity groupings based on their contractual maturities

As at March 31, 2022 (Rs in Lakhs)

Particulars	Within 12 months	After 12 months	Total
Financial Liabilities			
Borrowings	83.80	-	83.80
Trade Payables	1,290.42	-	1,290.42
Other Financial Liabilities	14.26	-	14.26

As at March 31, 2021 (Rs in Lakhs)

Particulars	Within 12 months	After 12 months	Total
Financial Liabilities			
Borrowings	83.80	-	83.80
Trade Payables	1,282.79	-	1,282.79
Other Financial Liabilities	5.78	-	5.78

34. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, security premium and all other equity reserves attributable to the equity holders of the The Company's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth and maximise the shareholders value. The Company sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through a mixture of equity, internal fund generation and borrowed funds. The Company's policy is to use short term and long term borrowings to meet anticipated funding requirements. The Company monitors capital on the basis of the net debt to equity ratio. Net debts are long term and short term debts as reduced by cash and cash equivalents (including restricted cash and cash equivalents). Equity comprises share capital and free reserves (total reserves excluding OCI).

The following table summarizes the capital of the Company:

(Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Borrowings includes Accrued Interest	94.86	86.56
Less. Cash & cash equivalents	2.25	4.27
Net debt	92.61	82.29
Equity	(732.14)	(673.63)
Equity and Net debts	(639.53)	(591.34)
Gearing ratio	-14.48%	-13.92%

35. Deferred Tax Assets (Net) (Rs. In Lakhs)

Particulars	March 31, 2022	March 31, 2021
Deferred Tax Liabilities:		
Tax impact arising on temporary differences in depreciable assets	-	-
Deferred Tax Assets:		
Tax Impact on Expense Allowable in Future Years	0.91	0.38
Tax impact arising on temporary differences in depreciable assets	0.77	0.65
Tax Impact on Brought Forward Business Losses/ unabsorbed depreciation to the extent of deferred tax liabilities on taxable temporary differences available (net)	435.54	432.34
Tax Impact on current year loss	15.22	-
Net Deferred Tax Assets	452.44	433.37

Deferred Tax Assets are recognised only to the extent it is probable that taxable profits will be available against which the losses can be utilised. In the absence of reasonable certainty supported by convincing evidence regarding the availability of future taxable profits, the net deferred tax assets amounting to Rs. 452.44 lakhs as on March 31, 2022 & Rs. 433.37 lakhs as on March 31, 2021 have not been recognised in the financial statements.

36. Happymate Foods Limited, subsidiary of the company Sastasundar Healthbuddy Limited had started its operation in fast moving consumer goods in 2018 with an aim to reach the consumer with a premium brand. The company has taken various steps since then to build distribution channel & offline stores, which did not turn out as expected and losses has been incurred. Presently the company is into discussion with business partner Benett Coleman and Company Limited, on further plans of restructuring its business. Besides, the company has been assured by its parent company Sastasundar Healthbuddy Limited of providing the necessary funds to implement the new plans and strategy to revive the business.

SINGHI & CO. Chartered Accountants

HAPPYMATE FOODS LIMITED KOLKATA

Notes to financial statements for the year ended March 31, 2022

37. Additional regulatory informations

i. The Company does not have any Benami property. No proceedings has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

ii. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iii. The Company has not traded or invested in Cryptocurrency or virtual currency during the current and previous financial year. Besides, the company has not accepted any deposits or advances from any person for the purpose of trading or investing in crypto currency or virtual currency.

iv. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other person or entities identified by or on behalf of the Company (Ultimate Beneficiaries) or provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

v. No funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

vi. The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961) and there is no previously unrecorded income and related assets that have not been properly recorded in the books of accounts during the year.

vii. The Company does not have transactions with any struck off companies during the year.

viii. The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority or other lender.

ix. The company has not filed any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013 with any Competent Authority.

38. Previous years figures have been regrouped/reclassified, where necessary, to conform to current year classification.

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

In terms of our report attached of even date
For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

M L Shukla
Partner
Membership No.: 051505

SINGHI & CO. Chartered Accountants

Place : Kolkata
Date : May 21, 2022

For and on behalf of the Board of Directors
Happymate Foods Limited

B. L. Mittal
Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Arifitava Sarkar
Director
DIN . 06582208

HAPPYMATE FOODS LIMITED KOLKATA