BATLIBOI, PUROHIT & DARBARI
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of
CESC Ventures Limited (formerly RP -SG Business Process Services Limited)

Opinion

We have audited the accompanying interim standalone Ind AS financial statements of CESC Ventures Limited (formerly RP -SG Business Process Services Limited) ("the Company"), which comprise the interim standalone Balance Sheet as at September 30, 2018, and the interim standalone Statement of Profit and Loss, including other comprehensive income, interim standalone Cash Flow Statement and the interim standalone Statement of Changes in Equity for the 6-month period then ended, and notes to the interim standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid interim standalone Ind AS financial statements give a true and fair view in conformity with the accounting principle generally accepted in India including the Indian Accounting Standard (Ind AS) 34 specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended:

(a) in the case of the interim standalone Balance Sheet, of the state of affairs of the Company as at September 30, 2018;

(b) in the case of the interim standalone Statement of Profit and Loss including other comprehensive income, of the profit for the six-month period ended on that date;

(c) in the case of the interim standalone Cash Flow Statement, of the cash flows for the six-month period ended on that date; and

(d) in the case of the interim standalone Statement of Changes in Equity, of the changes in equity for the six-month period ended on that date.

Basis for Opinion

We conducted our audit of the interim standalone Ind AS 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 Interim Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the interim standalone Ind AS financial statements.

Management's Responsibility for the Interim Standalone Financial Statements

The Company's/ Board of Directors is responsible for the preparation and presentation of these interim standalone financial statements that give a true and fair view of the standalone financial position, standalone financial performance including other comprehensive income, standalone cash

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flows and standalone 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. The Board of Directors of the Company are also responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of Company and for preventing and detecting frauds and other irregularities; the 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the interim standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, as aforesaid.

In preparing the interim standalone financial statements, Board of Directors are responsible for assessing the ability of the Company's 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 respective Board of Directors of the Company are also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the interim standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these interim standalone Ind AS 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 interim standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 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

BATLIBOI PUROHIT & DARBARI Chartered Accountants 7, Waterloo Street, Kolkata 7000 events or conditions may cause the Company to cease to continue as a going concern.

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

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.

Other matters

The comparative Ind AS Statement of Profit and Loss; Statement of Changes in Equity and Statement of Cash flows of the Company for the corresponding quarter and period ended September 30, 2017 are not included in these Interim standalone Ind AS financial statements. The comparative Ind AS Statement of Profit and Loss; Statement of Changes in Equity and Statement of Cash flows of the Company for the previous period beginning February 7, 2017 and ending on March 31, 2018 has been included in these Interim Standalone Ind AS financial statements. Our opinion is not qualified in respect of this matter.

Other matters - restriction of use

The accompanying interim standalone Ind AS financial statements have been prepared and this report thereon issued, solely for the purpose of inclusion in the information memorandum to be filed by the Company with relevant stock exchanges for the proposed listing of equity shares of the Company. Accordingly, this report should not be used, referred to or distributed for any other purpose without our prior written consent.

For Batliboi, Purohit & Darbari
Chartered Accountants
(Firm's Registration No: 303086E)

CA Hemal Mehta
Partner
(Membership No. 063404)

Place of Signature: Kolkata
Date: 11th January 2019

BATLIBOI PUROHIT & DARBARI * Chartered Accountants * 7, Waterloo Street, Kolkata 700069

CESC Ventures Limited

(Formerly *RP-SG Business Process Services Limited*)

Balance Sheet as at 30th September 2018

Rs in lakhs

Particulars	Note No.	As at 30th September, 2018	As at 31st March, 2018
ASSETS			
Non-current Assets			
Financial Assets			
Investments	4	1,29,564.55	1,29,564.55
Other Non current Assets	5	2,337.30	2,337.30
		1,31,901.85	**1,31,901.85**
Current Assets			
Financial Assets			
Investments	6	11,921.21	4,083.04
Trade receivables	7	991.66	491.74
Cash and cash equivalents	8	206.18	891.14
Others	9	7,166.50	8,525.50
Other current Assets	10	45.06	45.70
		20,330.61	**14,037.12**
TOTAL ASSETS		**1,52,232.46**	**1,45,938.97**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	11 A	-	-
Equity Share Suspense	11 B	2,651.14	2,651.14
Other Equity	12	1,48,327.71	1,42,345.74
Total equity		**1,50,978.85**	**1,44,996.88**
Liabilities			
Non-current Liabilities			
Provisions	13	287.49	286.41
		287.49	**286.41**
Current Liabilities			
Financial Liabilities			
Others	14	26.86	12.38
Other current liabilities	15	5.75	5.74
Provisions	16	520.44	435.38
Current Tax Liabilities (net)		413.07	202.18
		966.12	**655.68**
TOTAL EQUITY & LIABILITIES		**1,52,232.46**	**1,45,938.97**
Notes forming part of Financial Statements	1 - 28		

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

For Batliboi, Purohit & Darbari
Firm Registration Number - 303086E
Chartered Accountants

CA Hemal Mehta
Partner
Membership No. 063404

For and on behalf of Board of Directors

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Suhail Sameer
Whole-time Director
DIN: 07238872

Sudip Ghosh
Company Secretary

Soumit Banerjee
Chief Financial Officer

Place: Kolkata
Date: 11-01-2019

BATLIBOI PUROHIT & DARBARI * Chartered Accountants * 7, Waterloo Street, Kolkata 700069

CESC Ventures Limited
(Formerly *RP-SG Business Process Services Limited*)

Statement of Profit and Loss for the period 1 April, 2018 to 30 September, 2018

Rs in Lakhs

Particulars	Note No.	1 April 2018 to 30 September 2018	7 February 2017 to 31 March 2018
Revenue from operations	17	3,070.00	2,510.00
Other income	18	5,836.43	223.14
Total Revenue		**8,906.43**	**2,733.14**
Expenses			
Employee benefit expense	19	662.46	630.45
Other expenses	20	1,982.34	1,663.94
Total expenses		**2,644.80**	**2,294.39**
Profit before tax		**6,261.63**	**438.75**
Tax expense			
Current tax		250.50	208.39
Total Tax expenses		**250.50**	**208.39**
Profit after tax (PAT)		**6,011.13**	**230.36**
Other comprehensive income (OCI)			
Items not to be reclassified to profit or loss			
Remeasurement of defined benefit plan		(27.87)	21.87
Income Tax on above		(1.29)	(7.23)
Total Other Comprehensive Income		**(29.16)**	**14.64**
Total comprehensive income for the year		**5,981.97**	**245.00**
Earnings per equity share	21		
Basic & Diluted (Face value of Rs 10 per share)		**22.67**	**0.16**
Notes forming part of Financial Statements	1 - 28		

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

For Batliboi, Purohit & Darbari
Firm Registration Number - 303086E
Chartered Accountants

CA Hemal Mehta
Partner
Membership No. 063404

Place: Kolkata
Date: 11-01-2019

For and on behalf of Board of Directors

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Suhail Sameer
Whole-time Director
DIN: 07238872

Sudip Ghosh
Company Secretary

Soumit Banerjee
Chief Financial Officer

Batliboi Purohit & Darbari
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CESC Ventures Limited

(Formerly *RP-SG Business Process Services Limited*)

Statement of Changes in Equity for the period 1st April,2018 to 30th September,2018

A **Equity Share Suspense**

Rs in lakhs

Particulars	Balance at the beginning of the reporting period	Changes in equity share capital during the period	Balance at the end of the reporting period
Equity Share Suspense *			
As at 30 September 2018	2,651.14	-	2,651.14

* Represent shares yet to be allotted

B **Other Equity**

Rs in lakhs

Particulars	**Reserves and Surplus**		
	Capital Reserve	**Retained Earnings (refer note 12)**	**Total**
Balance as at 7 February, 2017	-	-	-
Profit for the period			
PAT	-	230.36	230.36
OCI	-	14.64	14.64
Capital Reserves arisen pursuant to the Scheme of restructuring (Refer Note 26)	1,41,993.82	-	1,41,993.82
Retained Earnings arisen pursuant to the Scheme of restructuring (Refer Note 26)	-	106.92	106.92
Balance as at 31 March, 2018	**1,41,993.82**	**351.92**	**1,42,345.74**
Balance as at 1 April, 2018	1,41,993.82	351.92	1,42,345.74
Profit for the period			
PAT	-	6,011.13	6,011.13
OCI	-	(29.16)	(29.16)
Balance as at 30 September, 2018	**1,41,993.82**	**6,333.89**	**1,48,327.71**

This is the Statement of Changes in Equity referred to in our Report of even date.

For Batliboi, Purohit & Darbari
Firm Registration Number - 303086E
Chartered Accountants

CA Hemal Mehta
Partner
Membership No. 063404

Place: Kolkata
Date: 11-01-2019

For and on behalf of Board of Directors

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
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Cash flow Statement for the period 1 April, 2018 to 30 September, 2018

Rs in Lakhs

		1 April, 2018 to 30 September, 2018	7 February 2017 to 31 March 2018
A.	**Cash flow from Operating Activities**		
	Profit before Taxation	6,261.63	438.75
	Adjustments for :		
	Gain on sale/fair value of current investments (net)	(220.60)	(83.04)
	Dividend Income	(5,609.65)	-
	Interest Income	(6.18)	(140.10)
	Operating Profit before Working Capital changes	**425.20**	**215.61**
	Adjustments for change in:		
	Trade and other receivables	859.73	(616.19)
	Other payables	72.74	3,068.94
	Cash Generated from Operations	**1,357.67**	**2,668.36**
	Income Tax paid (net of refund)	40.89	-
	Net cash flow from Operating Activities	**1,316.78**	**2,668.36**
B.	**Cash flow from Investing Activities**		
	Purchase of non-current investments	-	(350.16)
	Sale/(purchase) of Current/Non-current Investments (net)	(7,617.57)	(4,000.00)
	Dividend received	5,609.65	-
	Interest received	6.18	140.10
	Investment in Subsidiaries	-	(55,818.18)
	Net cash used in Investing Activities	**(2,001.74)**	**(60,028.24)**
C.	**Cash flow from Financing Activities**		
	Issue of Share Capital	-	57,505.00
	Net Cash flow from Financing Activities	**-**	**57,505.00**
	Net Increase / (Decrease) in cash and cash equivalents	**(684.96)**	**145.12**
	Cash and Cash equivalents - Opening Balance [Refer Note 8]	**891.14**	-
	Cash and Cash equivalents - Pursuant to Scheme of Restructuring .(Refer Note 26)	-	746.02
	Cash and Cash equivalents - Closing Balance [Refer Note 8]	**206.18**	**891.14**

This is the Standalone Cash Flow Statement referred to in our Report of even date.

For Batliboi, Purohit & Darbari
Firm Registration Number - 303086E
Chartered Accountants

CA Hemal Mehta
Partner
Membership No. 063404

Place: Kolkata
Date: 11-01-2019

For and on behalf of Board of Directors

Shashwat Goenka
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Sudip Ghosh
Company Secretary

Soumit Banerjee
Chief Financial Officer

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NOTE-1 Corporate Information

CESC Ventures Limited (formerly RP-SG Business Process Services Limited) ("the Company") is a limited company incorporated and domiciled in India. The registered office of the Company is located at CESC House, Chowringhee Square, Kolkata - 700001. The Company operates in the fields of information technology and allied services.

NOTE-2 Significant accounting policies

This note provides a list of significant accounting policies adopted in the preparation of these financial statements.

(a) Basis of preparation

(i) These special purpose interim standalone financial statements of CESC Ventures Limited (formerly RP-SG Business Process Services Limited) for the period ended 30th September 2018 have been prepared in accordance with Ind AS 34 "Interim Financial Reporting" specified under Section 133 of Companies Act 2013 ("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2013 ("the Rules") as amended for the purpose of inclusion in the Information Memorandum to be filed with Stock Exchanges.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

a) Investment except investments in subsidiaries are carried at fair value;

(iii) Use of estimate

As required under the provisions of Ind AS for preparation of financial statements in conformity thereof, the management has made judgements, estimates and assumptions that affect the application of accounting policies, and the reported amount of assets, liabilities, income, and expenses and disclosures. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

(b) Revenue recognition

The Company recognizes revenue at fair value of the consideration received or receivable. Revenue is recognised when its amount can be reliably measured and it is probable that future economic benefits will flow to the entity and specific criteria have been met for the Company's activities as described below:

Process Outsourcing & IT Business

Revenue from contact centre and transaction processing services comprises fixed fee based service contracts. Revenue from fixed fee based service contracts is recognized on achievement of performance milestones specified in the customer contracts.

(c) Other Income

Income from investments and deposits etc. is accounted for on accrual basis inclusive of related tax deducted at source, where applicable. Interest income arising from financial assets is accounted for using amortised cost method.

(d) Taxes

Current tax represents the amount payable based on computation of tax as per prevailing taxation laws under the Income Tax Act, 1961.

Provision for deferred taxation is made using liability method on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred Tax Assets are recognized subject to the consideration of prudence and are periodically reviewed to reassess realization thereof. Deferred Tax Liability or Asset will give rise to actual tax payable or recoverable at the time of reversal thereof.

Current and Deferred tax relating to items recognised outside profit or loss, that is either in other comprehensive income (OCI) or in equity, is recognised along with the related items.

(e) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand.

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalent consist of balances as defined above.

(f) Financial asset

The financial assets are classified in the following categories:

1. financial assets measured at amortised cost,
2. financial assets measured at fair value through profit and loss, and
3. Equity Instruments

The classification of financial assets depends on the Company's business model for managing financial assets and the contractual terms of the cash flow.

Initial Recognition:

At initial recognition, the financial assets are measured at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows and where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Financial instruments measured at fair value through profit and loss (FVTPL)

Financial instruments included within fair value through profit and loss category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in statement of profit and loss.

Equity instruments

Equity investments in scope of Ind AS 109 are measured at fair value.

At initial recognition, the Company make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

Investment in subsidiaries are carried at cost less provision for impairment loss, if any.

Investments are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount.

Investments in mutual funds are measured at fair value through profit and loss.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables the simplified approach of expected lifetime losses has been recognised from initial recognition of the receivables as required by Ind AS 109 Financial Instruments.

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Chartered Accountants

(g) Financial Liabilities

Financial liabilities are measured at amortised cost using the effective interest rate method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amount approximates fair value to short-term maturity of these instruments.

A financial liability (or a part of financial liability) is de-recognised from Company's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

(h) Employee Benefits

Short- term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Contributions to Provident Fund are accounted for on accrual basis.

The Company, as per its schemes, extend employee benefits current and/or post retirement, which are accounted for on accrual basis and includes actuarial valuation as at the Balance Sheet date in respect of gratuity, leave encashment and certain other retiral benefits, to the extent applicable, made by independent actuary.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in Other Comprehensive Income in the period in which they occur.

Re-measurements are not reclassified to profit or loss in subsequent periods. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

(i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

(ii) Net interest expense or income

The current and non-current bifurcation has been done as per the Actuarial report.

(i) Earnings per Share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

a) The profit attributable to owners of the Company

b) by the weighted average number of equity shares to be issued during the financial year, adjusted for bonus elements in equity shares issued during the year. The number of equity shares has been considered as the shares issued due to the scheme of restructuring effective 1 October 2017.

(ii) Diluted earnings per share

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

a) the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

b) the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

For each earnings per share amount presented in accordance with Ind AS 33, the Company presents additional basic and diluted earnings per share amounts that are calculated in the same way

(j) Provisions and contingencies

Provisions are recognised when the Company has a present obligation 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.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

(k) Applicability of Ind AS 115:

The Company adopted Ind-AS 115 Revenue from contract with customers (Ind-AS 115) on 1st April 2018 using the full retrospective method. The application of Ind-AS 115 has no impact on recognition and measurement of revenue post implementation and accordingly, no adjustment is required to be done in retained earnings as at 1 April 2018 and its comparatives under the previous standards.

(l) Business combination

Business combination involving entities or businesses under common control are accounted for using the pooling of interest method whereby the assets and liabilities of the combining entities / business are reflected at their carrying value and necessary adjustments , if any, have been given effect to as per the scheme approved by National Company Law Tribunal.

NOTE 3 Summary of significant judgements and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Estimated Fair Valuation of certain Investments - Note 2(f)

Estimates used in Actuarial Valuation of Employee benefits - Note 19

Rs in lakhs

			As at 30th September, 2018	As at 31st March,2018
NOTE-4		**NON CURRENT INVESTMENTS**		
a		**Investments in Subsidiary Company - Quoted - carried at cost :**		
	(i)	37,39,76,673 (31.03.2018: 37,39,76,763 shares) fully paid Equity Shares of Rs. 10 each of Firstsource Solutions Limited	47,169.71	47,169.71
b		**Investments in Subsidiary Companies -Unquoted - carried at cost :**		
	(i)	46,31,62,500 (31.03.2018: 46,31,62,500 shares) fully paid Equity Shares of Rs 10 each of Guiltfree Industries Limited	55,068.46	55,068.46
	(ii)	72,40,000 (31.03.2018: 72,40,000 shares) fully paid Equity Shares of Rs. 10 each of Bowlopedia Restaurants India Limited	724.22	724.22
	(iii)	26,25,20,000 (31.03.2018: 26,25,20,000 shares) fully paid Equity Shares of Rs. 10 each of Quest Properties India Limited	26,252.00	26,252.00
c		**Investments in Equity Instruments, unquoted, carried at fair value through other comprehensive income:**		
	(i)	1,670 (31.03.2018: 1,670 shares) equity shares of Rs. 10 each of HW Wellness Solutions Pvt. Ltd.	350.16	350.16
			1,29,564.55	1,29,564.55
		Investment in quoted investments:		
		Aggregate Book value	**47,169.71**	**47,169.71**
		Aggregate Market value	**2,30,744.00**	**1,98,208.00**
		Investment in unquoted investments:		
		Aggregate Book value	**82,394.84**	**82,394.84**

		As at 30th September, 2018	As at 31st March,2018
			Rs in lakhs
NOTE-5	**OTHER NON CURRENT ASSETS**		
	Capital Advances	2,337.30	2,337.30
		2,337.30	**2,337.30**

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7, Waterloo Street, Kolkata 700069
Chartered Accountants

Rs in lakhs

		As at 30th September, 2018	As at 31st March,2018
NOTE -6	**CURRENT INVESTMENTS**		
	Investments in Mutual funds carried at fair value through profit and loss (Quoted)		
	21,08,500.182 (31.03.2018: 15,87,887.022) units of 266.4098 each of ICICI Prudential Liquid Fund - Direct Plan - Growth Option	5,617.25	4,083.04
	1,77,787.2497 (31.03.2018: Nil) units of Rs. 3,545.7911 each of HDFC Liquid Fund - Direct Plan - Growth option	6,303.96	-
		11,921.21	**4,083.04**
NOTE -7	**TRADE RECEIVABLES**		
	Unsecured , considered good (Receivable from Related Party refer Note - 24)	991.66	491.74
		991.66	**491.74**

Batliboi Purohit & Darbari, 7, Waterloo Street, Kolkata 700 069, Chartered Accountants

Rs in lakhs

		As at 30th September, 2018	As at 31st March,2018
NOTE-8	**CASH AND CASH EQUIVALENTS**		
	Balances with banks		
	- In current accounts	206.18	891.14
		206.18	**891.14**
NOTE-9	**OTHER FINANCIAL ASSETS**		
	Unsecured considered good		
	Advance against equity to subsidiaries (Refer Note 24)	3,666.50	25.50
	Amount recoverable pursuant to Scheme of restructuring (Refer Note 26)	3,500.00	8,500.00
		7,166.50	**8,525.50**
NOTE-10	**OTHER CURRENT ASSETS**		
	Advances to employees	45.06	45.70
		45.06	**45.70**

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Rs in lakhs

		As at 30th September, 2018	As at 31st March, 2018
NOTE -11A	**EQUITY SHARE CAPITAL**		
	Authorised Share Capital		
	125,00,00,000 (31.03.2018: 125,00,00,000) Equity Shares of Rs 10 each	1,25,000.00	1,25,000.00
		1,25,000.00	**1,25,000.00**
NOTE -11B	**EQUITY SHARE SUSPENSE**		
	Shares to be issued pursuant to the scheme	2,651.14	2,651.14
		2,651.14	**2,651.14**

2,65,11,409 Equity Shares of Rs. 10/- each amounting to Rs. 2651.14 Lakh is the proposed share capital of the Company post its restructuring effective from 1st October 2017. The Company is in the process of listing its shares with the recognized Stock Exchanges in India. The Share Capital stands unalloted and disclosed under "Equity Share Suspense". The same have been allotted on 14th November 2018.

		As at 30th September, 2018	As at 31st March, 2018
NOTE -12	**OTHER EQUITY**		
	a. Capital Reserve	1,41,993.82	1,41,993.82
	b. Retained Earnings	6,333.89	351.92
		1,48,327.71	**1,42,345.74**

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Rs In lakhs

NOTE-12 OTHER EQUITY.......contd

	As at 30th September, 2018	As at 31st March,2018
a. Capital Reserve		
As at beginning of the period	1,41,993.82	-
Add :Pursuant to the scheme of restructuring (Refer Note 26)	-	1,41,993.82
	1,41,993.82	**1,41,993.82**
b. Retained Earnings		
Surplus at the beginning of the period	351.92	-
Add : Profit for the period	6,011.13	230.36
Add: Adjustment pursuant to the scheme of restructuring (Refer Note 26)	-	106.92
Add: Remeasurements of the net defined benefit plan	(29.16)	14.64
	6,333.89	**351.92**
	1,48,327.71	**1,42,345.74**

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Rs in lakhs

		As at 30th September, 2018	As at 31st March,2018
NOTE -13	**NON CURRENT- PROVISIONS**		
	Provision for employee benefits	287.49	286.41
		287.49	**286.41**

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Rs In lakhs

		As at 30th September, 2018	As at 31st March,2018
NOTE- 14	**OTHER FINANCIAL LIABILITIES**		
	Payable to Employees	26.80	11.94
	Others	0.06	0.44
		26.86	**12.38**
NOTE- 15	**OTHER CURRENT LIABILITIES**		
	Statutory dues	-	0.07
	Other liabilities	5.75	5.67
		5.75	**5.74**
NOTE - 16	**CURRENT PROVISIONS**		
	Provision for employee benefits	520.44	435.38
		520.44	**435.38**

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Rs in lakhs

		1 April 2018 to 30 September 2018	7 February 2017 to 31 March 2018
NOTE - 17	**REVENUE FROM OPERATIONS**		
	Sale of services	3,070.00	2,510.00
		3,070.00	**2,510.00**

NOTE - 18	**OTHER INCOME**		
	Interest Income	6.18	140.10
	Dividend Income	5,609.65	-
	Gain on sale/fair value of current investments (net)	220.60	83.04
		5,836.43	**223.14**

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Rs in lakhs

		1 April 2018 to 30 September 2018	7 February 2017 to 31 March 2018
NOTE -19	**EMPLOYEE BENEFIT EXPENSES**		
a.	Salaries, wages and bonus	525.07	507.01
b	Contribution to provident and other funds	95.42	87.79
c	Employees' welfare expenses	41.97	35.65
		662.46	**630.45**

EMPLOYEE BENEFIT EXPENSES

(i) **Defined contribution plans**

The Company makes contributions for provident fund and family pension schemes (including for superannuation) towards retirement benefit plans for eligible employees. Under the said plan, the Company is required to contribute a specified percentage of the employees' salaries to fund the benefits. The fund has the form of trust and is governed by the Board of Trustees. During the year, based on applicable rates, the Company has contributed Rs. 65.77 lakhs (31-Mar-2018- Rs.63.18 Lakhs) on this count in the Statement of Profit and Loss .

The Company also sponsors the Gratuity plan, which is governed by the Payment of Gratuity Act, 1972. The Company makes annual contribution to independent trust, who in turn, invests in the Employees Group Gratuity Scheme of eligible agencies for qualifying employees.

(ii) **Defined benefit plans**

No additional liability has been recognised as interest rate announced by PF trust is higher than the statutory rate announced by Employee Provident Fund Organization.

(iii) **The amounts recognised in the balance sheet and the movements in the total defined benefit obligation over the year are as follows:**

(` in lakhs)

Gratuity (Unfunded)	As at September 30, 2018			As at March 31, 2018		
	Present value of obligation	Fair value of plan assets	Total amount	Present value of obligation	Fair value of plan assets	Total amount
Opening Balance	426.69		426.69			-
Add : Amount added pursuant to scheme of arrangement		-	-	418.98	-	418.98
Current service cost	13.22		13.22	10.99		10.99
Interest expense/(income)	16.43		16.43	13.61		13.61
Past Service Cost			-			-
Total amount recognised in profit and loss	29.65	-	29.65	24.60	-	24.60
Remeasurements						
Return on plan assets, excluding amounts included in interest expense/(income)			-	-		-
(Gain)/loss from change in demographic assumptions		-	-	-	-	-
(Gain)/loss from change in financial assumptions	6.55	-	6.55	(5.86)	-	(5.86)
Experience (gains)/losses	25.18	-	25.18	(11.03)	-	(11.03)
Total amount recognised in other comprehensive income	31.73	-	31.73	(16.89)	-	(16.89)
Employer contributions	-		-	-		-
Benefit payments			-			-
Closing Balance	488.07	-	488.07	426.69	-	426.69

The net liability disclosed above relates to funded plan is as follows:

Gratuity	30-Sep-18	31-Mar-18
Present value of funded obligation (DBO)	488.07	426.69
Fair value of plan assets	-	-
Deficit of funded plan	488.07	426.69
Net liability / (asset) recognized in BS	488.07	426.69

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Leave Obligation (Unfunded)	As at September 30, 2018 Present value of obligation	As at March 31, 2018 Present value of obligation
Opening Balance	185.57	
Add : Amount added pursuant to scheme of arrangement		185.57
Current service cost	7.13	5.30
Interest expense/(income)	7.05	6.03
Remeasurements		
Return on plan assets, excluding amounts included in interest expense/(income)	-	-
(Gain)/loss from change in demographic assumptions	-	-
(Gain)/loss from change in financial assumptions	2.82	7.04
Experience (gains)/losses	4.09	-18.37
Total amount recognised in profit and loss	21.09	-
Employer contributions	-	-
Benefit payments		
Closing Balance	206.66	185.57

The net liability disclosed above relates to unfunded plan is as follows:		
Leave obligation	**30-Sep-18**	**31-Mar-18**
Present value of unfunded obligation (DBO)	206.66	185.57
Fair value of plan assets	-	-
Deficit of unfunded plan	206.66	185.57
Net liability / (asset) recognized in BS	206.66	185.57

	Post retirement medical benefit		Pension	
	As at September 30, 2018	As at March 31, 2018	As at September 30, 2018	As at March 31, 2018
Opening balance	89.70		19.83	
Add : Amount added pursuant to scheme of arrangement		89.70		19.83
Current service cost	1.45	1.34	0.50	0.09
Interest expense/(income)	3.41	2.91	0.75	0.64
Past Service Cost			1.41	
Total amount recognised in profit and loss	4.86	4.25	2.66	0.73
Remeasurements				
Return on plan assets, excluding amounts included in interest expense/(income)	-	-	-	-
(Gain)/loss from change in demographic assumptions	-	-	-	-
(Gain)/loss from change in financial assumptions	(2.02)	(2.86)	(1.67)	1.67
Experience (gains)/losses	(2.84)	(1.39)	2.68	(2.41)
Total amount recognised in other comprehensive income	(4.86)	(4.25)	1.01	(0.74)
Employer contributions	-	-	-	-
Benefit payments				
Closing balance	89.70	89.70	23.50	19.82

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The net liability disclosed above relates to unfunded plan is as follows:

	Post-employment medical benefits		Pension	
	30-Sep-18	31-Mar-18	30-Sep-18	31-Mar-18
Present value of unfunded obligation (DBO)	89.70	89.70	23.50	19.82
Fair value of plan assets	-	-	-	-
Deficit of unfunded plan	**89.70**	**89.70**	**23.50**	**19.82**
Net liability / (asset) recognized in BS	**89.70**	**89.70**	**23.50**	**19.82**

iv) **The expected maturity analysis of undiscounted gratuity, leave, post-employment medical benefits & pension is as follows:**

	1st year	Between 2-5 years	Between 6-10 years	More than 10 years	Total
As at September 30, 2018					
Defined benefit obligation (gratuity)	104.75	36.65	105.18	360.90	**607.48**
Leave obligation	29.16	13.72	37.79	240.84	**321.51**
Post-employment medical benefits	-	2.11	12.33	59.88	**74.32**
Pension	-	-	10.53	30.64	**41.17**
Interest rate guarantee on provident fund	-	-	-	-	-
Total	**133.91**	**52.48**	**165.83**	**692.26**	**1,044.48**
As at March 31, 2018					
Defined benefit obligation (gratuity)	15.04	228.54	260.95	530.02	**1,034.55**
Leave obligation	9.01	71.73	88.36	200.38	**369.48**
Post-employment medical benefits	-	3.46	23.71	117.75	**144.92**
Pension	-	-	20.04	40.26	**60.30**
Interest rate guarantee on provident fund	-	-	-	-	-
Total	**24.05**	**303.73**	**393.06**	**888.41**	**1,609.25**

v) **Sensitivity Analysis**

	Gratuity		Post-employment medical benefits		Leave Obligation		Pension	
	As at September 30, 2018	As at March 31, 2018	As at September 30, 2018	As at March 31, 2018	As at September 30, 2018	As at March 31, 2018	As at September 30, 2018	As at March 31, 2018
DBO at 31st March with discount rate +1%	258.18	404.91	39.72	80.29	104.26	168.95	12.49	18.23
Corresponding service cost	12.04	10.41	1.42	1.31	6.32	4.70	0.46	0.09
DBO at 31st March with discount rate -1%	293.95	450.13	50.13	101.46	125.24	195.22	14.42	21.05
Corresponding service cost	14.64	13.09	2.41	2.22	8.12	5.75	0.53	0.09
DBO at 31st March with +1% salary escalation	294.10	455.45	50.12	101.34	125.36	199.03		
Corresponding service cost	14.65	13.35	2.48	2.27	8.13	5.90		
DBO at 31st March with -1% salary escalation	257.77	399.46	39.68	80.24	104.00	166.14		
Corresponding service cost	12.01	10.40	1.36	1.26	6.29	4.59		
DBO at 31st March with +50% withdrawal rate	275.04	427.14	44.21	89.36	114.12	186.19		
Corresponding service cost	13.26	11.26	1.34	1.24	7.16	5.20		
DBO at 31st March with -50% withdrawal rate	274.39	426.33	45.06	90.05	113.63	183.11		
Corresponding service cost	13.20	10.88	1.87	1.72	7.11	5.16		
DBO at 31st March with +10% mortality rate	274.86	426.86	43.23	87.38	113.97	186.23	13.01	18.99
Corresponding service cost	13.24	11.41	1.36	1.26	7.14	5.19	0.48	0.09
DBO at 31st March with -10% mortality rate	274.59	426.51	45.62	92.21	113.79	181.93	13.62	19.88
Corresponding service cost	13.22	10.93	1.87	1.72	7.13	5.17	0.50	0.09
Int guarantee Liability 31st March with discount rate +1%								
Int guarantee Liability 31st March with discount rate -1%								
Int guarantee Liability 31st March with EPFO rate +0.5%								
Int guarantee Liability 31st March with EPFO rate 0.5%	-							
Int guarantee Liability 31st March with portfolio rate +0.5%								
Int guarantee Liability 31st March with portfolio rate -0.5%								

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

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vi) **Actuarial assumptions**

For the half year ended September 2018				
Particulars	Gratuity	Leave obligation	Medical	Pension
Discount rate current year (%)	8.20%	8.20%	8.20%	8.20%
Mortality rate	Indian Assured Lives Mortality (2006-08) ultimate	Indian Assured Lives Mortality (2006-08) ultimate	Before Separation- Indian Assured Lives Mortality (2006-08) ultimate & After separation- from service : LIC (1996-98) Ultimate rated down by 5 years	Before Separation- Indian Assured Lives Mortality (2006-08) ultimate & After separation- from service : LIC (1996-98) Ultimate rated down by 5 years

31-Mar-18				
Particulars	Gratuity	Leave obligation	Medical	Pension
Discount rate current year (%)	7.60%	7.60%	7.60%	7.60%
Mortality rate	Indian Assured Lives Mortality (2006-08) ultimate	Indian Assured Lives Mortality (2006-08) ultimate	Before Separation- Indian Assured Lives Mortality (2006-08) ultimate & After separation- from service : LIC (1996-98) Ultimate rated down by 5 years	Before Separation- Indian Assured Lives Mortality (2006-08) ultimate & After separation- from service : LIC (1996-98) Ultimate rated down by 5 years

Expected Remaining Life	As at September 30, 2018	2017-18
Employees Gratuity Fund	16.87	17.61
Executive Gratuity Fund	7.88	8.69
Leave Encashment	11.38	12.22
PRMB - Non Cov	16.82	17.61
PRMB - Cov	14.15	14.69
Pension	25.35	14.48

vii) **Risk exposure**

Discount Rate risk: Decrease in discount rate will increase the value of the liability. However, this will partially offset by the increase in the value of plan assets.

Demographic Risk: In the valuation of the liability certain demographic (mortality and attrition rates) assumptions are made. The Company is exposed to this risk to the extent of actual experience eventually being worse compared to the assumptions thereby causing an increase in the scheme cost.

Future Salary Increase Risk: In case of gratuity & leave the scheme cost is sensitive to the assumed future salary escalation rates for all final salary defined benefit Schemes. If actual future salary escalations are higher than that assumed in the valuation actual Scheme cost and hence the value of the liability will be higher than that estimated. But PRMB & pension are not dependant on future salary levels

Regulatory Risk: New Act/Regulations may come up in future which could increase the liability significantly in case of Leave obligation, PRMB & Pension. Gratuity Benefit must comply with the requirements of the Payment of Gratuity Act, 1972 (as amended up-to-date). Also in case of interest rate guarantee Exempt Provident Fund must comply with the requirements of the Employees Provident Funds and Miscellaneous Provisions Act 1952 as amended up-to-date.

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NOTE- 20 OTHER EXPENSES

Rs in lakhs

	1 April 2018 to 30 September 2018	7 February 2017 to 31 March 2018
Repairs		
Plant and Machinery	-	9.14
Others	11.62	-
	11.62	9.14
Filing Fees	0.30	251.77
Audit Fees	0.05	0.77
Travelling and conveyance	14.02	13.62
Communication expenses	71.49	44.44
EDP & Computer Expenses	1,088.97	760.75
Courier Expenses	346.62	293.44
Printing & Stationery	416.24	234.98
Miscellaneous expenses	33.03	55.03
	1,982.34	**1,663.94**

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NOTE-21 **Earnings per share:**

Computation of Earnings per share

Particulars	1 April 2018 to 30 September 2018	7 February 2017 to 31 March 2018
A. Profit After Tax (Rs in Lakh)	6,011.13	230.36
B. Weighted Average no. of shares for Earnings per share *	2,65,11,409	14,24,16,374
Basic and Diluted Earnings per share of Rs 10/- = [(A) / (B)] (Rs)	22.67	0.16

* includes shares yet to be allotted

NOTE-22 **Segment Reporting**

The Company is engaged in the fields of information technology and allied services and does not operate in any other separate reportable segment. There are no reportable geographical segments, since all business is within India.

NOTE-23 Fair value measurements

Rs in lakhs

	30-Sep-18			31-Mar-18		
	Cost	FVTOCI	FVTPL	Cost	FVTOCI	FVTPL
Financial assets						
Investments						
- Equity instruments	1,29,214.39	350.16	-	1,29,214.39	350.16	-
- Mutual funds	-	-	11,921.21		-	4,083.04
Trade Receivables	991.66	-	-	491.74	-	-
Cash and cash equivalents	206.18	-	-	891.14	-	-
Amount recoverable pursuant to Scheme of restructuring	3,500.00	-	-	8,500.00	-	-
Advance against equity to subsidiaries	3,666.50	-	-	25.50	-	-
Total financial assets	**1,37,578.73**	**350.16**	**11,921.21**	**1,39,122.77**	**350.16**	**4,083.04**
Financial liabilities						
Others	26.86	-	-	12.38	-	-
Total financial Liabilities	**26.86**	**-**	**-**	**12.38**	**-**	**-**

b) Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method.

Rs in Lakhs

Financial assets and liabilities measured at fair value	Level 1	Level 2	Level 3	Total Fair Value	Total carrying amount
As at 30 September 2018					
Financial assets					
Investment in equity instruments	-		350.16	350.16	350.16
Investment in liquid mutual fund units	11921.21		-	11,921.21	11,921.21
Total Financial Assets	**11,921.21**		**350.16**	**12,271.37**	**12,271.37**
As at 31 March 2018					
Financial assets					
Investment in equity instruments	-		350.16	350.16	350.16
Investment in liquid mutual fund units	4,083.04		-	4083.04	4,083.04
Total financial assets	**4,083.04**		**350.16**	**4,433.20**	**4,433.20**

The different levels have been defined below:

Level 1: financial instruments measured using quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price. The mutual funds are valued using the closing NAV.

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

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

c) The following methods and assumptions were used to estimate the fair values

i. The fair values of the mutual fund instruments are based on net asset value of units declared at the close of the reporting date.

ii. The carrying amount of cash and cash equivalents is considered to be the same as their fair values, due to their short term nature.

iii. Miscellaneous receivables/payables where carrying amount is reasonable approximation of fair value as settlement period cannot be reliably measured.

iv. Considering the nature , risk profile and other qualitative factors of the financial instruments of the Company ,the carrying amounts will be the reasonable approximation of the fair value.

NOTE - 24 Related Party for the period 1 April 2018 to 30 September 2018 and their Relationship

A (i) **Parent- under de facto control**

Name
Rainbow Investments Limited

(ii) **Parent**

Name
CESC Limited (till 30th September 2017)

B. **Subsidiary/ Joint Venture/Associates**

Name	Relationship
Quest Properties India Limited	Subsidiary #
Firstsource Solutions Limited	Subsidiary #
Bowlopedia Restaurants India Limited	Subsidiary **
Guiltfree Industries Limited	Subsidiary *
Apricot Foods Private Limited	Step Down Subsidiary *
Metromark Green Commodities Pvt. Ltd	Step Down Subsidiary #
MedAssist Holding, LLC	Step Down Subsidiary #
Firstsource Group USA, Inc.	Step Down Subsidiary #
Firstsource Solutions USA, LLC	Step Down Subsidiary #
Firstsource Transaction Services, LLC	Step Down Subsidiary #
Firstsource Business Process Services, LLC	Step Down Subsidiary #
Firstsource Advantage, LLC	Step Down Subsidiary #
Firstsource BPO Ireland Ltd.	Step Down Subsidiary #
Firstsource Solutions UK Ltd.	Step Down Subsidiary #
Firstsource Solutions S.A.	Step Down Subsidiary #
Firstsource-Dialog Solutions Pvt. Ltd.	Step Down Subsidiary #
One Advantage LLC	Step Down Subsidiary #
Firstsource Process Management Services Limited	Step Down Subsidiary #
ISGN Solutions Inc.	Step Down Subsidiary #
ISGN Fulfillment Services, Inc.	Step Down Subsidiary #
ISGN Fulfillment Agency, LLC	Step Down Subsidiary #
Nanobi Data and Analytics Private Limited	Associate #

Subsidiary/Step Down Subsidiary/ Associate w.e.f 01-10-17
* Subsidiary/Step Down Subsidiary w.e.f 23-09-17
* *Subsidiary w.e.f 26-09-17

C. **Other Related Parties having transaction during the period**
(i) **Entities under common control**

Name
CESC Limited (w-e-f 1st October,2017)
Haldia Energy Limited
Dhariwal Infrastructure Limited
Kota Electricity Distribution Limited
Bikaner Electricity Supply Limited
Bharatpur Electricity Services Limited

(ii) **Key Management Personnel (KMP)**

As at 30.09.2018	Relationship
Mr. R. Jha	Director (till 14.11.2018)
Mr. S. Mitra	Director (till 27.11.2018)
Mr. U. Bhattacharya	Director (till 14.11.2018)
Appointed w.e.f. 14.11.2018	
Mr. Sanjiv Goenka	Chairman and Non-executive Director (w.e.f. 14.11.2018)
Mr. Shashwat Goenka	Non-executive Director (w.e.f. 14.11.2018)
Ms. Grace Koshie	Independent Director (w.e.f. 14.11.2018)
Mr. K. Jairaj	Independent Director (w.e.f. 14.11.2018)
Mr. Arjun Kumar	Independent Director (w.e.f. 14.11.2018)
Mr. Suhail Sameer	Wholetime Director (w.e.f. 14.11.2018)
Mr. Sudip Ghosh	Company Secretary (w.e.f. 14.11.2018)
Mr. Soumit Banerjee	Chief Financial Officer (w.e.f. 14.11.2018)

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Rs in lakhs

	1 April 2018 to 30 September 2018	Parent having Control in terms of Ind AS - 110, Subsidiaries		Entities under common control		Total	
		30-Sep-18	31-Mar-18	30-Sep-18	31-Mar-18	30-Sep-18	31-Mar-18
1	**Acquisition of Investment :**						
	Guilt Free Industries Limited	-	52,474.50	-	-	-	52,474.50
	Guilt Free Industries Limited (From Spencers Retail Limited)	-	2,593.96	-	-	-	2,593.96
	Bowlopedia Restaurants India Limited	-	637.22	-	-	-	637.22
	Bowlopedia Restaurants India Limited (From Spencers Retail Limited)	-	87.00	-	-	-	87.00
2	**Advance for Share Subscription Made/(Received) :**						
	Guilt Free Industries Limited	3,000.00	25.50	-	-	3,000.00	25.50
	Bowlopedia Restaurants India Limited	641.00	-	-	-	641.00	-
3	**Equity Shares issued**						
	CESC Limited through Haldia Energy Limited*	-	(57,505.00)	-	-	-	(57,505.00)
4	**Expense incurred (Net of recovery) / Expenses reimbursed :**						
	CESC Limited	-	-	(2,671.54)	(2,036.00)	(2,671.54)	(2,036.00)
5	**Income from sale/services :**						
	CESC Limited	-	-	2,200.00	2,250.00	2,200.00	2,250.00
	Others	-	-	870.00	260.00	870.00	260.00
6	**Income from Dividend :**						
	Firstsource Solutions Limited	5,609.65	-	-	-	5,609.65	-
	Outstanding Balance :						
1	Debit	3,641.00	25.50	4,491.66	8,991.74	8,132.66	9,017.24
2	Credit	-	-	-	-	-	-

* these were cancelled pursuant to scheme of restructuring

Outstanding balances are unsecured and settlement occurs in cash

PUROHIT & DARSARI
Waterloo Street, Kolkata
Chartered Accountants

NOTE-25 FINANCIAL RISK MANAGEMENT

The business of the Company are exposed to a variety of financial risks, market risks, and liquidity risks which are dependent on the nature of activity. The Senior Management oversees the management of these risks and reviews and agrees policies for managing each of these risks.

The exposure to credit risks for the business at reporting date is primarily from trade receivables. Credit risk has always been managed by the Company by continuously monitoring the credit worthiness of the customers to which the Company grants credit terms in the normal course of business.

The Company's approach to manage liquidity is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due.

While managing the capital, the company ensures to take adequate precaution for protection of the stake of the shareholders, including protecting and strengthening the balance sheet.

NOTE-26 The Board of Directors of the Company at its meeting held on 22nd May, 2017 had approved, subject to necessary approvals, a composite scheme of arrangement (Scheme) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 involving the Company, CESC Limited (CESC) and eight other subsidiary companies of CESC as on that date. The Scheme, inter alia, provided for demerger of identified IT Undertaking of CESC as defined in the Scheme and merger of Spen Liq Private Limited as a going concern into the Company.

The Company on 5th October, 2018 received the certified copy of the order of National Company Law Tribunal (NCLT), being the appropriate authority which included the approval for the above referred activities. Accordingly, the Board of Directors at its meeting held on 12 October, 2018 had decided to give effect to the Scheme in terms of NCLT order, as applicable to the Company from the Appointed Date of 1st October, 2017 in its accounts for the year ended 31 March, 2018. The Net impact as at the appointed date is Rs. 142100.74 Lakhs.

Pursuant to the Scheme, each existing shareholder of CESC Limited registered on the record date of 31 October, 2018 in respect of every 10 shares is entitled to 2 fully paid up equity shares of Rs. 10 each in the CESC Ventures Limited (formerly RP-SG Business Process Services Limited).

NOTE- 27 Income tax expense

Rs in lakhs

a) **i) Income tax recognised in profit or loss**

	September 30, 2018	March 31, 2018
Current tax expense		
Current Tax	250.50	208.39
Deferred tax expense		
Deferred tax-(Income) / expense	-	-
Total income tax expense	250.50	208.39

ii) Income tax recognised in Other Comprehensive Income (OCI)

	September 30, 2018	March 31, 2018
Current tax expense		
Remeasurement of defined benefit plan	1.29	7.23
Total income tax expense relating to OCI items	**1.29**	**7.23**

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

	September 30, 2018	March 31, 2018
Accounting profit before tax after Comprehensive Income	**6,233.76**	**460.62**
Tax using the Company's domestic tax rate (Current year 33.384%, previous year 33.063%)	2,081.08	152.29
Tax effect of amounts adjustable in calculating taxable income in current periods:		
Ind-AS Income/expenses not considered for tax purpose	(1,829.28)	63.33
INCOME TAX EXPENSE	**251.79**	**215.62**

NOTE- 28 Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year classification/disclosure. The figures appearing in the statement of Profit and loss for the year ended March 31, 2018 of CESC Ventures Limited (formerly RP-SG Business Process Services Limited) represents the figures from 7 February 2017 to 31 March 2018. Further, Spen-Liq Private Limited and IT undertaking of CESC Limited has been amalgamated with the Company w.e.f 1st October 2017 and accordingly previous year figures also includes figures for above undertaking from the date these are amalgamated with the Company. Hence current year figures are not comparable with previous year figures.

For Batliboi, Purohit & Darbari
Firm Registration Number - 303086E
Chartered Accountants

CA Hemal Mehta
Partner
Membership No. 063404

Place: Kolkata
Date: 11-01-2019

For and on behalf of Board of Directors

Shashwat Goenka
Director
DIN: 03486121

Sanjiv Goenka
Chairman
DIN: 00074796

Suhail Sameer
Whole-time Director
DIN: 07238872

Sudip Ghosh
Company Secretary

Soumit Banerjee
Chief Financial Officer

BATLIBOI PUROHIT & DARBARI
7, Waterloo Street, Kolkata 700069
Chartered Accountants