



FALOD & MAHESHWARI
Chartered Accountants

Radheyshyam Falod
B.Com. (Hons.), FCA
Aditya Maheshwari
B. Com., FCA, DISA (ICAI)

INDEPENDENT AUDITOR'S REPORT

To the Members of Angel Digitech Services Private Limited (Formerly known as Angel Wellness Private Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Angel Digitech Services Private Limited (formerly known as Angel Wellness Private Limited) ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, and the Statement of Profit and Loss, including other comprehensive income, Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principle generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

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

108, Laxmi Plaza, Laxmi Industrial Estate,
New Link Road, Andheri (W), Mumbai - 400 053



Tel.: +91 22 6698 9078 / 4967 1637

Email: aditya.fnm@gmail.com

Web: www.fnmca.in

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

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

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are



considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.



Emphasis of Matter

We draw your attention to note no. 35 in the financial statements regarding preparation of accounts by the Company on 'Going Concern' basis and the probable impact of the closure of Gym and Healthcare business. In view of the highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our conclusion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - C. The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - D. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Amendment Rules, 2016;
 - E. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;
 - F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";
 - G. Since no managerial remuneration for the year ended 31st March, 2023 has been paid / provided by the company to its directors, the provision of section 197 read with Schedule V of the Act is not applicable to the Company for the year ended 31st March, 2023;



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

- a. In our opinion and according to the information and explanations given to us, the Company does not have any pending litigations which have impact on its financial position in its financial statements;
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d.
 - i. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - ii. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - iii. Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- e. The company has not declared any dividend during the year under review.



- f. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from 01st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

**For Falod & Maheshwari
Chartered Accountants
Firm Registration No. 151051W**

Radheyshyam Falod

**Radheyshyam Falod
(Partner)
Membership No. 31914
UDIN: 23031914BGXNVA3582**



**Place: Mumbai
Date : 13th April, 2023**

Annexure "A" to the independent Auditor's Report

The Annexure A referred to in Independent Auditor's report to the Members of the Company on the Financial Statement for the year ended 31st March, 2023, we report that:

- | | |
|-------|---|
| (i) | <p>(a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property Plant & Equipment.</p> <p>(B) The Company has maintained proper records showing full particulars of intangibles assets.</p> <p>(b) All Property Plant & Equipment were physically verified by the management in the previous year in accordance with a planned program of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification in the previous year.</p> <p>(c) The title deeds of all the immovable properties are held in the name of the Company.</p> <p>(d) The Company has not revalued its Property, Plant and Equipment or Intangible assets during the year ended 31st March, 2023.</p> <p>(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.</p> |
| (ii) | <p>(a) According to the information and explanation given to us, the Company's business carried out during the year does not require maintenance of inventories and, accordingly, the requirements under clause 3 (ii)(a) of the Order is not applicable to the company.</p> <p>(b) According to the information and explanation given to us, the Company does not have any working capital limits from banks or financial institutions during the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.</p> |
| (iii) | <p>During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) to (f) of the Order is not applicable to the Company.</p> |



| | |
|--------|--|
| (iv) | According to the information and explanations given to us, the company has neither given any loans nor made any investment nor given any guarantees to persons covered under section 185 and 186. Accordingly, the provisions of clause 3(iv) of the Order are not applicable to the company. |
| (v) | According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company. |
| (vi) | We have been informed by the management that the Central Government has not prescribed maintenance of cost records for the Company under sub-section (1) of section 148 of the Companies Act, 2013 for any of the services rendered by the Company. Accordingly, the provisions of clause 3(vi) of the Order are not applicable to the company. |
| (vii) | <p>(a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income tax, goods and service tax and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2023 for a period of more than six months from the date they become payable. As informed to us sales tax, duty of customs, duty of excise are currently not applicable to the company.</p> <p>(b) As per the records maintained by the company and according to the information and explanation given to us, there is no disputed income tax or goods and service tax or duty of customs or duty of excise or cess which have not been deposited on account of any dispute.</p> |
| (viii) | As per the information and explanation given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company. |
| (ix) | <p>(a) Loans amounting to Rs. 191.90 Mn outstanding as at 31st March, 2023 are repayable on demand. Such loans thereon have not been demanded for repayment during the relevant financial year. The Company has not defaulted in repayment of other borrowings to any lender.</p> <p>(b) According to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or any other lender.</p> |



| | |
|-------|--|
| | <p>(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.</p> <p>(d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.</p> <p>(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.</p> <p>(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.</p> |
| (x) | <p>(a) According to the information and explanations given to us, the Company has not raised money through initial public offer or further public offer (including debt instruments) and term loans and hence the provisions of clause 3(x)(a) of the Order are not applicable.</p> <p>(b) The Company has not made any preferential allotment or private placement of shares / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.</p> |
| (xi) | <p>(a) During the course of our examination of the books of account and records of the Company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any incidence of fraud on or by the Company noticed or reported during the year, nor we have been informed of any such case by the management.</p> <p>(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.</p> <p>(c) According to the information and explanations given to us, there are no whistle blower complaints received by the Company during the year.</p> |
| (xii) | <p>The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.</p> |



| | |
|---------|---|
| (xiii) | <p>According to the information and explanation given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with Section 188 of the Act, wherever applicable, details of such transactions are disclosed in the Financial Statements as required by the applicable accounting standards.</p> <p>The provisions of section 177 are not applicable to the Company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.</p> |
| (xiv) | <p>(a) The Company has an internal audit system commensurate with the size and nature of its business.</p> <p>(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.</p> |
| (xv) | <p>According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Hence the provisions of section 192 of Companies Act, 2013 are not applicable.</p> |
| (xvi) | <p>(a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.</p> <p>(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.</p> <p>(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.</p> <p>(d) There are no other Companies part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.</p> |
| (xvii) | <p>According to the information and explanations given to us, the company has not incurred any cash losses in the financial year and immediately preceding financial year.</p> |
| (xviii) | <p>There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.</p> |



| | |
|-------|--|
| (xix) | <p>On the basis of the financial ratios disclosed in note no. 33 to the financial statements, ageing and expected dates of realization of financial assets and other assets, if required, and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.</p> <p>We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.</p> |
| (xx) | <p>According to the information and explanations given to us and based on our examination of the financial statement of the company the provisions of Section 135 of the Act is not applicable to the Company and hence, the requirement to report on clause 3(xx)(a) and (b) of the Order is not applicable to the Company.</p> |
| (xxi) | <p>According to the information and explanations given to us and based on our examination of the financial statement of the company, since the company does not have any subsidiaries or associates or joint venture the Company is not required to prepare Consolidated Financial Statements and hence, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.</p> |

For Falod & Maheshwari
Chartered Accountants
Firm Registration No. 151051W

Radheyshyam Falod



Radheyshyam Falod
(Partner)
Membership No. 31914
UDIN : 23031914BGXNVA3582

Place: Mumbai
Date : 13th April, 2023

Annexure “B” to the Independent Auditor’s Report

Annexure B to the independent Auditor’s report of even date on the financial statements of Angel Digitech Services Private Limited (formerly known as Angel Wellness Private Limited).

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

We have audited the internal financial controls over financial reporting of Angel Digitech Services Private Limited (formerly known as Angel Wellness Private Limited) (“the Company”) as of 31st March, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (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 its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by ICAI.

For Falod & Maheshwari
Chartered Accountants
Firm Registration No. 151051W

Radheyshyam Falod

Radheyshyam Falod
(Partner)
Membership No. 31914
UDIN : 23031914BGXNVA3582



Place: Mumbai
Date : 13th April, 2023

Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Balance Sheet as at 31 March 2023

(Rs. in millions)

| | Note No | As at 31 March 2023 | As at 31 March 2022 |
|--------------------------------------|---------|------------------------|------------------------|
| I. ASSETS | | | |
| 1. Non-current assets | | | |
| (a) Property, plant and equipment | 4 | 123.47 | 133.10 |
| (b) Intangible assets | 5 | - | - |
| (d) Financial assets | | | |
| Other financial assets | 6 | 0.60 | 1.05 |
| (e) Non Current tax assets (net) | 7 | 1.22 | 0.88 |
| Total non-current assets | | 125.29 | 135.03 |
| 2. Current assets | | | |
| (a) Financial assets | | | |
| (i) Trade receivables | 8 | 8.90 | 0.08 |
| (ii) Cash and cash equivalents | 9 | 1.09 | 0.84 |
| (b) Other current assets | 10 | 1.57 | 1.13 |
| Total current assets | | 11.56 | 2.05 |
| TOTAL ASSETS | | 136.85 | 137.08 |
| II. EQUITY AND LIABILITIES | | | |
| 1. Equity | | | |
| (a) Equity share capital | 11 | 125.00 | 125.00 |
| (b) Other equity | 12 | (197.26) | (213.33) |
| Total equity | | (72.26) | (88.33) |
| Liabilities | | | |
| 2. Non-current liabilities | | | |
| (a) Deferred Tax Liabilities (net) | 13 | 11.56 | 11.67 |
| (b) Provisions | 14 | 0.50 | 0.43 |
| Total non-current liabilities | | 12.06 | 12.10 |
| 3. Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 15 | 191.90 | 207.20 |
| (ii) Trade payables | 16 | 0.90 | - |
| (iii) Other financial liabilities | 17 | 2.64 | 2.92 |
| (b) Other current liabilities | 18 | 1.39 | 2.94 |
| (c) Provisions | 19 | 0.22 | 0.25 |
| Total current liabilities | | 197.05 | 213.31 |
| TOTAL LIABILITIES | | 209.11 | 225.41 |
| TOTAL EQUITY AND LIABILITIES | | 136.85 | 137.08 |

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Falod & Maheshwari

Chartered Accountants

Firm Registration No. 151051W

Radheyshyam Falod

Partner

Membership No. 31914



For and on behalf of the Board of Directors

Angel Digitech Services Private Limited

(Formerly known as Angel Wellness Private Limited)

Dinesh Thakkar

Director

DIN : 00004382

Mahesh Thakkar

Director

DIN : 00004362

Naheed Patel

Company Secretary


Membership No: ACS22506

Place: Mumbai

Date: 13 April 2023

Place: Mumbai

Date: 13 April 2023

| Angel Digitech Services Private Limited (Formerly known as Angel Wellness Private Limited) | | (Rs. in millions) | |
|---|-------|--|-------------------------------------|
| Statement of Profit and Loss for the year ended 31 March 2023 | | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| | Notes | | |
| INCOME | | | |
| (a) Revenue from operations | 20 | 33.29 | 43.17 |
| (b) Other income | 21 | 0.56 | 0.29 |
| Total income (I) | | 33.85 | 43.46 |
| EXPENSES | | | |
| (a) Employee benefits expenses | 22 | 1.03 | 1.33 |
| (b) Depreciation expense | 23 | 6.85 | 7.49 |
| (c) Other expenses | 24 | 7.21 | 5.84 |
| Total expense (II) | | 15.09 | 14.66 |
| Profit before tax from continuing operations (I-II=III) | | 18.76 | 28.80 |
| Tax expense | | | |
| (a) Current tax | 13 | - | - |
| (b) Deferred tax | 13 | 0.32 | 0.48 |
| (c) Tax in respect of earlier periods | 13 | - | - |
| Total tax expense (IV) | | 0.32 | 0.48 |
| Profit for the year from continuing operations (III-IV=V) | | 18.44 | 28.32 |
| Loss before tax from discontinued operations (VI) | 37 | (2.81) | (2.92) |
| Tax expense on discontinued operations (VII) | 37 | (0.43) | (0.41) |
| Loss after tax from discontinued operations (VI-VII=VIII) | | (2.38) | (2.51) |
| Profit /(Loss) for the year (V+VIII=IX) | | 16.06 | 25.81 |
| Other comprehensive income | | | |
| Items that will not be reclassified to profit or loss | | | |
| (a) Remeasurement of net defined benefit liability | | 0.01 | (0.02) |
| (b) Income tax relating to above items | | (0.00) | 0.01 |
| Total other comprehensive income (net of tax) (X) | | 0.01 | (0.01) |
| Total comprehensive income for the year (IX+X) | | 16.07 | 25.80 |
| Earnings per Equity Share of INR 10 each from continuing operations | 25 | | |
| Basic and diluted earnings per Share (Rs.) | | 1.48 | 2.27 |
| Earnings per Equity Share of INR 10 each from discontinued operations | 25 | | |
| Basic and diluted earnings per Share (Rs.) | | (0.19) | (0.20) |
| Earnings per Equity Share of INR 10 each from total operations | 25 | | |
| Basic and diluted earnings per Share (Rs.) | | 1.28 | 2.06 |
| The accompanying notes are an integral part of the financial statements | | | |
| As per our report of even date | | For and on behalf of the Board of Directors | |
| For Falod & Maheshwari | | Angel Digitech Services Private Limited | |
| Chartered Accountants | | (Formerly known as Angel Wellness Private Limited) | |
| Firm Registration No. 151051W | | | |
| <i>Radheyshyam Falod</i> | | <i>Dinesh Thakkar</i> | |
| Radheyshyam Falod | | Dinesh Thakkar | |
| Partner | | Director | |
| Membership No. 31914 | | DIN : 00004382 | |
|  | | <i>Mahesh Thakkar</i> | |
| | | Mahesh Thakkar | |
| | | Director | |
| | | DIN : 00004362 | |
| | | <i>Maheed Patel</i> | |
| | | Maheed Patel | |
| | | Company Secretary | |
| | | Membership No: ACS22506 | |
| Place: Mumbai | | Place: Mumbai | |
| Date: 13 April 2023 | | Date: 13 April 2023 | |

Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Statement of Cash Flows for the year ended 31 March 2023

| | (Rs. in millions) | |
|---|-------------------------------------|-------------------------------------|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| A. Cash flow from Operating Activities | | |
| Net profit / (loss) before taxation | 15.95 | 25.88 |
| Adjustments for Non cash and non-operating activities: | | |
| Depreciation and amortization expenses | 9.66 | 10.39 |
| Interest received on income tax refund | (0.04) | 0.03 |
| Profit on sale of Property, plant and equipment | (0.00) | 0.02 |
| Operating profit / (loss) before working capital changes | 25.57 | 36.32 |
| Changes in working capital | | |
| (Decrease) / increase in trade payables | 0.90 | (0.20) |
| (Decrease) / increase in financial liabilities | (0.27) | 0.18 |
| (Decrease) / increase in other liabilities | (1.55) | 2.94 |
| (Decrease) / increase in provision | 0.05 | 0.08 |
| (Increase) / Decrease in trade receivables | (8.82) | (0.08) |
| (Increase) / Decrease in financial/non-financial assets | 0.00 | 1.24 |
| Cash generated from / (used) in operations | 15.88 | 40.48 |
| Income tax (paid) / received | (0.31) | (0.49) |
| Net cash generated from / (used) in operating activities (A) | 15.57 | 39.99 |
| B. Cash flow from Investing Activities | | |
| Proceeds from sale of property, plant and equipment | 0.00 | - |
| Payment for property, plant and equipment and intangible assets | (0.02) | - |
| Net cash used in investing activities (B) | (0.02) | - |
| C. Cash flow from Financing Activities | | |
| Proceeds from Inter corporate deposits | 5.88 | 5.56 |
| Repayment of Inter corporate deposits | (21.18) | (46.58) |
| Net cash generated from / (used) in financing activities (C) | (15.30) | (41.02) |
| Net increase in cash and cash equivalents (A+B+C) | 0.25 | (1.03) |
| Cash and cash equivalents at the beginning of the year | 0.84 | 1.87 |
| Cash and cash equivalents at the end of the year | 1.09 | 0.84 |
| Cash and cash equivalents comprise | | |
| Balances with banks | | |
| In current accounts | 0.17 | 0.84 |
| Cheques on hand | 0.92 | - |
| Total cash and cash equivalents at end of the year | 1.09 | 0.84 |



Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Statement of Cash Flows for the year ended 31 March 2023

Notes:

1. Changes in liabilities arising from financing activities

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---------------------------------|-------------------------------------|-------------------------------------|
| Opening balance | 207.20 | 248.22 |
| Borrowing taken during the year | 5.88 | 5.56 |
| Repayments during the year | (21.18) | (46.58) |
| Closing balance | 191.90 | 207.20 |

2. The above statement of cash flow has been prepared under the "Indirect method" as set out in IND AS-7 "Statement of cash flow".

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Falod & Maheshwari

Chartered Accountants

Firm Registration No. 151051W

Radheyshyam Falod

Partner

Membership No. 31914



For and on behalf of the Board of Directors

Angel Digitech Services Private Limited

(Formerly known as Angel Wellness Private Limited)

Dinesh Thakkar

Director

DIN : 00004382

Mahesh Thakkar

Director

DIN : 00004362

Naheed Patel

Company Secretary

Membership No: ACS22506

Place: Mumbai

Date: 13 April 2023

Place: Mumbai

Date: 13 April 2023

Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Statement of Changes in Equity for the year ended 31 March 2023

| (Rs. in millions) | |
|--|--------|
| (A) Equity share capital | Amount |
| <u>Equity shares of Rs. 10 each issued, subscribed and fully paid up</u> | |
| Balance as at 01 April 2021 | 125.00 |
| Changes in Equity Share Capital due to prior year errors | - |
| Restated balance at the beginning of the previous reporting year | 125.00 |
| Changes in Equity Share Capital | - |
| Balance as at 31 March 2022 | 125.00 |
| Balance as at 01 April 2022 | 125.00 |
| Changes in Equity Share Capital due to prior year errors | - |
| Restated balance at the beginning of the current reporting year | 125.00 |
| Changes in Equity Share Capital | - |
| Balance as at 31 March 2023 | 125.00 |

| (Rs. in millions) | |
|--|-------------------|
| (B) Other equity (Refer Note 12) | Reserve & Surplus |
| | Retained Earnings |
| Balance as at 01 April 2021 | (239.13) |
| Changes in accounting policy or prior year errors | - |
| Restated balance at the beginning of the previous reporting year | (239.13) |
| Profit for the year | 25.81 |
| Other Comprehensive Income for the year | (0.01) |
| Balance as at 31 March 2022 | (213.33) |
| Balance as at 01 April 2022 | (213.33) |
| Changes in accounting policy or prior year errors | - |
| Restated balance at the beginning of the current reporting year | (213.33) |
| Profit for the year | 16.06 |
| Other Comprehensive Income for the year | 0.01 |
| Balance as at 31 March 2023 | (197.26) |

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Falod & Maheshwari

Chartered Accountants

Firm Registration No. 151051W

Radheyshyam Falod

Partner

Membership No. 31914



For and on behalf of the Board of Directors

Angel Digitech Services Private Limited

(Formerly known as Angel Wellness Private Limited)

Dinesh Thakkar

Director

DIN : 00004382

Mahesh Thakkar

Director

DIN : 00004362

Naheed Patel

Company Secretary

Membership No: ACS22506

Place: Mumbai

Date: 13 April 2023

Place: Mumbai

Date: 13 April 2023

1 Corporate information

Angel Digitech Services Private Limited (Formerly known as Angel Wellness Private Limited) ('the Company') is a private limited company and is a 100% subsidiary of Angel One Limited (Formerly known as Angel Broking Limited) ('Holding Company').

The Company is primarily engaged in giving on hire owned premises or otherwise alongwith necessary support services, Call Center and all kinds of advisory services, undertake outsourcing services relating to Business Processing from others and third party distribution of financial products. Engage in marketing and advertisement consultancy work. The registered office address of the company is 6th floor, Akruti Star, Central Road, MIDC, Andheri East, Mumbai, 400 093. The company has discontinued the Gym and Healthcare business with effect from 30 June 2020 and started engaging activities in marketing and advertising work, undertake renting of owned premises along with necessary support services.

2 Basis of Preparation and presentation and Significant accounting policy

The financial statements (Financial Statements) of the Company comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

Accounting policies have been consistently applied to all the financial year presented in the financial statements except where a newly issued accounting standard is initially adopted or a revision to the existing accounting standard requires a change in the accounting policy hitherto in use.

The Balance Sheet, the Statement of Changes in Equity and the Statement of Profit and Loss are presented in the format prescribed under Division II of Schedule III of the Companies Act, as amended from time to time that are required to comply with Ind AS. The Statement of Cash Flows has been presented as per the requirements of Ind AS 7 Statement of Cash Flows.

The financial statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities, defined benefit- plan liabilities being measured at fair value.

These financial statements are presented in Indian Rupees (INR)/(Rs.), which is also its functional currency and all values are rounded to the nearest million, except when otherwise indicated.

Assets and liabilities are classified as current if it is expected to realise or settle within twelve months after the balance sheet date. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The financial statements for the year ended 31 Mar 2023 are being authorised for issue in accordance with a resolution of the directors on 13 April 2023.

Significant accounting policy

2.1 Revenue Recognition

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within Ind ASs.

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind 115:

Step 1 Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.

Specific policies for the Company's different sources of revenue are explained below:

(i) Membership and personal training fees :

Membership fees (net of goods and services tax) is recognised as income over the period of membership subject to commencement of subscription period.

Personal training fees is recognised as income over the period because the customer simultaneously receives and consumes the benefits of the Company's performance as it performs.

(ii) Cafeteria income

In case of cafeteria income, the company accounts the same on accrual basis.

(iii) Sale of goods

Revenue from sale of goods is recognized when all significant contractual obligations have been satisfied, the property in the goods is transferred for a price, significant risks and rewards of ownership are transferred to the customer and no effective ownership is retained. Revenue from the sale of goods is measured at the fair value of consideration received or receivable, net of returns and allowances and discounts.

(iv) Dividend income

Dividend income is recognised when the right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably.



(v) Interest income

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial assets through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial assets after netting off the fees received and cost incurred approximates the effective interest rate method of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs).

2.2 Property, plant and equipment

(i) Recognition and measurement

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. The cost of property, plant and equipment comprise purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-financial assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

(ii) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefit associated with these will flow with the Company and the cost of the item can be measured reliably.

(iii) Depreciation, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to write down the cost of property and equipment to their residual values over their estimated useful lives in the manner prescribed in Schedule II of the Act. The estimated lives used are noted in the table below:-

| Assets class | Useful life |
|----------------------|--------------|
| Buildings | 60 years |
| Gym Equipments | 10 years |
| Furniture & Fixtures | 10 years |
| Air Conditioners | 5 years |
| Office Equipments | 5 years |
| Computer Equipments | 3 to 6 years |

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Changes in the expected useful life are accounted for by changing the depreciation period or methodology, as appropriate, and treated as changes in accounting estimates.

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in the statement of Profit and Loss when the item is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

2.3 Intangible assets

An intangible asset is recognised only when its cost can be measured reliably, and it is probable that the expected future economic benefits that are attributable to it will flow to the Company. Software and system development expenditure are capitalised at cost of acquisition including cost attributable to readying the asset for use. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. The useful life of these intangible assets is estimated at 5 years with zero residual value. Any expenses on such software for support and maintenance payable annually are charged to the statement of profit and loss.

The residual values, useful lives and methods of amortisation are reviewed at each financial year end and adjusted prospectively, if appropriate. Changes in the expected useful life are accounted for by changing the depreciation period or methodology, as appropriate, and treated as changes in accounting estimates.



2.4 Financial instruments

(i) Date of recognition

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

(ii) Initial measurement

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. Recognised financial instruments are initially measured at transaction price, which equates fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

(iii) Classification and subsequent measurement

(A) Financial assets

Based on the business model, the contractual characteristics of the financial assets and specific elections where appropriate, the Company classifies and measures financial assets in the following categories :

- Amortised cost
- Fair value through other comprehensive income ('FVOCI')
- Fair value through profit or loss ('FVTPL')

(a) Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL :

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows ('Asset held to collect contractual cash flows'); and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest ('SPPI') on the principal amount outstanding.

After initial measurement and based on the assessment of the business model as asset held to collect contractual cash flows and SPPI, such financial assets are subsequently measured at amortised cost using effective interest rate ('EIR') method. Interest income and impairment expenses are recognised in profit or loss. Interest income from these financial assets is included in finance income using the EIR method. Any gain and loss on derecognition is also recognised in profit or loss.

The EIR method is a method of calculating the amortised cost of a financial instrument and of allocating interest over the relevant period. The EIR is the rate that exactly discounts estimated future cash flows (including all fees paid or received that form an integral part of the EIR, transaction costs and other premiums or discounts) through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

(b) Financial assets at fair value through other comprehensive income

Financial assets that are held within a business model whose objective is both to collect the contractual cash flows and to sell the assets, ('Contractual cash flows of assets collected through hold and sell model') and contractual cash flows that are SPPI, are subsequently measured at FVOCI. Movements in the carrying amount of such financial assets are recognised in Other Comprehensive Income ('OCI'), except interest / dividend income which is recognised in profit and loss. Amounts recorded in OCI are subsequently transferred to the statement of profit and loss in case of debt instruments however, in case of equity instruments it will be directly transferred to reserves. Equity instruments at FVOCI are not subject to an impairment assessment.

(c) Financial assets at fair value through profit and loss

Financial assets, which do not meet the criteria for categorization as at amortized cost or as FVOCI, are measured at FVTPL. Subsequent changes in fair value are recognised in profit or loss. The Company records investments in equity instruments and mutual funds at FVTPL.

(B) Financial liabilities and equity instrument

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(a) Equity instrument

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

(b) Financial liabilities

Financial liabilities are measured at amortised cost. The carrying amounts are initially recognised at fair value and subsequently determined based on the EIR method. Interest expense is recognised in profit or loss. Any gain or loss on de-recognition of financial liabilities is also recognised in profit or loss. The company does not have any financial liability which are measured at FVTPL.



Notes forming part of the Financial Statements for the year ended 31 March 2023

(iv) Reclassification

Financial assets are not reclassified subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line or in the period the Company changes its business model for managing financial assets. Financial liabilities are not reclassified.

(v) Derecognition

(A) Financial assets

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

- The contractual rights to receive cash flows from the financial asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset and the Company has transferred substantially all the risks and rewards of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

If the Company neither transfers nor retains substantially all of the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not de-recognised and the proceeds received are recognised as a collateralised borrowing.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in profit or loss (except for equity instruments measured at FVOCI).

(B) Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying value of the original financial liability and the new financial liability with modified terms is recognised in profit or loss.

(vi) Impairment of financial assets

(A) Trade receivables

The Company applies the Ind AS 109 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance (ECL) for all trade receivables.

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

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on average of historical loss rate adjusted to reflect current and available forward-looking information affecting the ability of the customers to settle the receivables. The Company has also computed expected credit loss due to significant delay in collection.

(B) Other financial assets:

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

Life time ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortized cost is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.



2.5 Leases

Company as a lessee

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset. The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified assets, the company assess whether (i) the contract involves the use of an identified assets ; (ii) the company has substantially all the economic benefits from use of the assets through the period of the lease and (iii) the company has the right to direct the use of the asset.

At the date of commencement of the lease, the company recognises a right-of-use assets (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 month or less (short term leases) and low value leases. For these short term and low value leases, the company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, less any lease incentives received. Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets is depreciated using the straight line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

For lease liabilities at inception, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

Lease liability has been included in borrowing and ROU asset has been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

2.6 Cash and cash equivalents

Cash and cash equivalents includes cash at banks and on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the purpose of statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered an integral part of the Company's cash management.

2.7 Impairments of Non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. An asset is impaired when the carrying amount of the asset exceeds its recoverable amount. An impairment loss is charged to the Statement of Profit and Loss in the period in which an asset is identified as impaired. An impairment loss is reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.



Notes forming part of the Financial Statements for the year ended 31 March 2023

2.8 Retirement and other employee benefits

(i) Provident fund

Retirement benefit in the form of provident fund, is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

(ii) Gratuity

Every employee is entitled to a benefit equivalent to 15 days salary last drawn for each completed year of service in line with The Payment of Gratuity Act, 1972. The same is payable at the time of separation from the company or retirement, whichever is earlier. The benefit vest after five years of continuous service.

The company's gratuity scheme is a defined benefit plan. The company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior period. Such benefit is discounted to determine its present value, and the fair value of any plan assets, if any, is deducted.

The present value of the obligation under such benefit plan is determined based on actuarial valuation using the Projected Unit credit Method which recognizes each period of services as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at present values of estimated future cash flows. The discounted rates used for determining the present value are based on the market yields on Government Securities as at the balance sheet date.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

(iii) Compensated absences

The employees of the Company are entitled to compensated absences as per the policy of the Company. The Company recognises the charge to the statement of profit and loss and corresponding liability on account of such non-vesting accumulated leave entitlement based on a valuation by an independent actuary. The cost of providing compensated absences are determined using the projected unit credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in statement of Profit and Loss.

(iv) Presentation

For the purpose of presentation of defined benefit plans and other long term employee benefits, the allocation between current and non-current has been made as determined by an actuary.

2.9 Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation as a result of a past event and it is probable that an outflow of embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements. Provisions are reviewed at each balance sheet date and adjusted to effect current management estimates. Contingent liabilities are recognised when there is possible obligation arising from past events.

2.10 Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to items recognised directly in equity or in OCI.

(i) Current tax

Current tax is measured at the amount expected to be paid in respect of taxable income for the year in accordance with the Income Tax Act, 1961. Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

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

Current tax assets and current tax liabilities are offset only if the Company has a legally enforceable right to set off the recognised amounts, and it intends to realise the asset and settle the liability on a net basis or simultaneously.



Notes forming part of the Financial Statements for the year ended 31 March 2023

(ii) Deferred tax

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets arising mainly on account of carry forward losses and unabsorbed depreciation under tax laws are recognised only if there is reasonable certainty of its realisation, supported by convincing evidence.

Deferred tax assets on account of other temporary differences are recognised 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 realised.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date. Changes in deferred tax assets / liabilities on account of changes in enacted tax rates are given effect to in the Statement of profit and loss in the period of the change. The carrying amount of deferred tax assets are reviewed at each Balance Sheet date.

Deferred tax assets and deferred tax liabilities are off set when there is a legally enforceable right to set-off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

2.11 Earning per share (basic and diluted)

The Company reports basic and diluted earnings per equity share. Basic earnings per equity share have been computed by dividing net profit/loss attributable to the equity share holders for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share have been computed by dividing the net profit attributable to the equity share holders after giving impact of dilutive potential equity shares for the period by the weighted average number of equity shares and dilutive potential equity shares outstanding during the period, except where the results are anti-dilutive.

2.12 Borrowing costs

Expenses related to borrowing cost are accounted using effective interest rate. Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

2.13 Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the goods and services tax paid, except when the tax incurred on a purchase of assets or services is not recoverable from the tax authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.

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

2.14 Discontinued operations

An operation is classified as discontinued operation if a component of the Company that has either been disposed of or is classified as held for sale, and

(a) represents a separate major line of business or geographical area of operations,

(b) is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations or

(c) is a subsidiary acquired exclusively with a view to resale.

An operation is considered as discontinued operation if the Company winds up the major line of business or has an intention to do so.

Further, if a disposal group to be abandoned meets the discontinued operation criteria, the cash flows and results of the disposal group are presented as discontinued operations at the date on which it ceases to be used.

Revenue is recognised to the extent it is probable that the economic benefits will flow and the revenue can be reliably measured, regardless of when the payment is being made.

Expenses 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.

Assets that meet the criteria to be classified as held for sale to be measured at the lower of carrying amount and fair value less costs to sell, and depreciation on such assets to cease and assets that meet the criteria to be classified as held for sale to be presented separately in the balance sheet. Assets that does not meet the criteria to be classified as held for sale as such assets can be utilised for another business operation shall be recorded at the carrying value.

Discontinued operations are excluded from the results of continuing operations and are presented separately as profit or loss from discontinued operations in the Statement of Profit and Loss. When an operation is classified as a discontinued operation, the comparative Statement of Profit and Loss is represented as if the operation had been discontinued from the start of the comparative period.



3 Critical accounting estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognised in the periods in which the Company becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised and future periods. Following are estimates and judgements that have significant impact on the carrying amount of assets and liabilities at each balance sheet:

3.1 Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI (Solely Payments of Principal and Interest) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the statement of profit and loss in the period in which they arise.

3.2 Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date regardless of whether that price is directly observable or estimated using another valuation technique.

Fair value measurements under Ind AS are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs) that the Company can access at measurement date

3.3 Effective Interest Rate (EIR) method

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the financial instruments.

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well as expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

3.4 Provisions and other contingent liabilities

The company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the company's business.

When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed.

Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.



Notes forming part of the Financial Statements for the year ended 31 March 2023

3.5 Expected Credit loss

When determining whether the risk of default on a financial instruments has increased significantly since initial recognition, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and credit assessment and including forward looking information.

3.6 Deferred Tax

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

3.7 Defined benefit plans

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

3.8 Leases

Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company consider all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term are included in the lease term, if it is reasonably certain that the lessee will exercise the option. The Company reassess the option when significant events or changes in circumstances occur that are within the control of the lessee.



Notes forming part of the Financial Statements for the year ended 31 March 2023

4 PROPERTY, PLANT AND EQUIPMENT

| | Building premises | Gym Equipments | Office Equipments | Air Conditioners | Computer Equipments | Furniture and Fixtures | Lease Hold Equipment | Total |
|---------------------------------|-------------------|----------------|-------------------|------------------|---------------------|------------------------|----------------------|--------|
| Gross carrying amount | | | | | | | | |
| As at 1 April 2021 | 127.24 | 16.20 | 5.46 | 2.44 | 1.41 | 23.61 | - | 176.36 |
| Additions / Adjustments | - | - | - | - | - | - | - | - |
| Deductions / Adjustments | - | (0.13) | (0.02) | - | (0.14) | (0.06) | - | (0.34) |
| As at 31 March 2022 | 127.24 | 16.07 | 5.44 | 2.44 | 1.28 | 23.55 | - | 176.01 |
| Additions / Adjustments | - | - | - | - | 0.02 | - | - | 0.02 |
| Deductions / Adjustments | - | - | - | - | - | - | - | - |
| As at 31 March 2023 | 127.24 | 16.07 | 5.44 | 2.44 | 1.30 | 23.55 | - | 176.04 |
| <u>Accumulated depreciation</u> | | | | | | | | |
| As at 1 April 2021 | 6.87 | 8.68 | 3.91 | 1.15 | 0.92 | 11.32 | - | 32.86 |
| For the year | 2.29 | 2.91 | 0.80 | 0.43 | 0.25 | 3.71 | - | 10.39 |
| Disposals | - | (0.12) | (0.01) | - | (0.14) | (0.05) | - | (0.32) |
| As at 31 March 2022 | 9.16 | 11.47 | 4.70 | 1.58 | 1.03 | 14.98 | - | 42.92 |
| For the year | 2.29 | 2.81 | 0.34 | 0.40 | 0.15 | 3.67 | - | 9.66 |
| Disposals | - | - | - | - | - | - | - | - |
| As at 31 March 2023 | 11.45 | 14.28 | 5.03 | 1.97 | 1.19 | 18.66 | - | 52.58 |
| <u>Net block</u> | | | | | | | | |
| As at 31 March 2022 | 118.09 | 4.60 | 0.75 | 0.86 | 0.24 | 8.57 | - | 133.10 |
| As at 31 March 2023 | 115.79 | 1.79 | 0.41 | 0.47 | 0.11 | 4.89 | - | 123.47 |

(a) The Company has not revalued any of its property, plant and equipments during the year.



Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Notes forming part of the Financial Statements for the year ended 31 March 2023

5 INTANGIBLE ASSETS

(Rs. in millions)

| | Computer Software |
|---------------------------------|-------------------|
| As at 1 April 2021 | 0.06 |
| Additions | - |
| Disposals / Adjustments | - |
| As at 31 March 2022 | 0.06 |
| Additions | - |
| Disposals / Adjustments | - |
| As at 31 March 2023 | 0.06 |
| <u>Accumulated Amortisation</u> | |
| As at 1 April 2021 | 0.06 |
| For the year | - |
| Disposal | - |
| As at 31 March 2022 | 0.06 |
| For the year | - |
| Disposal | - |
| As at 31 March 2023 | 0.06 |
| <u>Net book value</u> | |
| As at 31 March 2022 | - |
| As at 31 March 2023 | - |

(a) The Company has not revalued any of its intangible assets during the year.



Notes forming part of the Financial Statements for the year ended 31 March 2023

| 6 OTHER FINANCIAL ASSETS (NON-CURRENT) | | (Rs. in millions) | |
|--|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Security Deposits - Others | 0.60 | 1.03 | |
| Other receivables | - | 0.02 | |
| Total | 0.60 | 1.05 | |

| 7 NON CURRENT TAX ASSETS (NET) | | (Rs. in millions) | |
|---|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Advance payment of taxes and tax deducted at source | 1.22 | 0.88 | |
| Total | 1.22 | 0.88 | |

| 8 TRADE RECEIVABLES | | (Rs. in millions) | |
|--|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Trade receivables - Secured - considered good | - | - | |
| Trade receivables - Unsecured - considered good | 8.90 | 0.08 | |
| Trade receivables which have significant increase in credit risk | - | - | |
| Trade receivables - credit impaired. | - | - | |
| Total | 8.90 | 0.08 | |

Trade Receivables aging schedule as at 31 March 2023

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|------------------|-----------|-----------|-------------------|----------|
| | Less than 6 months | 6 months -1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Undisputed Trade receivables – considered good | 8.90 | - | - | - | - | - |
| Total | 8.90 | - | - | - | - | - |

Trade Receivables aging schedule as at 31 March 2022

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|--|--|------------------|-----------|-----------|-------------------|----------|
| | Less than 6 months | 6 months -1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Undisputed Trade receivables – considered good | 0.08 | - | - | - | - | - |
| Total | 0.08 | - | - | - | - | - |

| 9 CASH AND CASH EQUIVALENTS | | (Rs. in millions) | |
|---|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Balances with banks: in current accounts | 0.17 | 0.84 | |
| Cheques on hand | 0.92 | - | |
| Total | 1.09 | 0.84 | |

| 10 OTHER CURRENT ASSETS | | (Rs. in millions) | |
|-------------------------------------|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Prepaid expenses | 0.08 | 0.09 | |
| Balance with government authorities | 1.48 | 0.92 | |
| Advances to vendors | 0.01 | 0.12 | |
| Total | 1.57 | 1.13 | |



| | | (Rs. in millions) | |
|---|--|------------------------|------------------------|
| 11 EQUITY SHARE CAPITAL | | As at 31 March 2023 | As at 31 March 2022 |
| Authorized Share Capital | | | |
| 1,25,00,000 (31 March 2022: 1,25,00,000) equity shares of Rs. 10/- each | | 125.00 | 125.00 |
| 1,10,00,000 (31 March 2022: 1,10,00,000) Non-Cumulative Redeemable Preference shares of Rs. 10/- each | | 110.00 | 110.00 |
| | | 235.00 | 235.00 |
| Issued, subscribed and fully paid up | | | |
| 1,25,00,000 (31 March 2022: 1,25,00,000) equity shares of Rs. 10/- each | | 125.00 | 125.00 |
| Total | | 125.00 | 125.00 |

| | | (Rs. in millions) | |
|--|--|---------------------|---------------|
| (a) Reconciliation of equity shares outstanding at the beginning and at the end of the year: | | As at 31 March 2023 | |
| | | Number of shares | Amount |
| Outstanding at the beginning of the year | | 1,25,00,000 | 125.00 |
| Add: Issued during the year | | - | - |
| Outstanding at the end of the year | | 1,25,00,000 | 125.00 |

| | | (Rs. in millions) | |
|---|--|---------------------|---------------|
| | | As at 31 March 2022 | |
| | | Number of shares | Amount |
| Outstanding at the beginning of the year | | 1,25,00,000 | 125.00 |
| Add: Issued during the year | | - | - |
| Outstanding at the end of the year | | 1,25,00,000 | 125.00 |

(b) Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company after distributions of all preferential amounts, in proportion to their shareholding.

(c) Shares held by the holding company:

| | | (Rs. in million) | |
|---|--|------------------------|-------------------------|
| | | As at 31 March 2023 | As at 31 March, 2022 |
| Angel One Limited (Formerly Known as Angel Broking Limited), the holding company | | | |
| 1,25,00,000 (31 March 2022 : 1,25,00,000) equity shares of Rs. 10/- each, fully paid up | | 125.00 | 125.00 |

(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| | | As at 31 March 2023 | As at 31 March, 2022 |
|--|--|------------------------|-------------------------|
| Angel One Limited (Formerly Known as Angel Broking Limited), the holding company | | | |
| No of equity shares | | 1,25,00,000 | 1,25,00,000 |
| Percentage of holding | | 100% | 100% |
| Total | | 1,25,00,000 | 1,25,00,000 |

(e) Details of shares held by promoters

| | | As at 31 March 2023 | | |
|-----|---|---------------------|---------------------------|--------------------------|
| (i) | | Number of shares | % of holding in the class | % Change during the year |
| | Equity shares of Rs. 10 each fully paid | | | |
| | Angel One Limited (Formerly Known as Angel Broking Limited) | 1,25,00,000 | 100.00% | 0.00% |

| | | As at 31 March 2022 | | |
|------|---|---------------------|---------------------------|--------------------------|
| (ii) | | Number of shares | % of holding in the class | % Change during the year |
| | Equity shares of Rs. 10 each fully paid | | | |
| | Angel One Limited (Formerly Known as Angel Broking Limited) | 1,25,00,000 | 100.00% | 0.00% |



| 12 OTHER EQUITY | | (Rs. in millions) | |
|---|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Surplus / (Deficit) in the Statement of Profit and Loss | (197.26) | (213.33) | |
| Total | (197.26) | (213.33) | |

| (A) Surplus/(deficit) in the Statement of Profit and Loss | | (Rs. in millions) | |
|---|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Surplus / (Deficit) in the Statement of Profit and Loss | | | |
| Opening balance | (213.33) | (239.13) | |
| Add / (Less) : Profit / (Loss) for the year | 16.06 | 25.81 | |
| Add / (Less) : Other comprehensive income for the year | 0.01 | (0.01) | |
| Closing balance | (197.26) | (213.33) | |

Nature and purpose of reserves

(i) Surplus / (deficit) in the Statement of Profit and Loss

Surplus / (deficit) in the statement of profit and loss are the profits/(losses) that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to Shareholders. It also includes remeasurement gains and losses on defined benefit plans recognised in other comprehensive income (net of taxes).



13 DEFERRED TAX LIABILITIES (NET)

(A) Deferred tax relates to the following:

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|---------------------------------------|------------------------|------------------------|
| Deferred tax liabilities | | |
| On property, plant and equipment | 11.77 | 11.84 |
| Total deferred tax liability | 11.77 | 11.84 |
| Deferred tax assets | | |
| On provision for gratuity | 0.14 | 0.13 |
| On provision for compensated absences | 0.04 | 0.04 |
| On Disallowance u/s 40(a)(ia) | 0.04 | - |
| Total deferred tax asset | 0.22 | 0.17 |
| Deferred tax liabilities (net) | 11.56 | 11.67 |

(B) The movement in deferred tax assets and liabilities during the year :

(Rs. in millions)

| | |
|--|----------------|
| Deferred tax assets / (liabilities) | |
| As at 01 April 2021 | (11.60) |
| Expense allowed in the year of payment (Gratuity and compensated absences) | 0.02 |
| Difference between book and tax depreciation | (0.07) |
| On Disallowance u/s 40(a)(ia) | (0.02) |
| As at 31 March 2022 | (11.67) |
| Expense allowed in the year of payment (Gratuity and compensated absences) | 0.01 |
| Difference between book and tax depreciation | 0.06 |
| As at 31 March 2023 | (11.56) |

(C) Income tax expense

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| Deferred tax charge/(income) | 0.32 | 0.48 |
| Income tax expense reported in the statement of profit or loss | 0.32 | 0.48 |

(D) Income tax expense charged to OCI

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Deferred tax on net loss / (gain) on remeasurements of defined benefit plans | (0.00) | 0.01 |
| Income tax charged to OCI | (0.00) | 0.01 |



| (E) Reconciliation of tax expense and the accounting profit multiplied by tax rate | | (Rs. in millions) | |
|---|-------------------------------------|-------------------------------------|--|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 | |
| Enacted income tax rate in India applicable to the company | 25.17% | 25.17% | |
| Profit / (loss) before tax from continuing operations | 18.76 | 28.80 | |
| Current tax effect on profit before tax expense at the enacted income tax rate in India | 4.72 | 7.25 | |
| Profit set off against losses from discontinued operations on which DTA was not created | (4.40) | (6.77) | |
| Loss on sale of Fixed Assets | - | 0.00 | |
| Income tax expense charged to the statement of profit and loss | 0.32 | 0.48 | |

| (F) Reconciliation of tax expense on discontinued operations and the accounting profit multiplied by tax rate | | (Rs. in millions) | |
|---|-------------------------------------|-------------------------------------|--|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 | |
| Enacted income tax rate in India applicable to the company | 25.17% | 25.17% | |
| Profit / (loss) before tax from discontinued operations | (2.81) | (2.92) | |
| Current tax effect on profit/(loss) before tax expense at the enacted income tax rate in India | (0.71) | (0.73) | |
| Losses on which DTA is not created | 0.27 | 0.33 | |
| Loss on sale of Fixed Assets | - | 0.00 | |
| Income tax expense charged to the statement of profit and loss | (0.43) | (0.41) | |



| 14 PROVISION (NON-CURRENT) | | (Rs. in millions) | |
|--|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Provision for employee benefits | 0.40 | 0.33 | |
| Provision for gratuity (Refer note 27) | 0.10 | 0.10 | |
| Provision for leave encashment | 0.50 | 0.43 | |
| Total | | | |

| 15 BORROWINGS (CURRENT) | | (Rs. in millions) | |
|---|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Unsecured | | | |
| Inter corporate deposit from the fellow subsidiary repayable on demand* | 191.90 | 207.20 | |
| Total | 191.90 | 207.20 | |

* Pricing for aforesaid Inter corporate deposit is Nil. (Previous year : Nil)
The Company is not declared wilful defaulter by any bank or financial institution or other lender.

| 16 TRADE PAYABLES | | (Rs. in millions) | |
|--|------------------------|------------------------|--|
| | As at 31 March 2023 | As at 31 March 2022 | |
| Total outstanding dues of micro enterprises and small enterprises* | - | - | |
| Total outstanding dues of creditors other than micro, small and medium enterprises | 0.90 | - | |
| Total | 0.90 | - | |

Trade Payable aging schedule as at 31 March 2023

(Rs. in millions)

| Particulars | Outstanding for following periods from due date of payment | | | | Total |
|--------------|--|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | - | - | - | - | - |
| (ii) Others | 0.90 | - | - | - | 0.90 |
| Total | 0.90 | - | - | - | 0.90 |

Trade Payable aging schedule as at 31 March 2022

(Rs. in millions)

| Particulars | Outstanding for following periods from due date of payment | | | | Total |
|--------------|--|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| (i) MSME | - | - | - | - | - |
| (ii) Others | - | - | - | - | - |
| Total | - | - | - | - | - |

* No interest was paid during the year / previous year in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and no amount was paid to the supplier beyond the appointed day. No amount of interest is due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006. Rs. Nil (31 March 2022 : Rs. Nil) interest was accrued and unpaid at the end of the accounting period. No further interest remaining due and payable even in the succeeding years for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.



Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Notes forming part of the Financial Statements for the year ended 31 March 2023

17 OTHER FINANCIAL LIABILITIES (CURRENT)

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|----------------------------|------------------------|------------------------|
| Employee benefit payable | 0.02 | 0.07 |
| Payable to holding company | 0.48 | 0.48 |
| Advance from customers | 1.28 | 1.28 |
| Expense payables | 0.85 | 1.09 |
| Other payables | 0.00 | - |
| Total | 2.64 | 2.92 |

18 OTHER CURRENT LIABILITIES

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|------------------------|------------------------|------------------------|
| Statutory dues payable | 1.39 | 2.94 |
| Total | 1.39 | 2.94 |

19 PROVISIONS (CURRENT)

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|--|------------------------|------------------------|
| Provision for employee benefits | | |
| Provision for gratuity (Refer note 27) | 0.17 | 0.17 |
| Provision for leave encashment | 0.06 | 0.08 |
| Total | 0.22 | 0.25 |



| (Rs. in millions) | | |
|-----------------------------------|-------------------------------------|-------------------------------------|
| 20 REVENUE FROM OPERATIONS | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Advertisement and Brand Promotion | 23.07 | 33.23 |
| Business Support Services | 9.90 | 9.63 |
| Car Parking Income | 0.32 | 0.31 |
| Total | 33.29 | 43.17 |

Revenue from contracts with customers

Set out below is the revenue from contracts with customers and reconciliation to Statement of Profit and Loss:

| (Rs. in millions) | | |
|--|-------------------------------------|-------------------------------------|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Types of services | | |
| Advertisement and Brand Promotion | 23.07 | 33.23 |
| Business Support Services | 9.90 | 9.63 |
| Car Parking Income | 0.32 | 0.31 |
| Total revenue from contract with customers | 33.29 | 43.17 |
| Geographical markets | | |
| India | 33.29 | 43.17 |
| Outside India | - | - |
| Total revenue from contract with customers | 33.29 | 43.17 |
| Timing of revenue recognition | | |
| Services transferred over time | 33.29 | 43.17 |
| Services transferred at a point in time | - | - |
| Total revenue from contracts with customers | 33.29 | 43.17 |

Contract Balances

| (Rs. in millions) | | |
|-------------------|------------------------|------------------------|
| | As at 31 March 2023 | As at 31 March 2022 |
| Trade Receivables | 8.90 | 0.08 |

| (Rs. in millions) | | |
|---|-------------------------------------|-------------------------------------|
| 21 OTHER INCOME | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Interest received on income tax refund | 0.04 | 0.03 |
| Miscellaneous Income | 0.52 | 0.26 |
| Profit on sale of property, plant & equipment | 0.00 | - |
| Total | 0.56 | 0.29 |

| (Rs. in millions) | | |
|---|-------------------------------------|-------------------------------------|
| 22 EMPLOYEE BENEFITS EXPENSES | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Salaries, allowances and bonus | 0.90 | 1.19 |
| Contribution to Provident and other funds (refer note 27) | 0.04 | 0.05 |
| Gratuity (refer note 27) | 0.07 | 0.04 |
| Compensated absences | 0.01 | 0.02 |
| Staff welfare expenses | 0.01 | 0.03 |
| Total | 1.03 | 1.33 |

| (Rs. in millions) | | |
|---|-------------------------------------|-------------------------------------|
| 23 DEPRECIATION EXPENSE | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Depreciation on property, plant & equipment | 6.85 | 7.49 |
| Total | 6.85 | 7.49 |



Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Notes forming part of the Financial Statements for the year ended 31 March 2023

| 24 OTHER EXPENSES | | (Rs. in millions) | |
|---|-------------------------------------|-------------------------------------|--|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 | |
| Software and connectivity expenses | 1.55 | 0.79 | |
| Rent, rates and taxes | 2.59 | 2.65 | |
| Insurance | 0.10 | 0.12 | |
| Communication expenses | 0.03 | 0.04 | |
| Electricity | 1.77 | 1.69 | |
| Legal and professional charges | 0.96 | 0.41 | |
| Loss on sale of property, plant & equipment (net) | - | 0.01 | |
| Repairs and maintenance: | | | |
| - Building | 0.05 | - | |
| - Others | - | 0.02 | |
| Auditors' remuneration* | 0.09 | 0.09 | |
| Bank charges | 0.00 | 0.01 | |
| Miscellaneous expenses (net of consumables) | 0.07 | 0.01 | |
| Total | 7.21 | 5.84 | |

* The following is the break-up of Auditor's remuneration (excluding input credit of GST availed) (Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 | |
|------------------------|-------------------------------------|-------------------------------------|--|
| Statutory audit fees | 0.08 | 0.09 | |
| Out of pocket expenses | 0.01 | 0.00 | |
| Total | 0.09 | 0.09 | |



| | (Rs. in millions) | |
|---|-------------------------------|-------------------------------|
| | For the year 31 March 2023 | For the year 31 March 2022 |
| 25 EARNINGS/ LOSS PER SHARE | | |
| Profit for the year from continuing operations attributable to all equity holders | 18.44 | 28.32 |
| Loss for the year from discontinued operations attributable to all equity holders | (2.38) | (2.51) |
| Profit / (Loss) for the year from total operations attributable to all equity holders | 16.06 | 25.81 |
| Weighted average number of equity shares outstanding | 1,25,00,000 | 1,25,00,000 |
| Face Value per share | 10.00 | 10.00 |
| Basic & diluted earnings/ Profit / (Loss) per share Rs. from continuing operations | 1.48 | 2.27 |
| Basic & diluted earnings/(Loss) per share Rs. from discontinued operations | (0.19) | (0.20) |
| Basic & diluted earnings/(Loss) per share Rs. from total operations | 1.28 | 2.06 |

26 CONTINGENT LIABILITIES AND CAPITAL COMMITMENTS
There is no contingent liabilities and capital commitments outstanding as at each reporting date.

| | (Rs. in millions) | |
|--|-------------------------------|-------------------------------|
| | For the year 31 March 2023 | For the year 31 March 2022 |
| 27 EMPLOYEE BENEFITS | | |
| (A) Defined contribution plans | | |
| During the year, the Company has recognized the following amounts in the Statement of Profit and Loss: | | |
| Employers' Contribution to Provident Fund and Employee State Insurance | 0.04 | 0.05 |

(B) Defined benefit plans
Gratuity payable to employees
The Company's liabilities under the Payment of Gratuity Act, 1972 are determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method.
The gratuity benefit is provided through unfunded plan and annual contributions are charged to the statement of profit and loss. Under the scheme, the settlement obligation remains with the Company. Company accounts for the liability for future gratuity benefits based on an actuarial valuation. The net present value of the Company's obligation towards the same is actuarially determined based on the projected unit credit method as at the Balance Sheet date.
The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. The actuarial risks associated are:
Discount rate
Discount Rate for this valuation is based on Government bonds having similar term to duration of liabilities. Due to lack of a deep & secondary bond market in India, government bond yields are used to arrive at the discount rate.
Mortality/ disability
If the actual mortality rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.
Employee turnover/withdrawal rate
If the actual withdrawal rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.
Salary escalation rate
More or less than expected increase in the future salary levels may result in increase / decrease in the liability.

| | (i) Actuarial assumptions | |
|-----------------------------------|-------------------------------|-------------------------------|
| | For the year 31 March 2023 | For the year 31 March 2022 |
| Economic Assumptions | | |
| Discount rate (per annum) | 7.28% | 5.48% |
| Rate of increase in Salary | 3.00% | 3.00% |
| Demographic Assumptions | | |
| Mortality | IALM (2012-14) Ultimate | IALM (2012-14) Ultimate |
| Employee turnover/Withdrawal rate | | |
| (A) Sales Employees | | |
| (i) For service less than 4 years | 92.00% | 92.00% |
| (ii) Thereafter | 31.00% | 31.00% |
| (B) Non-sales employees | | |
| (i) For service less than 4 years | 48.00% | 48.00% |
| (ii) Thereafter | 17.00% | 17.00% |
| Retirement age | 58 years | 58 years |



| (ii) Amount recognised in balance sheet | (Rs. in millions) | |
|--|------------------------|------------------------|
| | As at 31 March 2023 | As at 31 March 2022 |
| Unfunded defined benefit obligation | 0.57 | 0.51 |
| Fair value of plan assets | - | - |
| Net asset / (liability) recognized in Balance Sheet | 0.57 | 0.51 |
| Current benefit obligation | 0.17 | 0.18 |
| Non-current obligation | 0.40 | 0.33 |
| Net asset / (liability) recognized in Balance Sheet | 0.57 | 0.51 |

| (iii) Changes in the present value of defined benefit obligation (DBO) | (Rs. in millions) | |
|--|------------------------|------------------------|
| | As at 31 March 2023 | As at 31 March 2022 |
| Present value of obligation at the beginning of the year | 0.51 | 0.44 |
| Interest cost | 0.02 | 0.02 |
| Service cost | 0.05 | 0.02 |
| Benefits paid | - | - |
| Actuarial (gain)/ loss on obligations | | |
| - Due to change in financial assumptions | (0.03) | (0.00) |
| - Due to change in demographic assumptions | - | 0.00 |
| - Due to experience (gains)/losses | 0.02 | 0.02 |
| Acquisition/Business Combination/Divestiture (Transfer In) | - | 0.00 |
| Present value of obligation at the end of the year | 0.57 | 0.51 |

The estimated term of the benefit obligations works out to 3.72 years as at 31 March 2023 (31 March 2022: 3.17 years)

| (iv) Expense recognized in the Statement of Profit and Loss | (Rs. in millions) | |
|---|-------------------------------------|-------------------------------------|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Service cost | 0.05 | 0.02 |
| Interest cost | 0.02 | 0.02 |
| Total expenses recognized in the Statement Profit and Loss | 0.07 | 0.04 |

| (v) Expense recognized in Other comprehensive income (OCI) | (Rs. in millions) | |
|--|-------------------------------------|-------------------------------------|
| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
| Remeasurements due to | | |
| - Effect of change in financial assumptions | (0.03) | (0.00) |
| - Effect of change in Demographic Assumptions | - | 0.00 |
| - Effect of experience adjustments | 0.02 | 0.02 |
| Net actuarial (gains) / losses recognised in OCI | (0.01) | 0.02 |

| (vi) Quantitative sensitivity analysis | (Rs. in millions) | |
|--|------------------------|------------------------|
| | As at 31 March 2023 | As at 31 March 2022 |
| Impact on defined benefit obligation | | |
| Discount rate | | |
| 1% increase | (0.01) | (0.01) |
| 1% decrease | 0.02 | 0.01 |
| Rate of increase in salary | | |
| 1% increase | 0.02 | 0.02 |
| 1% decrease | (0.02) | (0.01) |
| Withdrawal rate | | |
| 1% increase | 0.00 | 0.01 |
| 1% decrease | (0.00) | 0.01 |

| (vii) Maturity profile of defined benefit obligation | (Rs. in millions) | |
|--|------------------------|------------------------|
| | As at 31 March 2023 | As at 31 March 2022 |
| Within next 12 months | 0.17 | 0.18 |
| Between 2 and 5 years | 0.36 | 0.33 |
| Between 6 and 10 years | 0.13 | 0.09 |
| Beyond 10 years | 0.04 | 0.02 |
| Total expected payments | 0.71 | 0.62 |



28 RELATED PARTY DISCLOSURES:

(A) Names of related parties and nature of relationship

| | | Ownership Interest | |
|---|----------------------------------|------------------------|------------------------|
| | | As at 31 March 2023 | As at 31 March 2022 |
| a) Holding Company Angel One Limited (Formerly Known as Angel Broking Limited) | India | 100% | 100% |
| b) Fellow Subsidiary Company Angel Fincap Private Limited Angel Securities Limited Mimansa Software Systems Private Limited Angel Financials Advisors Private Limited | India India India India | | |
| c) Individuals owning directly or indirectly interest and voting power that gives them control Mr. Dinesh Thakkar | | | |
| d) Key Management Personnel Mr. Vijay Thakkar | Director | | |

(B) Details of transactions with related party in the ordinary course of business for the year ended:

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Holding Company - Angel One Limited (Formerly Known as Angel Broking Limited) | | |
| Expenses incurred by Holding Company | 0.48 | 0.48 |
| Business Support Services Income | 9.90 | 9.63 |
| Car Parking Income | 0.32 | 0.31 |
| Fellow Subsidiary- Angel Financial Advisors Private Limited | | |
| Expenses incurred on behalf Fellow Subsidiary | - | 0.02 |
| Expenses incurred by Fellow Subsidiary | 0.00 | - |
| Fellow Subsidiary- Angel Fincap Private Limited | | |
| Interest expense | - | - |
| Inter corporate Deposit taken | 5.88 | 5.56 |
| Inter corporate Deposit repaid | 21.18 | 46.58 |
| Fellow Subsidiary- Angel Securities Limited | | |
| Expenses incurred by Fellow Subsidiary | 0.00 | - |
| Key management personnel - Mr. Vijay Thakkar | | |
| Professional Fees | 0.50 | - |

(C) Amount due to/from related party as on:

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|---|------------------------|------------------------|
| Holding Company | | |
| Angel One Limited (Formerly Known as Angel Broking Limited) | | |
| Other Payables | 0.48 | 0.48 |
| Key management personnel - Mr. Vijay Thakkar | | |
| Professional Fees Payable | 0.50 | - |
| Fellow Subsidiary Companies | | |
| Expenses receivable from Angel Financial Advisors Private Limited | - | 0.02 |
| Inter corporate Deposit taken from Angel Fincap Private Limited | 191.91 | 207.20 |
| Expenses payable to Angel Securities Limited | 0.00 | - |
| Expenses payable to Angel Financial Advisors Private Limited | 0.00 | - |

29 SEGMENT REPORTING

The Company's operations predominantly relate to offering health and fitness services. The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Hence no separate segment information has been furnished herewith.



30 FAIR VALUE MEASUREMENT

| Financial instrument by category | (Rs. in millions) | | |
|---|-------------------|-------|----------------|
| | FVOCI | FVTPL | Amortised Cost |
| As at 31 March 2022 | | | |
| Financial Assets | | | |
| Cash and cash equivalents | - | - | 0.84 |
| Trade Receivables | - | - | 0.08 |
| Other financial assets | - | - | 1.05 |
| Total Financial Assets | - | - | 1.96 |
| Financial Liabilities | | | |
| Trade payables | - | - | - |
| Borrowings (Other than Debt Securities) | - | - | 207.20 |
| Other financial liabilities | - | - | 2.92 |
| Total Financial liabilities | - | - | 210.12 |
| As at 31 March 2023 | | | |
| Financial Assets | | | |
| Cash and cash equivalents | - | - | 1.09 |
| Trade Receivables | - | - | 8.90 |
| Other financial assets | - | - | 0.60 |
| Total Financial Assets | - | - | 10.59 |
| Financial Liabilities | | | |
| Trade payables | - | - | 0.90 |
| Borrowings (Other than Debt Securities) | - | - | 191.90 |
| Other financial liabilities | - | - | 2.64 |
| Total Financial liabilities | - | - | 195.44 |

FAIR VALUE HIERARCHY

The carrying amount of cash and bank balances, trade receivables, loans, trade payables, borrowings and other receivables & payables are considered to be the same as their fair values due to their short term nature. The fair values of borrowings and security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including own and counterparty credit risk.



Notes forming part of the Financial Statements for the year ended 31 March 2023

31 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to various financial risks. These risks are categorized into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises following types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(Rs. in millions)

| | As at 31 March 2023 | As at 31 March 2022 |
|-------------------------|------------------------|------------------------|
| Fixed borrowings | 191.90 | 207.20 |
| Variable borrowings | - | - |
| Total borrowings | 191.90 | 207.20 |

Interest rate sensitivity

A change of 50 bps in interest rates would have following Impact on profit before tax

(Rs. in millions)

| | Increase/ (decrease) in basis points | Effect on profit before tax |
|----------------------------|---|--------------------------------|
| As at 31 March 2022 | | |
| INR | 50 bp | - |
| INR | (50 bp) | - |
| As at 31 March 2023 | | |
| INR | 50 bp | - |
| INR | (50 bp) | - |

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As at each reporting date, the company does not have exposure in foreign currency, therefore it is not exposed to currency risk.

(B) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Company's receivables from deposits with landlords and other statutory deposits with regulatory agencies and also arises from cash held with banks and financial institutions. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Company limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions. The Company does not foresee any credit risks on deposits with regulatory authorities.

Trade Receivables

The Company's exposure to trade receivables is limited due to diversified customer base. The Company consistently monitors progress under its contracts with customers and sales proceeds are being realised to minimise the loss due to defaults or insolvency of the customer. An impairment analysis is performed at each reporting date on an individual basis for major clients.

(C) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of the Company's financial liabilities:

(Rs. in millions)

| | 0-1 year | 1-2 year | 2-3 year | 3-4 year | Beyond 4 years | Total |
|-----------------------------|---------------|----------|----------|----------|----------------|---------------|
| As at 31 March 2022 | | | | | | |
| Borrowings (Current) | 207.20 | - | - | - | - | 207.20 |
| Trade payables | - | - | - | - | - | - |
| Other financial liability | 2.92 | - | - | - | - | 2.92 |
| | 210.12 | | | | | 210.12 |
| As at 31 March 2023 | | | | | | |
| Borrowings (Current) | 191.90 | - | - | - | - | 191.90 |
| Trade payables | 0.90 | - | - | - | - | 0.90 |
| Other financial liabilities | 2.64 | - | - | - | - | 2.64 |
| | 195.44 | | | | | 195.44 |



Notes forming part of the Financial Statements for the year ended 31 March 2023

32 CAPITAL MANAGEMENT

The Company manages its capital structure and makes necessary adjustments in light of changes in economic conditions and the requirement of financial covenants. To maintain or adjust the capital structure, the primary objective of the Company's capital management is to maximise the shareholders' value.

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value and to ensure the Company's ability to continue as a going concern.

(Rs. in millions)

| | | As at 31 March 2023 | As at 31 March 2022 |
|---------------------------------|----------|------------------------|------------------------|
| Borrowings | | 191.90 | 207.20 |
| Less: Cash and Cash equivalents | | 1.09 | 0.84 |
| Net debt | (i) | 190.82 | 206.36 |
| Total Equity | (ii) | (72.26) | (88.33) |
| Gearing ratio | (i)/(ii) | (2.64) | (2.34) |

33 Ratios

| Ratio | Numerator | Denominator | Current Period | Previous Period | % Variance | Reason for variance |
|---|---|--|----------------|-----------------|------------|----------------------------|
| (a) Current ratio (in times) | Total current assets | Total current liabilities | 0.06 | 0.01 | -511.56% | Increase in current assets |
| (b) Debt-equity ratio (in times) | Total Debt | Total Equity | -2.66 | -2.35 | 13.21% | NA |
| (c) Debt service coverage ratio (in times) | Earnings available for debt service | Debt Service = Interest & Lease Payments + Principal Repayments | 1.08 | 0.71 | 51.35% | Increase in Profits |
| (d) Return on equity ratio (in %) | Profit for the year less Preference dividend (if any) | Average total equity | NA | NA | NA | Negative total equity |
| (e) Inventory turnover ratio (in times) | Cost of goods sold OR sales | Average Inventory | Nil | Nil | NA | NA since no inventory |
| (f) Trade receivables turnover ratio (in times) | Revenue from operations | Average trade receivables | 7.41 | 1,119.23 | -99.34% | Increase in receivables |
| (g) Trade payables turnover ratio (in times) | Other expenses | Average Trade Payables + Average Expense payable | 5.08 | 5.06 | 0.37% | NA |
| (h) Net capital turnover ratio (in times) | Revenue from operations | Average Working Capital i.e. (Total current assets less total current liabilities) | -0.17 | -0.19 | -12.95% | NA |
| (i) Net profit ratio (in %) | Profit for the year | Revenue from operations | 48.25% | 59.79% | -19.30% | NA |
| (j) Return on capital employed (in %) | Profit before taxes and finance costs | Capital Employed = Net worth + deferred tax liabilities + Total Debt | 12.16% | 19.83% | -38.69% | Decrease in Profits |
| (k) Return on investment (in %) | Net profit | Cost of investment | NA | NA | NA | NA |

34 Dividend

No final dividend paid or proposed during year ended 31 March 2023 and year ended 31 March 2022.

35 Preparation of Accounts on Going Concern Basis

The economic environment on account of Covid 19 posed significant challenges to the Gym and Healthcare business. After evaluating various options relating to sustainability of the Gym and Healthcare business, Board of Directors of the Company decided in its meeting dated 23 June 2020 to discontinue / abandon this business with effect from 30 June 2020.

The company has entered into new business activities and have adequate resources to continue for the foreseeable future. The company is using the assets pertaining to Gym and Healthcare business as part of new business activities and accordingly, all assets and liabilities have been carried at book value.

36 Subsequent Events

There were no significant events after the end of the reporting year which require any adjustment or disclosure in the financial statements.



37 Note on Discontinued Operations

The economic environment on account of Covid 19 posed significant challenges to the Gym and Healthcare business. After evaluating various options relating to sustainability of the Gym and Healthcare business, Board of Directors of the Company decided in its meeting dated 23 June 2020 to discontinue / abandon this business with effect from 30 June 2020.

The company has entered into new business activities and have adequate resources to continue for the foreseeable future. The company is using the assets pertaining to Gym and Healthcare business as part of new business activities and accordingly, all assets and liabilities have been carried at the book value and have not classified as Held for Sale. Further, as per the requirements of accounting standards, Discontinued operations are excluded from the results of continuing operations and are presented separately as profit or loss from discontinued operations in the Statement of Profit and Loss.

a. Financial performance:

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|---|-------------------------------------|-------------------------------------|
| INCOME | | |
| (a) Revenue from operations | - | - |
| (b) Other income | - | - |
| Total income (I) | - | - |
| EXPENSES | | |
| (a) Changes in inventories of stock in trade | - | - |
| (b) Employee benefits expenses | - | - |
| (c) Finance costs | - | - |
| (d) Depreciation expense | 2.81 | 2.91 |
| (e) Other expenses | - | 0.01 |
| Total expense (II) | 2.81 | 2.92 |
| Profit / (Loss) before tax (I-II=III) | (2.81) | (2.92) |
| Deferred Tax | (0.43) | (0.41) |
| Total tax expense (IV) | (0.43) | (0.41) |
| Loss for the year after tax (III-IV=V) | (2.38) | (2.51) |

b. Cash Flow Statement

(Rs. in millions)

| | For the year ended 31 March 2023 | For the year ended 31 March 2022 |
|--|-------------------------------------|-------------------------------------|
| Net cash used in operating activities | (0.00) | (0.04) |
| Net cash used in investing activities | - | - |
| Net cash flows from financing activities | 0.00 | 0.04 |



Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Notes forming part of the Financial Statements for the year ended 31 March 2023

38 Other statutory information

- (a) The company does not hold any benami property and no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (b) The Company is not declared wilful defaulter by any bank or financial institution or other lender.
- (c) There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- (d) During the year ended 31 March 2023, the Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (e) During the year ended 31 March 2023, the Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (f) The Company did not have any transactions which had not been recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (g) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

39 The previous year figures have been regrouped / reclassified wherever necessary to conform to current year's presentation.

40 The financial statements of the company were authorised for issued in accordance with a resolution of the directors on 13 April 2023.

As per our report of even date

For Falod & Maheshwari
Chartered Accountants
Firm Registration No. 151051W

Radheyshyam Falod
Partner
Membership No. 31914



Place: Mumbai
Date: 13 April 2023

For and on behalf of the Board of Directors
Angel Digitech Services Private Limited
(Formerly known as Angel Wellness Private Limited)

Dinesh Thakkar
Director
DIN : 00004382

Mahesh Thakkar
Director
DIN : 00004362

Nabeed Patel
Company Secretary
Membership No: ACS22506

Place: Mumbai
Date: 13 April 2023