

# Walker Chandiook & Co LLP

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## Independent Auditor's Report

To the Members of Yes Capital (India) Private Limited

### Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of Yes Capital (India) Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements, that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act; safeguarding the assets of the Company; preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.





5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

## Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2017, and its profit and its cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. Further to our comments in annexure I, 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 purpose 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 standalone financial statements dealt with by this report are in agreement with the books of account;
  - d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
  - e. on the basis of the written representations received from the directors as on 31 March 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164(2) of the Act;
  - f. we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 30 June 2017 as per annexure II expressed unqualified opinion.



# Walker Chandiook & Co LLP

- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company does not have any pending litigations which would impact its standalone 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. the company has provided requisite disclosures in its financial statements as to holding as well as dealing in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer note 11 to the financial statements.

*Walker Chandiook & Co LLP*

For **Walker Chandiook & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

*Sudhir Pillai*

per **Sudhir N. Pillai**

Partner

Membership No.: 105782

Place: Mumbai

Date: 30 June 2017



# Walker Chandiook & Co LLP

## Annexure I to the Independent Auditor's Report of even date to the members of Yes Capital (India) Private Limited, on the financial statements for the year ended 31 March 2017

- (b) There are no dues in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute
- (viii) The Company has not defaulted in repayment of loans to any financial institution. The Company has no loans or borrowings payable to a bank or government and no dues payable to debenture-holders during the year.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained, though idle/surplus funds which were not required for immediate utilisation have been invested in liquid investments, payable on demand.
- (x) No fraud by the Company or on the company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) The provisions of Section 197 of the Act read with Schedule V to the Act are not applicable to the company since the company is not a public company as defined under Section 2(71) of the Act. Accordingly, provisions of clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable accounting standards.
- (xiv) During the year, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and have made an application for registration with the Reserve Bank of India to carry on the business as a Core Investment Company on 30 September 2016.

*Walker Chandiook & Co LLP*

For **Walker Chandiook & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

*Sudhir Pillai*

per **Sudhir N. Pillai**

Partner

Membership No.: 105782

Place : Mumbai

Date : 30 June 2017



## Annexure I to the Independent Auditor's Report of even date to the members of Yes Capital (India) Private Limited, on the financial statements for the year ended 31 March 2017

### Annexure I

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

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
  - (c) The Company does not hold any immovable property (in the nature of 'fixed assets'). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the order are not applicable.
- (iv) In our opinion, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax service tax, duty of customs, duty of excise duty, value added tax, cess have not generally been regularly deposited to the appropriate authorities though the delays in deposit have not been significant. Undisputed amounts payable in respect thereof, which were outstanding at the year-end for a period of more than six months from the date they became payable are as follows:

Statement of arrears of statutory dues outstanding for more than six months

(Amount in Rs.)

Name of the statute	Nature of the dues	Amount (₹)	Period to which the amount relates	Due Date	Date of Payment	Remarks, if any
Service Tax Act	Service tax on reverse charge	24,750	2016-2017	5 August 2016	Outstanding	-





Annexure II to the Independent Auditor's Report of even date to the members of **Yes Capital (India) Private Limited**, on the financial statements for the year ended 31 March 2017

## Annexure II

### Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit of the standalone financial statements of **Yes Capital (India) Private Limited** ("the Company") as at and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting (IFCoFR) of the Company as at that date.

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

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

#### Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR and the Guidance Note. 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 IFCoFR were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

#### Meaning of Internal Financial Controls over Financial Reporting

6. A Company's IFCoFR 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 IFCoFR 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.





# Walker Chandiook & Co LLP

Annexure II to the Independent Auditor's Report of even date to the members of **Yes Capital (India) Private Limited**, on the financial statements for the year ended 31 March 2017

## **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

## **Opinion**

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

*Walker Chandiook & Co LLP*

For **Walker Chandiook & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

*Sudhir Pillai*

per **Sudhir N. Pillai**

Partner

Membership No.: 105782

Place: Mumbai

Date: 30 June 2017

**Yes Capital (India) Private Limited**  
(All amount in Rupees, unless stated otherwise)

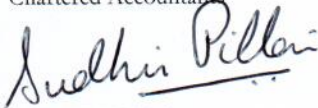
**Balance Sheet as at 31 March 2017**

	Notes	As at 31 March 2017	As at 31 March 2016
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3	110,50,000	110,50,000
Reserves and surplus	4	4712,39,848	4245,71,374
		<b>4822,89,848</b>	<b>4356,21,374</b>
<b>Non-current liabilities</b>			
Long Term Borrowings	5	10000,00,000	10000,00,000
		<b>10000,00,000</b>	<b>10000,00,000</b>
<b>Current liabilities</b>			
Other current liabilities	6	787,21,324	466,03,523
		<b>787,21,324</b>	<b>466,03,523</b>
<b>Total</b>		<b>15610,11,172</b>	<b>14822,24,897</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	7	25,000	25,000
Non-current investments	8	15556,35,100	14806,35,100
Long-term loans and advances	9	26,210	3,480
		<b>15556,86,310</b>	<b>14806,63,580</b>
<b>Current assets</b>			
Current investments	10	50,00,000	-
Cash and cash equivalents	11	2,08,919	15,61,317
Other current assets	12	1,15,943	-
		<b>53,24,862</b>	<b>15,61,317</b>
<b>Total</b>		<b>15610,11,172</b>	<b>14822,24,897</b>

Notes 1 to 19 form an integral part of these financial statements

This is the Balance Sheet referred to in our report of even date


For Walker Chandiook & Co LLP  
Chartered Accountants

  
Sudhir N. Pillai  
Partner

Place : Mumbai  
Date : 30 June 2017



For and on behalf of the Board of Directors  
Yes Capital (India) Private Limited

  
Radha Rana Kapoor  
Director  
DIN: 00683334

Place : Mumbai  
Date : 30 June 2017

  
Roshini Kapoor  
Director  
DIN: 05167806

Place : Mumbai  
Date : 30 June 2017



**Yes Capital (India) Private Limited**  
(All amount in Rupees, unless stated otherwise)

**Statement of Profit and Loss for the year ended 31 March 2017**

	Notes	Year ended 31 March 2017	Year ended 31 March 2016
<b>Revenue</b>			
Revenue from operations	13	1513,65,944	1361,25,000
Other income	14	2,62,365	34,833
<b>Total revenue</b>		<b>1516,28,308</b>	<b>1361,59,833</b>
<b>Expenses</b>			
Finance expenses	15	1044,16,404	463,62,705
Other expenses	16	5,43,430	3,28,447
<b>Total expenses</b>		<b>1049,59,834</b>	<b>466,91,152</b>
<b>Profit before tax</b>		<b>466,68,474</b>	<b>894,68,681</b>
<b>Tax expense</b>			
- Current tax		-	-
- Deferred tax		-	-
<b>Profit after tax</b>		<b>466,68,474</b>	<b>894,68,681</b>
Basic and diluted earnings per equity share	17	42.23	80.97

Notes 1 to 19 form an integral part of these financial statements

This is the Statement of Profit and Loss referred to in our report of even date

For Walker Chandiook & Co LLP  
Chartered Accountants

*Sudhir N. Pillai*

Sudhir N. Pillai  
Partner

Place : Mumbai  
Date : 30 June 2017



For and on behalf of the Board of Directors  
Yes Capital (India) Private Limited

*Radha Rani Kapoor*

Radha Rani Kapoor  
Director  
DIN: 00683334

Place : Mumbai  
Date : 30 June 2017



Roshini Kapoor  
Director  
DIN: 05167806

Place : Mumbai  
Date : 30 June 2017

**Yes Capital (India) Private Limited**  
(All amount in Rupees, unless stated otherwise)

**Cash Flow Statement for the year ended 31 March 2017**


	Year ended 31 March 2017	Year ended 31 March 2016
<b>(A) Cash flows from operating activities</b>		
Profit before tax	466,68,474	894,68,681
Interest income on fixed deposits with banks	(2,62,055)	-
Interest expense on borrowings	1044,16,404	463,62,705
<b>Operating profit before working capital changes</b>	<b>1508,22,824</b>	<b>1358,31,386</b>
<b>Adjustments for :</b>		
Increase/(decrease) in trade payables, other liabilities and provisions	(43,13,299)	(7,18,309)
Decrease/(increase) in loans and advances and other current assets	(1,15,943)	19,898
<b>Cash generated from operating activities</b>	<b>1463,93,582</b>	<b>1351,32,975</b>
Direct taxes paid	(22,730)	(3,480)
<b>Net cash generated from operating activities</b>	<b>1463,70,852</b>	<b>1351,29,495</b>
<b>(B) Cash flows from investing activities</b>		
Purchase of non-current investments	(750,00,000)	(11350,00,000)
Investment in Mutual funds	(50,00,000)	-
Interest income received on investments	2,62,055	-
<b>Net cash (used in) investing activities</b>	<b>(797,37,945)</b>	<b>(11350,00,000)</b>
<b>(C) Cash flows from financing activities</b>		
Long term borrowings taken	-	10000,00,000
Finance costs	(679,85,304)	-
<b>Net cash generated from/(used in) financing activities</b>	<b>(679,85,304)</b>	<b>10000,00,000</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(13,52,398)</b>	<b>1,29,495</b>
Cash and cash equivalents as at the beginning of the year	15,61,317	14,31,822
<b>Cash and cash equivalents as at the end of the year</b>	<b>2,08,919</b>	<b>15,61,317</b>
<b>Cash and cash equivalents comprise:</b>		
<b>Cash and cash equivalents</b>		
Cash on hand	1,000	1,000
Balance with banks		
- in current accounts	2,07,919	15,60,317
<b>Cash and cash equivalents as per note 11 to the financial statements</b>	<b>2,08,919</b>	<b>15,61,317</b>

**Note:**

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Accounting Standard 3, "Cash Flow Statements", prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
- Figures in brackets represent outflows.

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

For Walker Chandiook & Co LLP  
Chartered Accountants

  
Sudhir N. Pillai  
Partner

Place : Mumbai  
Date : 30 June 2017



For and on behalf of the Board of Directors  
Yes Capital (India) Private Limited

  
Radha Rana Kapoor  
Director  
DIN: 00683334

Place : Mumbai  
Date : 30 June 2017

  
Roshini Kapoor  
Director  
DIN: 05167806

Place : Mumbai  
Date : 30 June 2017



**Yes Capital (India) Private Limited**  
(All amount in Rupees, unless stated otherwise)

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017**

**1 Company overview**

Yes Capital (India) Private Limited (the 'Company') was incorporated as a private limited company on 08 May 2003. The Company is engaged in the business of making investments.

**2 Basis of preparation**

The financial statements, which have been prepared under the historical cost convention on the accrual basis of accounting, are in accordance with the applicable requirements of the Companies Act, 2013 (the 'Act') (to the extent notified) and comply in all material aspects with the Accounting Standards as prescribed under Section 133 of the Act read with the Rule 7 of the Companies (Accounts) Rules, 2014.

**2.1 Summary of significant accounting policies**

**a) Use of estimates**

The preparation of the financial statements in conformity with generally accepted accounting principles in India ('Indian GAAP') requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based upon management's knowledge of current events and actions, actual results could differ from those estimates. Any revisions to accounting estimates are recognized prospectively in the current and future periods.

**b) Fixed assets and capital work in progress**

Fixed Assets are stated at cost of acquisition inclusive of all attributable cost of bringing the same to their working condition, net of cenvat credit, accumulated depreciation and accumulated impairment losses, if any

Subsequent expenditure related to an item of asset are added to its book value if they increase the future benefits from existing asset beyond its previously assessed standard of performance

Assets acquired but not ready for use are classified under Capital work in progress and are stated at cost comprising direct cost and related incidental expenses

Items of Fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the statement of Profit and Loss. Losses arising from the retirement of, and gains & losses arising from disposal of tangible assets which are carried at cost are recognised in the statement of Profit & Loss.

**c) Depreciation**

Depreciation on the fixed assets is provided of the written down value method as per the useful life prescribed under Schedule II to the Companies Act, 2013, with residual value of 5%

**d) Impairment of assets**

Management evaluates at regular intervals, using external and internal sources, the need for impairment of any asset. Impairment occurs if the carrying amount of the asset exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the statement of profit and loss. The recoverable amount is the greater of the net selling price and value in use. In assessing the value in use, the estimated cash flows expected from continuing use of asset and from unlimited disposal are discounted to their present value using pre-determined discount rate that reflects the current market assessments of the time value of money and risk specific to the asset. When there is indication that an impairment loss recognised for an asset in earlier accounting period no longer exists or may have decreased, such reversal of impairment loss in Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

**e) Revenue recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

- (i) Revenue is recognised to the extent that it is probable that economic benefits will flow to the Company and the revenue can be reliably measured.
- (ii) Interest income on loans given are recognised on accrual basis, except in case of interest on non-performing assets which are recognised only when realised.
- (iii) Dividend Income from Investment in shares is recognised when the owner's right to receive payment is established.

**f) Classification and provisioning of loan portfolio**

- (i) Loans are classified as standard, sub-standard, doubtful and loss assets in accordance with the NBFC Directions, as amended from time to time.
- (ii) Loans are provided for as per the management's estimates, subject to the minimum provision required as per the NBFC Directions, as amended from time to time.



**Yes Capital (India) Private Limited**  
(All amount in Rupees, unless stated otherwise)

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017**

**4) Taxes**

Tax expenses comprise current tax (amount of tax for the period determined in accordance with the Income Tax Regulations in India) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period)

Deferred income-tax reflects the impact of current period timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In case of carry forward losses and unabsorbed depreciation, deferred tax assets are recognised only to the extent there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such losses can be set off. Deferred tax asset appearing in books is reviewed at each reporting date and is written down to the extent it is not certain that the Company will pay taxes on future incomes against which such deferred tax asset may be adjusted.

Tax credit is recognised in respect of Minimum Alternate Tax (MAT) as per the provisions of Section 115JAA of the Income Tax Act, 1961 based on convincing evidence that the Company will pay normal income tax within the statutory time frame and is reviewed at each Balance Sheet date.

**4) Investments**

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non-current investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Non-current investments are carried at cost. However, provision for diminution in value is made to recognise a decline, other than temporary, in the value of the non-current investments.

On initial recognition, all investments are measured at cost. The cost comprises of purchase price and directly attributable acquisition charges such as brokerage, fees and duties. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**4) Provisions and contingent liabilities**

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on management estimate of the amount required to settle the obligation to the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company. Such liabilities are disclosed by way of notes to the financial statements. No disclosure is made if the possibility of outflow on this account is remote.





Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

3 Share capital

	As at 31 March 2017		As at 31 March 2016	
	Number	Amount in Rs	Number	Amount in Rs
<b>Authorized share capital</b>				
2,000,000 equity shares of Rs. 10/- each	20,00,000	200,00,000	20,00,000	200,00,000
	<u>20,00,000</u>	<u>200,00,000</u>	<u>20,00,000</u>	<u>200,00,000</u>
<b>Issued, subscribed and paid up</b>				
1,105,000 equity shares of Rs. 10/- each	11,05,000	110,50,000	11,05,000	110,50,000
	<u>11,05,000</u>	<u>110,50,000</u>	<u>11,05,000</u>	<u>110,50,000</u>

a) Reconciliation of equity shares outstanding at the end of reporting period

	As at 31 March 2017		As at 31 March 2016	
	Number	Amount in Rs	Number	Amount in Rs
Shares outstanding at the beginning of the year	11,05,000	110,50,000	11,05,000	110,50,000
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	<u>11,05,000</u>	<u>110,50,000</u>	<u>11,05,000</u>	<u>110,50,000</u>

b) Terms/rights attached to equity shares

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

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% of the shares in the company\*

	As at 31 March 2017		As at 31 March 2016	
	Number of shares held	% of holding	Number of shares held	% of holding
<b>Equity shares of Rs. 10 each</b>				
Mrs. Raakhe K Tandon	3,53,334	31.98%	10,60,000	95.93%
Mrs. Radha Rana Kapoor	3,53,333	31.98%	-	-
Ms. Roshini Kapoor	3,53,333	31.98%	-	-
	<u>10,60,000</u>	<u>95.93%</u>	<u>10,60,000</u>	<u>95.93%</u>

As at 31 March 2017	As at 31 March 2016
Amount in Rs	Amount in Rs

4 Reserves and surplus

Surplus in the statement of profit and loss

Balance at the beginning of the year	4245,71,374	3351,02,693
Add: Transferred from statement of profit and loss	466,68,474	894,68,681
<b>Balance at the end of the year</b>	<u>4712,39,848</u>	<u>4245,71,374</u>

5 Long-term borrowings

Secured

Term loans

From Non-Banking Financial Companies (NBFCs)

10000,00,000	10000,00,000
<u>10000,00,000</u>	<u>10000,00,000</u>

a) Nature of security, terms of repayment and interest

i) Secured borrowing

Loan obtained for capital expenditure and working capital purpose carries an interest rate of 10.50% till March 2017 and after that interest rate is 9.25% is repayable at the expiry of 36 months from the date of first disbursement of facility. Interest shall be payable on 1 July every year. The loan is secured by demand Promissory Note and unconditional, irrevocable, continuing personal guarantee of certain share holders as per the terms of loan agreement

6 Other current liabilities

Interest accrued but not due on borrowings*	781,57,534	417,26,434
Other accrued liabilities	5,39,040	2,40,818
Statutory dues	24,750	46,36,271
	<u>787,21,324</u>	<u>466,03,523</u>

\* This refers to the gross interest (and not) inclusive of any taxes that may need to be deducted on the interest becoming payable / paid to the lender



	As at 31 March 2017 Amount in Rs	As at 31 March 2016 Amount in Rs
<b>8 Non-current investments (Valued at cost unless stated otherwise)</b>		
<b>Trade, Unquoted</b>		
<b>Investment in equity instruments</b>		
ART Capital (India) Private Limited (140,438,510 equity shares (Previous year: 132,938,510) of Rs. 10 each) ( refer note 18)	14043,85,100	13293,85,100
<b>Trade, Quoted</b>		
<b>Investment in equity instruments</b>		
Yes Bank Limited (15,125,000 equity shares (previous year: 15,125,000 equity shares) of Rs 10 each)	1512,50,000	1512,50,000
	<u>15556,35,100</u>	<u>14806,35,100</u>
Market Value of Quoted investments	233945,93,750	130763,18,750
Aggregate Value of unquoted investments	14043,85,100	13293,85,100
<b>9 Long-term loan and advances (Unsecured, considered good)</b>		
Advance tax (Net of provision)	26,210	3,480
	<u>26,210</u>	<u>3,480</u>
<b>10 Current investments</b>		
Investments in mutual funds (19,578.13 Units of Birla Sun Life Cash Plus - Growth Direct Plan, NAV Rs 5,115,944)	50,00,000	-
	<u>50,00,000</u>	<u>-</u>
<b>11 Cash and cash equivalents</b>		
Cash on hand	1,000	1,000
Balances with banks in current accounts	2,07,919	15,60,317
	<u>2,08,919</u>	<u>15,61,317</u>

**10a Disclosure of Specified Bank Notes:**

As per the Ministry of Corporate Affairs notification G.S.R. 308(E) dated 30 March 2017, every Company shall disclose the details of Specified Bank Notes (SBN) held and transacted during the period from 8 November 2016 to 30 December 2016 in the following manner:

Details of SBN held and transacted during the period from 8 November 2016 to 30 December 2016 are as follows:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8 November 2016	-	-	-
Add: Permitted receipts	-	-	-
Add: Non-permitted receipts	-	-	-
Less: Permitted payments	-	-	-
Less: Amount deposited in banks	-	-	-
<b>Closing cash in hand as on 30 December 2016</b>	-	-	-

**12 Other current assets**

Accrued income	1,15,943	-
	<u>1,15,943</u>	<u>-</u>





Yes Capital (India) Private Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

7 Tangible assets

(Amount in Rs.)

Gross block	Vehicles	Total
<b>Balance as at 31 March 2015</b>	5,00,000	5,00,000
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2016</b>	5,00,000	5,00,000
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2017</b>	5,00,000	5,00,000
<b>Accumulated depreciation</b>		
<b>Balance as at 31 March 2015</b>	4,75,000	4,75,000
Depreciation	-	-
Reversal on disposal of assets	-	-
<b>Balance as at 31 March 2016</b>	4,75,000	4,75,000
Depreciation	-	-
Reversal on disposal of assets	-	-
<b>Balance as at 31 March 2017</b>	4,75,000	4,75,000
<b>Net block</b>		
<b>Balance as at 31 March 2016</b>	25,000	25,000
<b>Balance as at 31 March 2017</b>	25,000	25,000



**Yes Capital (India) Private Limited**

(All amount in Rupees, unless stated otherwise)

**Summary of significant accounting policies and other explanatory information to the financial statements for the year ended 31 March 2017**

	Year ended 31 March 2017	Year ended 31 March 2016
<b>13 Revenue from operations</b>		
Dividend income	1512,50,000	1361,25,000
Income from mutual fund	1,15,944	-
	<b>1513,65,944</b>	<b>1361,25,000</b>
<b>14 Other income</b>		
Interest income on fixed deposits with banks	2,62,055	34,833
Miscellaneous income	310	-
	<b>2,62,365</b>	<b>34,833</b>
<b>15 Finance cost</b>		
Interest expenses	1044,16,404	463,62,705
	<b>1044,16,404</b>	<b>463,62,705</b>
<b>16 Other expenses</b>		
Rates & taxes	22,032	53,658
Professional charges (refer note (a) below)	5,20,325	1,95,500
Prior period expenses	-	62,779
Miscellaneous expenses	1,073	16,510
	<b>5,43,430</b>	<b>3,28,447</b>
<b>a) Payment to auditors:*</b>		
As auditors	1,72,500	1,72,500
	<b>1,72,500</b>	<b>1,72,500</b>

\* excluding service tax

**17 Earnings per share**

The amount considered in ascertaining the Company's earnings per share constitutes the net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares which could have been issued on conversion of all dilutive potential shares.

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

Particulars	Year ended 31 March 2017	Year ended 31 March 2016
Net profit after tax attributable to equity shareholders (Rs)	466,68,474	894,68,681
Weighted average number of shares outstanding during the year – Basic and diluted	11,05,000	11,05,000
Basic and diluted profit per share (Rs)	42.23	80.97
Nominal value per equity share (Rs)	10.00	10.00





**18 Related party disclosures**

As required under Accounting Standard 18 – Related Parties details and disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

**a) Names of related parties and nature of relationship**

Nature of Relationship	Name of Related Party
Key Management Personnel (KMP)	Mrs. Radha Rana Kapoor Mrs. Raakhe K Tandon Ms. Roshini Kapoor
Companies in which KMP or their relative have significant influence	ART Capital (India) Private Limited

**b) Transactions with related parties**

Nature of transaction	Year ended 31 March 2017	Year ended 31 March 2016
ART Capital (India) Private Limited - Investment in equity share	750,00,000	11350,00,000

- 19 In the opinion of the Board of Directors, current assets have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated and provision for all known liabilities has been made in the financial statements.

For Walker Chandiook & Co LLP  
Chartered Accountants



Sudhir N. Pillai  
Partner

Place : Mumbai  
Date : 30 June 2017



For and on behalf of the Board of Directors  
Yes Capital (India) Private Limited



Radha Rana Kapoor  
Director  
DIN: 00683334

Place : Mumbai  
Date : 30 June 2017



Roshini Kapoor  
Director  
DIN: 05167806

Place : Mumbai  
Date : 30 June 2017