

## Independent Auditors' Report

To the Directors of  
**Edelweiss Investment Advisors Private Limited**

### Report on the Financial Statements

We have audited the accompanying financial statements of **Edelweiss Investment Advisors Private Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company. This responsibility also includes maintenance of adequate accounting records for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing, requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



B - 46, 3<sup>rd</sup> Floor, Pravasi Estate, V N Road, Goregaon (E), Mumbai - 400 063.

Tel.: +91. 22. 4217 3337 | Email: info@ngsco.in

www.ngsco.in

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

**Opinion**

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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2015, and its loss and its cash flows for the year ended on that date.

**For NGS & Co. LLP**  
**Chartered Accountants**  
**Firm Registration No. 119850W**



**R.P.Soni**  
**Partner**  
**Membership No. 104796**  
Place: Mumbai  
Date: 14 May 2015



# Edelweiss Investment Advisors Private Limited

## Balance Sheet

(Currency: Indian rupees)

	Note	As at 31 March 2015	As at 31 March 2014
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2.1	41,174,896	341,142
Reserves and surplus	2.2	(9,906,493)	(3,879,865)
		<u>31,268,403</u>	<u>(3,538,723)</u>
<b>Non-current liabilities</b>			
Long-term provisions	2.3	45,499	-
<b>Current liabilities</b>			
Short term borrowings	2.4	-	3,236,490
Trade payables		1,715,219	451,265
Other current liabilities	2.5	440	-
		<u>1,715,659</u>	<u>3,687,755</u>
<b>TOTAL</b>		<u><u>33,029,561</u></u>	<u><u>149,032</u></u>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	2.6	34,828	-
Long-term loans and advances	2.7	4,549,850	-
		<u>4,584,678</u>	<u>-</u>
<b>Current assets</b>			
Cash and cash equivalents	2.8	28,236,330	149,032
Short-term loans and advances	2.9	208,553	-
		<u>28,444,883</u>	<u>149,032</u>
<b>TOTAL</b>		<u><u>33,029,561</u></u>	<u><u>149,032</u></u>

Significant accounting policies and notes to the financial statements 1 & 2

As per our report of even date attached.

For NGS & Co. LLP  
Chartered Accountants  
Firm Registration No.: 119850W



**R. P. Soni**  
Partner  
Membership No.: 104796  
Mumbai  
14 May 2015

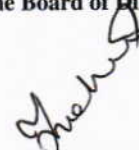


For and on behalf of the Board of Directors



**Nirav Sheth**  
Director

14 May 2015



**Vikram Mehrotra**  
Director

14 May 2015

# Edelweiss Investment Advisors Private Limited

## Statement of Profit and Loss


(Currency: Indian rupees)

Particulars	Note	For the year ended 31 March 2015	For the year ended 31 March 2014
<b>Income</b>		-	-
<b>Total revenue</b>		<u>-</u>	<u>-</u>
<b>Expenses</b>			
Employee benefit expenses	2.10	450,204	-
Finance costs	2.11	27,971	16,272
Other expenses	2.12	5,595,771	1,723,102
Depreciation	2.6	616	-
<b>Total expenses</b>		<u>6,074,562</u>	<u>1,739,374</u>
<b>Loss before tax</b>		<u>(6,074,562)</u>	<u>(1,739,374)</u>
<b>Tax expense</b>		-	-
<b>Loss for the year</b>		<u><u>(6,074,562)</u></u>	<u><u>(1,739,374)</u></u>
<b>Earnings per ordinary share:</b>			
Basic and diluted (par value of SGD 1 each)	2.15	(38.43)	(173.94)

Significant accounting policies and notes to the financial statements 1 & 2


As per our report of even date attached.

For NGS & Co. LLP  
Chartered Accountants  
Firm Registration No.: 119850W

  
**R. P. Soni**  
Partner  
Membership No.: 104796  
Mumbai  
14 May 2015



For and on behalf of the Board of Directors

  
**Nirav Sheth**  
Director

14 May 2015

  
**Vikram Mehrotra**  
Director

14 May 2015

# Edelweiss Investment Advisors Private Limited

## Cash Flow Statement

(Currency: Indian rupees)

	For the year ended 31 March 2015	For the year ended 31 March 2014
<b>A Cash flow from operating activities</b>		
Loss before taxation	(6,074,562)	(1,739,374)
<i>Adjustments</i>		
Depreciation	616	-
Provision for compensated absences	47,393	-
<b>Operating cash flow before working capital changes</b>	<b>(6,026,553)</b>	<b>(1,739,374)</b>
<i>Add / (Less): Adjustments for working capital changes</i>		
Decrease in loans and advances	(4,549,850)	-
Decrease in other current assets	(208,553)	-
Increase / (decrease) in trade payables	1,263,953	(1,660,938)
Increase in current liabilities	440	-
<b>Cash used in operations</b>	<b>(9,520,563)</b>	<b>(3,400,312)</b>
Income taxes paid	-	-
<b>Net cash used in operating activities - A</b>	<b>(9,520,563)</b>	<b>(3,400,312)</b>
<b>B Cash flow from investing activities</b>		
Purchase of fixed assets	(36,871)	-
<b>Net cash used in investing activities - B</b>	<b>(36,871)</b>	<b>-</b>
<b>C Cash flow from financing activities</b>		
Proceeds from unsecured loan	-	3,236,490
Repayment of unsecured loan	(3,236,490)	-
Proceeds from issue of ordinary shares	40,833,754	-
<b>Net cash generated from financing activities - C</b>	<b>37,597,264</b>	<b>3,236,490</b>
<b>D Change in foreign exchange translation reserve - D</b>	<b>47,468</b>	<b>(123,956)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C+D)</b>	<b>28,087,298</b>	<b>(287,778)</b>
Cash and cash equivalents as at the beginning of the year	149,032	436,810
Cash and cash equivalents as at the end of the year (refer note 2.8)	28,236,330	149,032

As per our report of even date attached.

For NGS & Co. LLP  
Chartered Accountants  
Firm Registration No.: 119850W



**R. P. Soni**  
Partner  
Membership No.: 104796  
Mumbai  
14 May 2015

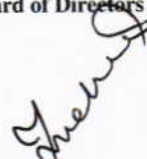


For and on behalf of the Board of Directors



**Nirav Sheth**  
Director

14 May 2015



**Vikram Mehrotra**  
Director

14 May 2015

# Edelweiss Investment Advisors Private Limited

## Notes to the financial statements for the year ended 31 March 2015

(Currency: Indian rupees)

### 1. Significant accounting policies

#### 1.1 Basis of preparation of financial statements

The accompanying financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, on the accrual basis of accounting, unless otherwise stated, and comply with the Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Companies Act, 2013 (to the extent notified), provisions of the Companies Act, 1956 (to the extent applicable) (hereinafter together referred to as 'the Act') and the Schedule III to the Act. The financial statements are presented in Indian Rupees.

The entity being a foreign company, the assets and liabilities for the purpose of preparation of these financial statements, are translated into Indian Rupees at the rate of exchange prevailing as at the Balance Sheet date. Further, revenue and expense are translated into Indian Rupees at the average exchange rate prevailing during the year and the resulting net translation adjustment has been disclosed as Foreign Exchange Translation Reserve in Reserves and Surplus. The same is in compliance with Accounting Standard 11 issued by the Institute of Chartered Accountants of India on "The Effects of Changes in Foreign Exchange Rates".

#### 1.2 Use of estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities as on the date of the financial statements. Actual results could differ from the estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

#### 1.3 Current/non-current classification

All assets and liabilities are classified into current and non-current.

##### Assets

An asset is classified as current when it satisfies any of the following criteria:

- a. It is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is expected to be realized within 12 months after the reporting date; or
- d. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.  
All other assets are classified as non-current.



# Edelweiss Investment Advisors Private Limited

## Notes to the financial statements for the year ended 31 March 2015 (continued)

(Currency: Indian Rupees)

### 1. Significant accounting policies (Continued)

#### 1.3 Current/non-current classification (Continued)

##### Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- a. It is expected to be settled in the company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is due to be settled within 12 months after the reporting date; or
- d. The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

#### 1.4 Revenue recognition

Revenue is recognised on accrual basis of accounting.

#### 1.5 Fixed asset and depreciation

Fixed assets are stated at cost less accumulated depreciation. The cost of fixed assets comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Depreciation is computed utilising the straight-line method to write off the cost of these assets over their estimated useful lives as follows:

Class of asset	Life of asset
Office equipments	3 years

#### 1.6 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired based on internal/external factors. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of the depreciable historical cost.

#### 1.7 Taxation

Tax expenses comprises of current tax (i.e. amount of tax for the period determined in accordance with the applicable income-tax law), deferred tax charge or credit (reflecting the tax effect of timing differences between accounting income and taxable income for the period).

##### Income tax

Provision for income tax is recognised based on estimated tax liability computed after adjusting for allowances, disallowances and exemptions in accordance with the tax laws applicable.

