

## DIRECTORS' REPORT

To  
The Members,

The Directors of your Company are pleased to present the Seventh Annual Report together with the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020.

### 1. FINANCIAL HIGHLIGHTS

The working results of the Company for the year under review are as under:

		(Rupees in Crores)	
		<b>Year ended 31.03.2020</b>	<b>Year ended 31.03.2019</b>
<b>(A)</b>	<b>PROFITABILITY</b>		
1	Gross Total Revenue	294.77	320.59
2	Total Expenses	402.10	397.06
3	Exceptional/Extra-ordinary items	-	-
4	Profit / (Loss) before Tax	(107.33)	(76.47)
5	Profit/ (Loss) after Tax	(107.33)	(76.47)
<b>6</b>	<b>Total Comprehensive Income</b>	<b>(107.55)</b>	<b>(76.44)</b>
<b>(B)</b>	<b>ASSETS &amp; LIABILITIES</b>		
1	Non Current Assets	843.15	899.74
2	Current Assets	64.36	60.51
<b>3</b>	<b>Total Assets (1+2)</b>	<b>907.51</b>	<b>960.25</b>
4	Equity Share Capital	427.50	427.50
5	Other Equity	(463.61)	(356.06)
6	Non Current Liabilities	6.56	522.26
7	Current Liabilities	937.06	366.55
<b>8</b>	<b>Total Equity &amp; Liabilities (4+5+6+7)</b>	<b>907.51</b>	<b>960.25</b>

### 2. OPERATIONAL PERFORMANCE

During the Financial year 2019-20, the revenue of the Company was Rs. 294.77 Crores which was lower by 8.05% as compared to the previous year. The Company has incurred losses of Rs. 107.55 Crores. COVID-19 and Lockdown has affected the operations and cash flow of the Company.

#### COVID-19 AND ITS IMPACT

COVID-19 pandemic has affected the world and the Company is no exception. The COVID-19 outbreak has developed rapidly in 2020, with a significant number of infections. Measures taken by the Indian Government to contain the virus have affected economic activity. While

many sectors are under pressure due to the spread of corona virus, the Health sector is not an exception.

Measures taken by various governments to contain the virus have affected economic activity. The Company has taken a number of measures to monitor and prevent the effects of the COVID-19 virus such as safety and health measures for our employees (like social distancing and working from home to non-medical staff) and securing the supply of medicines, medical equipments that are essential. At this stage, the impact on the business and results is limited. The Company will continue to follow the various national institutes' policies and advice and in parallel will do utmost to continue its operations in the best and safest way possible without jeopardizing the health of Company's employees.

In India, due to lockdown, major impact on the Company are as under:

1. Reduction in the number of OPDs, surgeries, etc. due to the decline in travelling of National and International patients.
2. Delay in payments / medical claims by Insurance companies.
3. Reduction in the occupancy of different wards.
4. Decline in cash credits for procurement of medicines and life saving drugs.

In this pandemic situation, the Company has made contribution by creation of special / quarantine wards for COVID-19 patients at Jaypee Hospital, Noida, Anoopshahr and Chitta.

The Company is hopeful that since now the Government has allowed the movement of people, the revenue of the hospital will increase in view of commencement of OPDs, surgeries, etc.

Except as disclosed elsewhere in this Report, no material changes and commitments have occurred after the end of the Financial Year 2019-20, till the date of this Report, which may affect the financial position of the Company.

### **3. DIVIDEND**

Your Directors express their inability to recommend any dividend for the Financial Year 2019-20 due to non-availability of profits.

### **4. RESERVES**

During the year under review no amount has been transferred to reserves due to non-availability of profits.

## **5. SHARE CAPITAL**

During the year under review, there was no change in Authorized and Paid-up Share Capital of the Company. As at 31<sup>st</sup> March, 2020, the Authorized Share Capital is Rs. 600,00,00,000/- (Rupees Six Hundred Crore) divided into 60,00,00,000 (Sixty Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.

Paid-up Equity Share Capital of the Company is Rs. 427,50,00,000/- (Four Hundred Twenty Seven Crore and Fifty Lakhs) divided into 42,75,00,000 (Forty Two Crore and Seventy Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

## **6. SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATE COMPANIES**

The Company does not have any Subsidiary Companies within the meaning of Section 2(87) of the Companies Act, 2013, Associate Company in terms of Section 2(6) of the Companies Act, 2013 and also does not have any Joint Venture Company.

## **7. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In terms of provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri Sunil Kumar Sharma, Director of the Company, would retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

During the year under review, the term of appointment of Shri Sham Lal Mohan as an Independent Director of the Company completed on 27<sup>th</sup> March, 2020 and the following changes occurred in the offices of KMP's of the Company:

<b>Sl. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Date of Appointment</b>	<b>Date of Resignation</b>
1.	Ms. Disha Rajvanshi	Company Secretary	07.12.2018	11.05.2019
2.	Ms. Payal Guglani	Company Secretary	02.11.2019	-
3.	Shri Malyawant Passi	Chief Financial Officer	01.01.2017	11.11.2019

### **7.1 Performance Evaluation**

In terms of the provisions of the Companies Act, 2013, performance evaluation of the Board, its Committees and individual Directors was carried out by the Board of Directors on the criteria and framework adopted by the Board.

The Board of Directors evaluated the performance of the Board, as a whole and of its Committees after seeking inputs from the Directors and from the members of the Committee(s) respectively, on the composition and structure, effectiveness of processes, information and functioning, etc. Further, the Board (excluding the Director being evaluated) evaluated the performance of individual directors on criteria such as participation/contribution at the Board/Committee Meetings; general understanding of the Company's business dynamics etc. The Board noted that performance of the Directors and its Committees was good.

## **8. MEETINGS OF BOARD OF DIRECTORS**

The Board of Directors met five times during the Financial Year 2019-20 on 10<sup>th</sup> May, 2019, 26<sup>th</sup> July, 2019, 2<sup>nd</sup> November, 2019, 1<sup>st</sup> January, 2020 and 7<sup>th</sup> February, 2020.

The intervening gap between the two Board Meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

## **9. COMMITTEES OF THE BOARD**

To provide detailed and necessary assistance in the Company's matters, the Board has constituted committees. The Board has defined a set of guidelines and an established framework for conducting the meetings of the said Committees. These guidelines seek to systematize the decision making process at the meetings in an informed and efficient manner.

### **I. Audit Committee**

#### **A. Constitution**

The constitution of the Audit Committee is in conformance with the requirements of Section 177 of the Act. All the members of the Committee have adequate knowledge of financial and accounting matters. The Company Secretary acts as the Secretary to the Audit Committee

The Audit Committee of the Board of Directors met four times during the Financial Year 2019-20 on 10<sup>th</sup> May, 2019, 26<sup>th</sup> July, 2019, 2<sup>nd</sup> November, 2019 and 7<sup>th</sup> February, 2020.

The Constitution of the Audit Committee is as under:

<b>Name of Members</b>	<b>Designation ( Chairman/ Member)</b>
Shri S.L. Mohan*	Chairman
Shri Sunny Gaur	Member
Smt. Rekha Dixit	Member
Shri Sunil Kumar Sharma**	Chairman

- \* Shri Sham Lal Mohan ceased to be Director of the Company w.e.f. 27<sup>th</sup> March, 2020 and hence, Chairman of the Committee with effect from the said date.
- \*\* Shri Sunil Kumar Sharma has been appointed as chairman of Audit Committee w.e.f. 20th May, 2020

## **B. Terms of Reference**

Role of the Audit Committee, inter alia, includes the following:

- i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:
  - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.
  - c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Disclosure of any Related Party Transactions.
  - f) Qualifications in the draft audit report.
- v. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- vi. Review and monitor the auditor's independence and performance and effectiveness of audit process;
- vii. Examination of Financial Statements and the Auditors' Report thereon;
- viii. Approval any subsequent modification of transactions of the company with related parties;
- ix. Scrutiny of inter-corporate loans and investments;
- x. Valuation of undertakings or assets of the company, wherever it is necessary;
- xi. Evaluation of internal financial controls and risk management systems;
- xii. Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
- xiii. Formulating the scope, functioning, periodicity and methodology for conducting the internal audit;

- xiv. Discussion with internal auditors of any significant findings and follow-up thereon;
- xv. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- xvi. Reviewing the following information:
  - a) Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by management;
  - b) Internal audit reports relating to internal control weaknesses; and
- xvii. Carrying out any other function as mentioned in terms of reference of the audit committee.

## **II. Nomination and Remuneration Committee**

### **A. Constitution**

The constitution of the Nomination and Remuneration Committee is in conformance with the requirements of Section 178 of the Act.

During the Financial Year 2019-20, the Committee met two times on 10<sup>th</sup> May, 2019, and 2<sup>nd</sup> November, 2019.

The constitution of the Nomination and Remuneration Committee is as under:

<b>Name of Members</b>	<b>Designation ( Chairman/ Member)</b>
Shri S.L. Mohan*	Chairman
Shri Sunil Kumar Sharma	Member
Shri G.P. Gaur	Member
Shri Sunil Kumar Sharma**	Chairman
Shri Sunny Gaur***	Member

\* Shri Sham Lal Mohan ceased to be Director of the Company w.e.f. 27<sup>th</sup> March, 2020 and hence, Chairman of the Committee with effect from the said date.

\*\* Shri Sunil Kumar Sharma was appointed as Chairman of Nomination and Remuneration Committee w.e.f. 20<sup>th</sup> May, 2020

\*\*\* Shri Sunny Gaur was appointed as Member of Nomination and Remuneration Committee w.e.f. 20<sup>th</sup> May, 2020

### **B. Terms of Reference**

Role of the Nomination and Remuneration Committee, inter alia, includes the following:

- i. Identify persons who are qualified to become directors or senior management employees and recommend to the Board their appointment/ removal;

- ii. Evaluate every Director's performance;
- iii. Formulate criteria for determining qualifications, positive attributes and independence of a Director;
- iv. Recommend to the Board a policy relating to remuneration for the Directors, KMPs & other employees;
- v. To approve the extension or continuation of terms of appointment of Independent Directors on the basis of their performance evaluation;
- vi. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
- vii. Chairman of the Committee or any member authorised by him to attend all General Meetings of the Company;
- viii. To perform such other functions as may be necessary or appropriate for the performance of its duties.

### **C. Nomination & Remuneration Policy**

In terms of Section 178(3) of the Companies Act, 2013 read with Rules framed thereunder, the Board, on recommendation of Nomination and Remuneration Committee, adopted a Nomination & Remuneration Policy which, inter-alia, enumerates Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters as provided therein. The said 'Nomination and Remuneration Policy' is annexed herewith as **Annexure-I** to this Report.

## **III. Finance Committee**

### **A. Constitution**

The constitution of the Finance Committee is as under:

<b>Name of Members</b>	<b>Designation ( Chairman/ Member)</b>
Smt. Rekha Dixit	Chairperson
Shri Sunny Gaur	Member
Shri S.L. Mohan*	Member
Shri Gyan Prakash Gaur**	Member

\* Shri Sham Lal Mohan ceased to be Director of the Company w.e.f. 27<sup>th</sup> March, 2020 and hence, Member of the Committee with effect from the said date.

\*\* Shri Gyan Prakash Gaur was appointed as Member of Finance Committee w.e.f. 20<sup>th</sup> May, 2020

### **B. Role**

Role of the Finance Committee, inter-alia, includes to facilitate the availing of funds requirement from Banks/Financial Institutions/Companies/other persons/firms and body corporate within

the overall limit sanctioned by the Shareholders. No meeting of the Finance Committee has taken place during the year.

#### **10. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- a) in the preparation of the Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 and the profit and loss of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Accounts on a 'going concern' basis;
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively and the same are being strengthened on continuous basis from time to time.

#### **11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, your Company has not given any loans, guarantees or provided any security or made any investment in terms of the provisions of Section 186 of the Companies Act, 2013.

#### **12. RELATED PARTY TRANSACTIONS**

The Audit Committee and the Board of Directors have approved the Related Party Transactions Policy and all the related party transactions have been entered in accordance thereof and were in the ordinary course of business and at arm's length. Form AOC- 2, pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is annexed as **Annexure-II** to this Report.



Disclosure of transactions with related parties for which omnibus approval was granted and which are required to be disclosed in terms of IndAS 24 is set out in Note No. 36 of the Financial Statements.

### 13. AUDITORS' AND AUDITORS' REPORT

#### I. Statutory Auditors

M/s Awatar & Co., Chartered Accountants (Firm Registration No. 000726N), were appointed as per the provisions of section 139 of the Companies Act, 2013 and Rules made thereunder, as Statutory Auditors at the 2<sup>nd</sup> Annual General Meeting of the Company for a period of five consecutive years. Their tenure is upto the date of ensuing Annual General Meeting. The Board has, subject to the approval of Shareholders in their 7<sup>th</sup> AGM, appointed M/s Dass Gupta & Associates, Chartered Accountants (Firm Registration No. 000112N) as Statutory Auditors of the Company for a period of five year i.e. till the conclusion of the 12<sup>th</sup> AGM to be held in the year 2025. In this regard, the Company has received their consent and a certificate from the auditors, certifying that they fulfill the criteria prescribed under Companies Act, 2013.

The Auditors' Report on financial statements for the Financial Year ended 31<sup>st</sup> March, 2020, contained the following remarks calling for information / explanation from the Directors in terms of Section 134(3) (f) of the Companies Act, 2013:

*"The remuneration paid by the Company to its director during the current year is in accordance with the provisions of Section 197 of the act but the approval of the bank is under process."*

*"Following undisputed statutory dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they became payable:*

Particulars		Month/Period	Amount (Rs.)
1	Tax Deducted at Source under various sections of Income Tax Act, 1961:-		
a)	Contractor (94C)	July, 2019 to September, 2019	11,19,543
b)	Rent (94I)	July, 2019 to September, 2019	2,61,040
c)	Consultancy & Professional Services (94J)	July, 2019 to September, 2019	2,60,33,872

*"The Company has defaulted in repayment of interest on loans availed from various banks as per the details given below:*

<i>Nature of borrowing, including debt securities</i>	<i>Name of Lender</i>	<i>Amount not paid on due date</i>	<i>Principal or Interest</i>	<i>No. of days delay or unpaid</i>	<i>Auditors remarks</i>
Term Loan	South Indian Bank (taken over by ARCIL)	23,94,42,537	Principal	336	Still in default
Term Loan	Oriental Bank of Commerce	48,17,11,922	Principal	425	Still in default
Term Loan	Union Bank of India	72,75,00,000	Principal	425	Still in default
Term Loan	Vijaya Bank	48,48,83,266	Principal	425	Still in default
Term Loan	Exim Bank	47,58,35,528	Principal	336	Still in default
Term Loan	Yes Bank	303,24,47,946	Principal	244	Still in default
Working Capital Loan	Yes Bank	48,86,39,483	Principal	152	Still in default
Term Loan	South Indian Bank (taken over by ARCIL)	3,34,13,765	Interest	336	Still in default
Term Loan	Oriental Bank of Commerce	5,70,75,731	Interest	305	Still in default
Term Loan	Union Bank of India	7,55,87,979	Interest	305	Still in default
Term Loan	Vijaya Bank	4,67,12,134	Interest	275	Still in default
Term Loan	Exim Bank	6,02,94,642	Interest	366	Still in default
Term Loan	Yes Bank	37,72,42,149	Interest	425	Still in default
Working Capital Loan	Yes Bank	2,18,32,726	Interest	122	Still in default

**The Board's explanations with respect to above matters:**

**Remuneration paid to its Whole-time Director:** In terms of provisions of Section 197 read with Schedule V of the Companies Act, 2013 approval of Yes Bank Limited has been received for payment of remuneration to Smt. Rekha Dixit for the Financial Year 2018-19, 2019-20 and 2020-21 (upto 30<sup>th</sup> June, 2020).

**Outstanding dues of TDS:** The amount has already been processed but not paid due to non-receipt of refunds from the Government. Rs. 5.27 crores towards income tax refund and Rs. 3.18 crores towards Export Incentive Benefit were under recovery from Income Tax Authority and the Directorate General of Foreign Trade respectively. TDS dues would be paid immediately after the recovery of the abovementioned amount

**Loan availed from Banks :** The Company has made a request to Lenders for Restructuring of Debt and a meeting in respect of same was held on 8<sup>th</sup> August, 2019 with all the lenders. Their decision on Restructuring of Company's Debt is still pending.

During the year under Report, no frauds were reported by the Auditors under second proviso to Section 143 (12) of the Companies Act, 2013.

## **II. Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Anjali Yadav & Associates, Practicing Company Secretary, were appointed as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year ended on 31<sup>st</sup> March, 2020 as required under Section 204 of the Companies Act, 2013 and Rules made thereunder.

The Secretarial Audit Report for the Financial Year ended 31st March, 2020 is enclosed herewith as **ANNEXURE-III** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

## **III. Cost Auditors**

The Board of Directors, on the recommendation made by the Audit Committee at its meeting held on 20<sup>th</sup> May, 2020, have approved the appointment of M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239), as the Cost Auditors of the Company to conduct audit of the cost records for the Financial Year 2020-21 as required under Section 148(3) of the Companies Act, 2013 and the Rule 14 of the Companies (Audit and Auditors) Rules, 2014.

The Company has received the consent from M/s Chandra Wadhwa & Co., to act as the Cost Auditors for the conducting audit of the cost records for the Financial Year 2020-21 along with a certificate certifying their independence and arm's length relationship with the Company. Pursuant to Rule 14 of the Companies (Audit and Auditors) Rule, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the shareholders at the ensuing AGM and has been included in the Notice of the Seventh Annual General Meeting of the Company.

## **14. INTERNAL FINANCIAL CONTROL**

The Company has in place an adequate internal financial control system over financial reporting and such internal financial controls were operating effectively during the year under review, for ensuring orderly and efficient conduct of the business of the Company in all material respects.

## **15. RISK MANAGEMENT**

The Company is a wholly owned subsidiary of Jaypee Infratech Limited (JIL) that was undergoing Corporate Insolvency Resolution Process ("CIRP") in terms of the provisions of the Insolvency & Bankruptcy Code, 2016 ("IBC") vide order dated 09.08.2017 and 14.08.2018 passed by the Hon'ble National Company Law Tribunal ("NCLT") Allahabad read with order dated 09.08.2018 passed by the Hon'ble Supreme Court of India in Writ Petition (Civil) No. 744/2017 and order dated 06.11.2019 passed by the Hon'ble Supreme Court of India in the matter of Jaiprakash Associates Limited &

Anr. Vs IDBI Bank Limited & Anr. (Civil Appeal bearing Diary No 27229 of 2019 and Civil Appeal No. 6486 of 2019)

In terms of Hon'ble Supreme Court order dated 06.11.2019, the Committee of Creditor ("CoC") approved the Resolution Plan of NBCC India Limited ("NBCC") on 17.12.2019. The approved resolution was filed with Adjudicating Authority for its approval. The Hon'ble NCLT, Principal Bench (Delhi) vide its order dated 03.03.2020 approved the Resolution Plan of NBCC with certain modifications.

The successful Resolution Applicant (NBCC) preferred to file an appeal before the Hon'ble National Company Law Appellate Tribunal ("NCLAT") against the Hon'ble NCLT order dated 03.03.2020 against certain modifications made to its Resolution Plan.

Hon'ble NCLAT heard the appeal by NBCC on 22.04.2020 and issued notices to all the respondents and also passed following interim directions:

*"Meanwhile, till further orders, the approved 'Resolution Plan' may be implemented subject to outcome of this Appeal"*

Therefore, based on the above facts, the Board of your Company anticipates the risks associated with the outcome of the said appeal.

There are no other risks which is in the opinion of the Board threaten your Company as a going concern.

The Company has put in place a mechanism to identify, assess, monitor and mitigate various risks associated with the business. Risks are analyzed and corrective actions are taken for managing/mitigating them. Major risks identified are systematically discussed at the meeting of the Audit Committee and Board of Directors of the Company has formally framed the Risk Management Policy to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policies and procedures.

## **16. FIXED DEPOSITS**

The Company has neither invited, nor accepted or renewed any fixed deposit during the period under Report in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014.

## **17. VIGIL MECHANISM**

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees has been established to report their genuine concerns. The Vigil Mechanism Policy provides a mechanism for directors and employees of the Company to approach Vigilance Officer/Chairman of the Audit Committee including but not limited to events like breach of Company's code of conduct, business integrity & ethics, wilful negligence, fraud or any other malpractices.

**18. CORPORATE SOCIAL RESPONSIBILITY**

Since the Company does not fall within the ambit of the provision of Section 135 of the Companies Act, 2013, the Company is not required to formulate a policy on Corporate Social Responsibility during the year under review.

**19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo, as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is enclosed as **ANNEXURE-IV** to this Report.

**20. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARDS**

The applicable Secretarial Standard i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively have been duly complied by your Company.

**21. EXTRACTS OF THE ANNUAL RETURN**

As provided under Section 134(3)(a) of the Companies Act, 2013, the extract of Annual Return for the Financial Year ended 31st March, 2020, is mentioned in **Annexure – V** in the prescribed Form MGT-9.

**22. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing names and other particulars of the employees drawing remuneration in excess of the prescribed limit is enclosed as **Annexure-VI** to this Report.

**23. DISCLOSURE UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

An Internal Complaints Committee (ICC) has been set up by the Company to redress complaints received regarding sexual harassment. No such complaints were received from any employee during the year under review.

**24. GENERAL**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items entered during the year under review:

- A. Issue of equity shares with differential rights as to dividend, voting or otherwise.

- B. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- C. The Company has not purchased its own shares.
- D. No significant or material orders were passed by the Regulators or Courts or Tribunals which would impact the going concern status and Company's operations in future.
- E. No frauds were reported to the Audit Committee/Board of directors.

## **25. ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Financial Institutions, Banks, Government authorities, Customers, Vendors and Members during the year under review. Your Directors also wish to place on record their deep appreciation for the committed efforts made by the Company's executives, staff and workers.

**For and on behalf of the Board of Directors**

**Place: Noida**

**Date: 20<sup>th</sup> May, 2020**



**(Manoj Gaur)  
(Chairman)**

**DIN: 00008480**

## ANNEXURES TO THE BOARDS' REPORT

### ANNEXURE- I

#### NOMINATION AND REMUNERATION POLICY

##### Introduction:

A transparent, fair and reasonable process for determining the appropriate remuneration at all levels of the Company is required to ensure that Shareholders remain informed and confident in the management of the Company. To harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013, as amended from time to time this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Committee and approved by the Board of Directors.

The objective and purpose of this policy are:

- i. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management, Key Managerial Personnel and other employees and to determine their remuneration.
- ii. To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- iii. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. In the context of the aforesaid criteria the following policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors at its meeting held on 31st January, 2015.

##### Definitions:

- i. **"Board"** means Board of Directors of the Company.
- ii. **"Directors"** means Directors of the Company.
- iii. **"Committee"** means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.
- iv. **"Company"** means **Jaypee Healthcare Limited**.
- v. **"Independent Director"** means a Director referred to in Section 149 (6) of the Companies Act, 2013.
- vi. **"Key Managerial Personnel"** (KMP) means -
  - a. Chief Executive Officer or Managing Director;
  - b. Whole-time Director;
  - c. Chief Financial Officer;
  - d. Company Secretary;

- e. Such other officers as may be prescribed under the applicable statutory provisions/ regulations.
- vii. "**Senior Management**" means personnel of the company who are members of its core management team excluding Board of Directors comprising all member of management one level below the executive directors, including the functional heads. Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to then therein.

**Applicability:**

The Policy is applicable to:

- i. Directors (Executive and Non Executive)
- ii. Key Managerial Personnel
- iii. Senior Management Personnel
- iv. Other employees

**General:**

Part-A covers the matters to be dealt with and recommended by the Committee to the Board.

Part-B covers the appointment and nomination and;

Part-C covers remuneration and perquisites etc.

The key features of this Company's Policy shall be included in the Board's Report.

**PART-A**

**MATTERS TO BE DEALT WITH, PERUSED AND RECOMMENDED TO THE BOARD BY THE NOMINATION AND REMUNERTAION COMMITTEE**

The Committee shall:

- i. Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- ii. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- iii. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.



## **PART-B**

### **POLICY RELATING TO APPOINTMENT AND REMOVAL OF DIRECTOR, KMP, SENIOR MANAGEMENT:**

#### **Appointment criteria and qualifications:**

- i. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at senior Management level and recommend to the Board his/her appointment.
- ii. A person should possess adequate qualifications, expertise and experiences for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the concerned position.
- iii. The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director who has not attained age of twenty one years and has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of the shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years. The person for the position of Director/Managing Director/whole-time Director should not be disqualified under Section 164 and 196 read with Schedule V of the Companies Act, 2013 and the rules made there under.

#### **Term/Tenure:**

##### **i. Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

##### **ii. Independent Director:**

- a) An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- b) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after the expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

- c) The Company will enter into a letter of engagement with Independent Directors. This letter of engagement will set out the terms and conditions of the engagement and the performance expectations for the role and remuneration package of that director. The said terms and conditions must be approved by the Board.
- d) At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a Listed Company.

**iii. Removal:**

Due to reasons of any disqualification mentioned in the Companies Act, 2013 rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

**iv. Retirement:**

The Director, KMP or Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP or Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**v. Training:**

The Company shall provide suitable training to Independent Directors to familiarize them with the company their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

## **PART-C**

### **POLICY RELATING TO THE REMUNERATION FOR THE MANAGING DIRECTOR, WHOLE-TIME DIRECTOR, KMP, SENIOR MANAGEMENT AND OTHER EMPLOYEES:**

**General:**

- i. The remuneration/compensation/commission etc. to the Managing director/Whole-time Director, KMP and Senior Management Personnel will be

determined by the Committee and recommended to the Board for approval. The remuneration/compensation/commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

- ii. The remuneration and commission to be paid to the Managing Director/Whole-time Director shall be in accordance with the percentage/slabs/conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013 and rules made thereunder.
- iii. Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managing Director/Whole-time Director.
- iv. Where any insurance is taken by the Company on behalf of its Managing Director/Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

**Remuneration to Managing Director/Whole-time Director, KMP and Senior Management Personnel:**

**i. Fixed Pay:**

The Managing director/Whole-time Director, KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendations of the Committee and approved by the Shareholders and Central Government, wherever required.

**ii. Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director/Whole-time Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

### **iii. Provisions for excess remuneration:**

If any Managing Director/Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

### **Remuneration to Non Executive/Independent Director:**

#### **i. Remuneration/Commission:**

The remuneration/commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made there under.

#### **ii. Sitting Fees:**

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One Lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time. The sitting fees for Independent Directors and Women Directors shall not be less than the sitting fee payable to other directors.

#### **iii. Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

### **Remuneration to other Employees:**

Other Employees of the company shall be paid remuneration as per the Company's HR policies. The breakup of the pay scale and quantum of perquisites including employer's contribution to PF, pension scheme, medical expenses, club fees etc. shall be as per the company's HR policy.

**ANNEXURE- II****FORM – AOC 2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

**A) Details of Contracts or Arrangements or Transactions not at Arm's Length Basis -**

<b>S.No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name(s) of the related party and nature of relationship	N.A.
b)	Nature of Contracts/Arrangements/ Transactions	N.A.
c)	Duration of the Contracts / Arrangements/ Transactions	N.A.
d)	Salient terms of the Contracts or Arrangements or Transactions including the value, if any	N.A.
e)	Justification for entering into such Contracts or Arrangements or Transactions	N.A.
f)	Date(s) of approval by the Board	N.A.
g)	Amount paid as advances, if any:	N.A.
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	N.A.

**B) Details of Material Contracts or Arrangement or Transactions at Arm's Length Basis –**

<b>S.No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name(s) of the related party and nature of relationship	N.A.
b)	Nature of Contracts/Arrangements/Transactions	N.A.
c)	Duration of the Contracts / Arrangements / Transactions	N.A.
d)	Salient terms of the Contracts or Arrangements or Transactions including the value, if any:	N.A.
e)	Date(s) of approval by the Board, if any:	N.A.
f)	Amount paid as advances, if any:	N.A.

**For and on behalf of the Board of Directors**

**Place: Noida**  
**Date: 20<sup>th</sup> May, 2020**

  
**(Manoj Gaur)**  
**(Chairman)**  
**DIN: 00008480**

## **ANNEXURE- IV**

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company had focused on several initiatives aimed at achieving the twin objectives of reducing costs and being environment friendly. Efforts have also been made towards technology absorption, adaptation & innovation.

#### **A. Conservation of Energy:**

- a) The building orientation has been designed in a manner that helps to maximize use of day light and to reduce heat gain in order to reduce Energy Consumption. The Glass used in façade is double glazed and is energy efficient-Low emissivity type which helps in reducing solar heat gain coefficient while improving the visibility. Roof glazing has been provided for the internal area of the top three floors so as to receive daylight and reduce lighting load.
- b) Energy efficient Chillers and Pumps have been installed to reduce energy consumption. Variable Frequency Drives (VFDs) have been used in Chillers, critical AHUs and pumps to reduce energy usage. The Chillers have environment friendly R134 a refrigerant to minimize depletion of Ozone Layer. The AHUs are monitored and controlled through Building Management System resulting in reduction in load on Chiller and also its running time. Variable Air Volume (VAVs) devices have been used in some AHUs.
- c) LED lamps and lighting have been installed across the building and the Lighting Power Density of around 0.35 watt/sqft much below the Industry standard. Timer based system has been installed to control operation of street lighting & signage in a phased manner.
- d) Automatic Power Factor Control panels (APFC) have been installed to maintain power factor close to unity.
- e) Solar water heating system has been installed on the terrace resulting in reduction of energy required for hot water and steam requirements.
- f) Provision has been made to reduce consumption of water by utilizing treated waste water through STP for irrigation, for flushing and for making up for Cooling Tower water requirements.

- g) Rain Water Harvesting Pits have been provided to conserve rain water and improve the water table.
- h) Boilers can be run on Natural Gas to reduce stack emission.
- i) Pneumatic Tube System has been installed to transfer samples, reports and medicines from patient areas to lab, pharmacy, nursing stations etc. thus reducing the usages of man power movement and lifts.

## **B. Technology Absorption:**

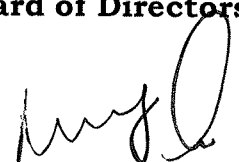
The Company continues to use latest technologies for improving the productivity and quality of its services and products.

## **C. Foreign Exchange Earnings and Outgo:**

(In Rs.)			
Sl. No.	Particulars	F.Y. 2019-20	F.Y. 2018-2019
a.	Foreign Exchange Earnings	339,401,066	*505483515
b.	Value of Import of Capital goods (C.I.F. Value)	-	-
c.	Expenditure in Foreign Currency	10,15,805	20,08,745

\*On the basis of collection of subsequent information, earning in foreign currency relating to year ended 31<sup>st</sup> March, 2019 has been reworked from Rs. 26,57,82,976/- to Rs. 50,54,83,515/-

**For and on behalf of the Board of Directors**



**(Manoj Gaur)**  
**(Chairman)**

**DIN: 00008480**

**Place: Noida**

**Date: 20<sup>th</sup> May, 2020**



**FORM MGT-9  
EXTRACT OF ANNUAL RETURN**

(As on the Financial Year ended on 31.03.2020)  
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

i)	CIN	U85191UP2012PLC053358
ii)	Registration Date	30.10.2012
iii)	Name of the Company	Jaypee Healthcare Limited
iv)	Category/ Sub-Category of the Company	Public Limited Company
v)	Address of the Registered office and contact details	Sector – 128, Noida- 201304, U.P
vi)	Whether Listed Company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Alankit Assignments Limited Alankit House, 2E/21, Jhandewalan Extension, New Delhi- 110055 Tel. No.:011-42541234, 23541234 Fax No.:011-42541967 E-mail: info@alankit.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

S.No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1.	Healthcare services	85110/Hospital Activities	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No.	Name and Address of the Company	CIN	Holding / Subsidiary /Associate	% of shares held	Applicable Section
1	Jaypee Infratech Limited Sector-128, Noida - 201304 U.P	L45203UP2007PLC033119	Holding Company	100%	2 (46)

IV. SHAREHOLDING PATTERN (Equity Share capital breakup as percentage of Total Equity)										
(i) Category - Wise Share Holding										
CATEGORY CODE	CATEGORY OF SHAREHOLDERS	NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR AS ON 01/04/2019				NO. OF SHARES HELD AT THE END OF THE YEAR AS ON 31/03/2020				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
<b>(A)</b>	<b>PROMOTERS</b>									
<b>(1)</b>	<b>INDIAN</b>									
(a)	Individual / HUF	-	600	600	0.00015	-	600	600	0.00015	NIL
(b)	Central Government	-	-	-	-	-	-	-	-	-
(c)	State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	329500000	97999400	427499400	99.99985	329500000	97999400	427499400	99.99985	NIL
(e)	Banks/Financial Institutions	-	-	-	-	-	-	-	-	-
(f)	Any Other	-	-	-	-	-	-	-	-	-
	<b>Sub-Total A(1)</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>0.00000</b>
<b>(2)</b>	<b>FOREIGN</b>									
(a)	NRIs- Individuals	-	-	-	-	-	-	-	-	-
(b)	Other- Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(d)	Banks/Financial Institutions	-	-	-	-	-	-	-	-	-
(e)	Any other	-	-	-	-	-	-	-	-	-
	<b>Sub-Total A(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total A=A(1)+A(2)</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>0.00000</b>

<b>(B)</b>	<b>PUBLIC SHAREHOLDING</b>									
<b>(1)</b>	<b>INSTITUTIONS</b>									
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-
(b)	Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
(c)	Central Government	-	-	-	-	-	-	-	-	-
(d)	State Government(s)	-	-	-	-	-	-	-	-	-
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)	Insurance Companies	-	-	-	-	-	-	-	-	-
(g)	Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
(h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Others	-	-	-	-	-	-	-	-	-
	<b>Sub-Total B(1)</b>	-	-	-	-	-	-	-	-	-
<b>(2)</b>	<b>NON-INSTITUTIONS</b>									
(a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
	(i) Indian	-	-	-	-	-	-	-	-	-
	(ii) Overseas	-	-	-	-	-	-	-	-	-
(b)	Individuals	-	-	-	-	-	-	-	-	-
	(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
	(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
(c)	Others	-	-	-	-	-	-	-	-	-
	<b>Sub-Total B(2)</b>	-	-	-	-	-	-	-	-	-
	<b>Total B=B(1)+B(2)</b>	-	-	-	-	-	-	-	-	-
<b>(C)</b>	Shares held by custodian for ADRs & GDRs	-	-	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A+B+C)</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>329500000</b>	<b>98000000</b>	<b>427500000</b>	<b>100.00</b>	<b>0.00000</b>

#### IV. SHAREHOLDING PATTERN (Equity Share capital breakup as percentage of Total Equity)

##### (ii) Shareholding of Promoters

SL. NO.	SHAREHOLDERS' NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR AS ON 01.04.2019			SHAREHOLDING AT THE END OF THE YEAR AS ON 31.03.2020			% CHANGE DURING THE YEAR
		No. of Shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	No. of Shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
	<b>A. Body Corporate</b>							
1	Jaypee Infratech Limited	427499400	99.99985	63.65	427499400	99.99985	63.65	-
	<b>B. Individuals</b>							
2	Mr. Manoj Gaur*	100	0.00003	-	100	0.00003	-	-
3	Mr. Sunil Kumar Sharma*	100	0.00003	-	100	0.00003	-	-
4	Mr. Suren Jain*	100	0.00003	-	100	0.00003	-	-
5	Mr. Sunny Gaur*	100	0.00003	-	100	0.00003	-	-
6	Mrs. Rekha Dixit*	100	0.00003	-	100	0.00003	-	-
7	Mr. Sachin Gaur*	100	0.00003	-	100	0.00003	-	-
	<b>TOTAL (A+B)</b>	427500000	100	63.65	<b>427500000</b>	<b>100</b>	<b>63.65</b>	-

\* Beneficiary owner is Jaypee Infratech Limited.

**IV. SHAREHOLDING PATTERN (Equity Share capital breakup as percentage of Total Equity)**

**(iii) Change in Promoters' Shareholding**

SL. NO.	SHAREHOLDERS' NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR AS ON 01.04.2019		CUMULATIVE SHAREHOLDING DURING THE YEAR 2019-20	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
Jaypee Infratech Limited along with 6 individual beneficial interest of shares held by JIL					
1	At the beginning of the year	427500000	100	427500000	100
2	Date wise Increase/Decrease in Promoters shareholding during the year specifying the reasons for increase/decrease (e.g. allotment /transfer/bonus /sweat equity etc.)	No Change		No Change	
3	At the end of the year	427500000	100	427500000	100

<b>IV. SHAREHOLDING PATTERN (Equity Share capital breakup as percentage of Total Equity)</b>					
<b>(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and holders of GDRs and ADRs)</b>					
<b>Sl. No</b>	<b>For each of the Top 10 Shareholders</b>	<b>Shareholding at the beginning of the Year</b>		<b>Cumulative Shareholding during the year</b>	
		<b>No. of Shares</b>	<b>% of total shares of the Company</b>	<b>No. of Shares</b>	<b>% of total shares of the Company</b>
	At the beginning of the Year				
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase/ decrease	Not Applicable			
	At the end of the year				

**(v) Shareholding of Directors and Key Managerial Personnel**

<b>Sl. No</b>	<b>For each of the Directors and KMP</b>	<b>Shareholding at the beginning of the Year</b>		<b>Cumulative Shareholding during the year</b>	
		<b>No. of Shares</b>	<b>% of total shares of the Company</b>	<b>No. of Shares</b>	<b>% of total shares of the Company</b>
1	Shri Manoj Gaur, Chairman	100*	0.00004	100*	0.00003
2	Shri Sunil Kumar Sharma, Director	100*	0.00003	100*	0.00003
3	Smt. Rekha Dixit, Whole-time Director	100*	0.00003	100*	0.00003
4	Shri Sunny Gaur, Director	100*	0.00003	100*	0.00003
5	Shri Sham Lal Mohan, Independent Director	Nil	0.0000	Nil	0.0000
6	Shri Gyan Prakash Gaur, Independent Director	Nil	0.0000	Nil	0.0000
7	Shri Malyawant Passi, CFO	Nil	0.0000	Nil	0.0000
8.	Ms. Disha Rajvanshi, Company Secretary	Nil	0.0000	Nil	0.0000
9.	Ms. Payal Guglani, Company Secretary	Nil	0.0000	Nil	0.0000

\* Beneficiary owner is Jaypee Infratech Limited.

<b>V) INDEBTEDNESS</b>				
<b>Indebtedness of the Company including interest outstanding/accrued but not due for payment</b>				
<b>(in lakhs)</b>				
	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year i.e. 01.04.2019</b>				
i) Principal Amount	53,007			53,007
ii) Interest due but not paid	1,002	-	-	1,002
iii) Interest accrued but not due	506	-	-	506
<b>Total (i+ii+iii)</b>	<b>54,515</b>			<b>54,515</b>
<b>Change in Indebtedness during the financial year (2019-20)</b>				
<b>Addition</b>	1,796	-	-	1,796
<b>Reduction :-</b>	-	-	-	
<b>Principal Repayment</b>	(385)			(385)
<b>Net Change</b>	<b>1,411</b>			<b>1,411</b>
<b>Indebtedness at the end of the financial year i.e. 31.03.2020</b>				
i)Principal Amount	54,418			54,418
ii) Interest due but not paid	6,088	-	-	6,088
iii) Interest accrued but not due	634	-	-	634
<b>Total (i+ii+iii)</b>	<b>61,140</b>			<b>61,140</b>

## VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(In Rs. p.a.)

<b>A. Remuneration to Managing Director, Whole-time Directors and/or Manager:</b>				
<b>S. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/Manager</b>		<b>Total</b>
		<b>Shri Sunny Gaur, Managing Director</b>	<b>Smt. Rekha Dixit*, (Whole-time Director)</b>	
	Gross salary		1,59,30,531	1,59,30,531
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<b>N.A.</b>	-	-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961		-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961		-	-
2	Stock Option		-	-
3	Sweat Equity		-	-
4	Commission		-	-
	- as % of profit		-	-
	- others, specify...		-	-
5	Others, please specify		-	-
	<b>Total (A)</b>		<b>1,59,30,531 *</b>	<b>1,59,30,531</b>
	Ceiling as per the Act	-	-	-

\* Out of Rs.1,59,30,531/- outstanding amount of remuneration is Rs. 60,51,896/-. In terms of provisions of Section 197 read with Schedule V of the Companies Act, 2013 approval of Yes Bank has already been received for payment of remuneration to Smt. Rekha Dixit, Whole-time Director.



(In Rs.)

<b>B. Remuneration to other Directors</b>							
<b>S. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of Directors</b>					<b>Total</b>
		<b>Shri Sham Lal Mohan</b>	<b>Shri Manoj Gaur</b>	<b>Shri Sunny Gaur</b>	<b>Shri Sunil Kumar Sharma</b>	<b>Shri Gyan Prakash Gaur</b>	
1	(a) Fee for attending Board / Committee Meetings by Independent Directors	1,10,000/-	0	0	0	0	1,10,000/-
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	<b>Total (1)</b>	<b>1,10,000/-</b>					<b>1,10,000/-</b>
2	(a) Fee for attending Board / Committee Meetings by Non-Executive Directors	0	40,000/-	70,000/-	20,000/-	70,000/-	2,00,000/-
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	<b>Total (2)</b>	<b>0</b>	<b>40,000/-</b>	<b>70,000/-</b>	<b>20,000/-</b>	<b>70,000/-</b>	<b>2,00,000/-</b>
	<b>Total (B) = (1+2)</b>	<b>1,10,000/-</b>	<b>40,000/-</b>	<b>70,000/-</b>	<b>20,000/-</b>	<b>70,000/-</b>	<b>3,10,000/-</b>
	<b>Total Managerial Remuneration (A+B)</b>						
	<b>Overall Ceiling as per the Act</b>	Sitting fee payable to a Director shall not exceed Rs. 1,00,000/- per meeting					

(In Rs. P.A.)

<b>C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD</b>					
<b>S. No.</b>	<b>Particulars of Remuneration</b>	<b>Key Managerial Personnel</b>			
		<b>Chief Financial Officer</b>	<b>Company Secretary (CS) #</b>		
		<b>Shri Malyawant Passi</b>	<b>Ms. Disha Rajvanshi</b>	<b>Ms. Payal Guglani</b>	<b>Total Amount</b>
1	Gross salary	4,388,917	51,317	220,002	4,660,236
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	<b>4,388,917</b>	<b>51,317</b>	<b>220,002</b>	<b>4,660,236</b>

Note:

# Ms. Disha Rajvanshi resigned w.e.f 11.05.2019

# Ms. Payal Guglani has been appointed as a CS w.e.f. 02.11.2019

# Shri Malyawant Passi resigned w.e.f 11.11.2019.

**VII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT /Court]	Appeal made, if any (give details)
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
<b>B. Directors</b>					
Not Applicable					
Penalty					
Punishment					
Compounding					
<b>C. Other Officers in default</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place: Noida  
Date: 20<sup>th</sup> May, 2020

  
(Manoj Gaur)  
(Chairman)  
DIN: 00008480

**ANNEXURE - VI**

**STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**A) Name of top ten employees in terms of remuneration drawn during the Financial Year 2019-20:**

<b>S. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Remuneration</b>	<b>Qualification</b>	<b>Experience (Years)</b>	<b>Date of Commencement of Employment</b>	<b>Age (Years)</b>	<b>Last Employment</b>	<b>Equity Shares held in the Company</b>
1	Rekha Dixit	Whole-time Director	15,930,531	MA (English)	18	1-Jul-2017	61	Jayprakash Associates Ltd.	100
2	Malyawant Passi	Group CFO, Jaypee	4,388,917	CA	27.5	3-Nov-2016	56	Global Hospital	NIL
3	Anil Kumar Kumaoni	Senior General Manager	6,000,372	MBBS, DLO, MS	18.8	1-Aug-2015	51	Navin Hospital	NIL
4	Vivek Kumar	Sr. GM (Head-Domestic & International	1,081,533	BA, MBA	24	10-Aug-2018	46	Max Healthcare	NIL
5	Indira Rani	General Manager	4,903,284	B.Sc, M.Sc., M.Phil	28.36	1-Jan-2013	55	Jaypee Medical Centre (A unit of JIL)	NIL
6	Kavita Vurity	General Manager	4,125,480	PhD in HR	18.33	23-Jan-2015	44	Fortis Hospital	NIL
7	Avneesh Kumar Sirohi	General Manager	3,744,432	PGDBM,IRPM	20.83	1-Jul-2014	48	Jayprakash Associates Ltd.	NIL
8	Abhay Dutta Sharma	General Manager	3,489,612	B.A	33	1-May-2014	56	DSC Ltd.	NIL
9	Harvindra Singh Tomar	Additional General Manager	3,488,928	B.Sc., CA	17.11	19-May-2014	46	Rockland Hospital	NIL
10	Avijit Dutta	General Manager	3,054,396	PGDBM(PT) - 2003	17	7-Nov-2013	41	BLK Superspeciality	NIL

B) a) Name of the employees working throughout the Financial Year 2019-20 and in receipt of remuneration not less than Rs.1,02,00,000/- per annum.

S.No.	Name	Designation	Remuneration	Qualification	Experience (Years)	Date of Commencement of Employment	Age (Years)	Last Employment	Equity Shares held in the Company
1	Smt. Rekha Dixit	Whole-time Director	15930531 *	M.A. (English)	18	01.07.2017	61	Jaypee Infratech Limited	100

B) b) Name of the employees working for part of the Financial Year 2019-20 and in receipt of remuneration not less than Rs. 8,50,000/- per month.

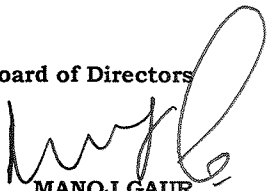
S. No.	Name	Designation	Remuneration	Qualification	Experience (Years)	Date of Commencement of Employment	Age (Years)	Last Employment	Equity Shares held in the Company
NIL									

\* Out of Rs.1,59,30,531/- outstanding amount of remuneration is Rs. 60,51,896/-. In terms of provisions of Section 197 read with Schedule V of the Companies Act, 2013 approval of Yes Bank has already been received for payment of remuneration to Smt. Rekha Dixit, Whole-time Director.

**NOTES:**

- 1 Gross remuneration includes Salary, H.R.A., Employer's Contribution to Provident Fund and other perks like Medical Reimbursement, Leave Travel Assistance, etc.
- 2 Information about qualifications and last employment is based on particulars furnished by the concerned employee.
- 3 None of the whole-time directors either by themselves or along with their spouse and dependent children holds two percent or more of the equity shares of the Company.
- 4 The nature of employment of employees is regular and is governed as per service rules of the Company. They perform such managerial duties in their respective capacities.
- 5 The other terms & conditions of each of the above persons are as per the contract/letter of appointment/resolution and rules of the Company.

For and on behalf of the Board of Directors

  
**MANOJ GAUR**  
**CHAIRMAN**  
**(DIN: 00008480)**

Place : Noida  
Date: 20th May, 2020

**JAYPEE HEALTHCARE LIMITED**

**BALANCE SHEET AS AT 31.03.2020**

**Registered & Corporate Office**  
Sector-128  
Noida -201304  
Dist.Gautam Budh Nagar  
**Website**  
[www.jaypeehealthcare.com](http://www.jaypeehealthcare.com)

# AWATAR & CO.

CHARTERED ACCOUNTANTS  
New Delhi - Alwar

## Head Office:

1203, Rohit House  
3, Tolstoy Marg  
New Delhi - 110 001  
Ph.: 23315870  
23320537  
Fax: 23358544

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF JAYPEE HEALTHCARE LIMITED

#### Report on the Audit of the Standalone Financial Statements

#### Qualified Opinion

We have audited the standalone financial statements of **JAYPEE HEALTHCARE LIMITED** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2020, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and ***subject to (i) approval for payment of remuneration to a director from bank still being under process (refer to 1(C) under Report on other Legal and Regulatory Requirements below)*** 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 2020, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Qualified Opinion

The Company is a loss making Company and has also defaulted in repayment of term loans and interest thereon. As per section 197 of the Companies Act, 2013, approval from bank is required for payment of remuneration to Company's director. The required approval from bank is still under process.

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

#### Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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 Standalone Financial Statements**

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Account Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern basis of accounting unless management neither intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 standalone 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(A) 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.



- (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact its financial position- Refer Note 22 to the standalone financial statements;
  - The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
  - The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2020.
- (C) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its director during the current year is in accordance with the provisions of Section 197 of the Act but the **approval of the bank is still under process**. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **AWATAR & CO.**  
Chartered Accountants  
Firm Registration No. 000726N

*Brijendra Agrawal*

**Brijendra Agrawal**  
Partner  
Membership No. : 087787



**UDIN: 20087787AAAAAJ6828**

Place : New Delhi  
Date : May 20, 2020

## ANNEXURE 'A' to the Independent Auditors' Report

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of tangible and intangible assets.
- (b) The Company has a regular programme of physical verification of its fixed assets, by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified during the year and no material discrepancies were noticed on such verification
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The Company has maintained proper records of inventory. The discrepancies noticed on verification between the physical stock and the book records were not material.
- (b) According to the information and explanations given to us and on the basis of examination of the records of the Company, the Company, during any point of time of the year, was not sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- (c) In respect of the working capital limits sanctioned in earlier years on the basis of security of current assets, the quarterly returns or statements filed by the Company with financial institutions or banks are in agreement with the books of accounts of the Company.
- (iii) According to the information and explanations given to us, the Company has during the year not made any investments in, given any guarantee or security or granted any loans or advances which are characterized as loans, unsecured or secured, to LLPs, firms or companies or any other person.
- (iv) In our opinion and according to the information and explanations given to us, the Company has no investments, loans, guarantees and securities to which the provisions of section 185 and 186 of the Companies Act, 2013 apply. Accordingly, the provisions of clause 3(iv) of the Order are not applicable to the Company.
- (v) The Company has not accepted any deposits within the meaning of section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- (vi) It has been explained that books of account relating to materials, labour and other items of cost pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 are in the process of being prepared for the year covered under this report.
- (vii) (a) According to the information and explanations given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it.

According to the information and explanations given, following undisputed statutory dues were outstanding as at 31<sup>st</sup> March, 2020 for a period of more than six months from the date they became payable

Particulars		Month/Period	Amount (Rs.)
1	Tax Deducted at Source under various sections of Income Tax Act, 1961: -		
a)	Contractor (94C)	July, 2019 to September, 2019	11,19,543
b)	Rent (94I)	July, 2019 to September, 2019	2,61,040





c)	Consultancy & Professional Services (94J)	July, 2019 to September, 2019	2,60,33,872
----	---	----------------------------------	-------------

- (b) According to the information and explanations given to us, there were no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess which have not been deposited on account of disputes.
- (viii) According to the information and explanations given to us and on the basis of examination of the records of the Company, there were no transactions that have not been recorded in the books of account but have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has defaulted in repayment of interest on loans availed from various banks as per the details given below: -

Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date	Principal or interest	No. of days delay or unpaid	Auditors remarks
Term Loan	South Indian Bank (taken over by ARCIL)	23,94,42,537	Principal	336	Still in default
Term Loan	Oriental Bank of Commerce	48,17,11,922	Principal	425	Still in default
Term Loan	Union Bank of India	72,75,00,000	Principal	425	Still in default
Term Loan	Vijaya Bank	48,48,83,266	Principal	425	Still in default
Term Loan	Exim Bank	47,58,35,528	Principal	336	Still in default
Term Loan	Yes Bank	303,24,47,946	Principal	244	Still in default
Working Capital Loan	Yeas Bank	48,86,39,483	Principal	152	Still in default
Term Loan	South Indian Bank (taken over by ARCIL)	3,34,13,765	Interest	336	Still in default
Term Loan	Oriental Bank of Commerce	5,70,75,731	Interest	305	Still in default
Term Loan	Union Bank of India	7,55,87,979	Interest	305	Still in default
Term Loan	Vijaya Bank	4,67,12,134	Interest	275	Still in default
Term Loan	Exim Bank	6,02,94,642	Interest	366	Still in default
Term Loan	Yes Bank	37,72,42,149	Interest	425	Still in default
Working Capital Loan	Yeas Bank	2,18,32,726	Interest	122	Still in default

- (b) According to the information and explanations given to us and on the basis of examination of the records the Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us and on the basis of examination of the records, the Company has applied the term loans for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on the basis of examination of the records, the funds raised on short term basis have not been utilised for long term purposes by the Company.
- (e) According to the information and explanations given to us and on the basis of examination of the records, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its associates.
- (f) According to the information and explanations given to us and on the basis of examination of the records, the Company does not hold securities in any subsidiaries, joint ventures or associate companies.



- (x) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. The Company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xii) In our opinion and to the best of our information and explanations provided by the management, we are of the opinion that the Company is not a nidhi. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 188 of Companies Act, and the details have been disclosed in the financial statements.
- (xiv) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business activities and we have considered the internal audit reports issued by the internal auditors.
- (xv) According to the information and explanations given to us and on the basis of examination of the records, the Company has not entered into any non-cash transactions with any director or persons connected with him.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.
- (xvii) The Company has incurred cash loss of Rs. 68,86,78,828/- in the financial year under report and it has incurred cash loss of Rs. 44,66,53,112/- in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the provisions of clause 3(xviii) are not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of examination of the records, basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, and our knowledge of the Board of Directors and management plans (**refer Note 41**), in our opinion, no material uncertainty exists as on the date of the audit report that company is 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;
- (xx) The provisions of section 135 of the Act are not applicable to the Company. Accordingly, the provisions of clause 3(xx) are not applicable to the Company

For **AWATAR & CO.**

Chartered Accountants

Firm Registration No. 000726N

*Brijendra Agrawal*

**Brijendra Agrawal**

Partner

Membership No. : 087787



**UDIN: 20087787AAAAAJ6828**

Place : New Delhi

Date : May 20, 2020

## **ANNEXURE 'B' to the Independent Auditors' Report**

### **Annexure B to the Independent Auditors' Report on the standalone financial statements of Jaypee Healthcare Limited**

#### **Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

(Referred to in paragraph 1(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls over financial reporting of **Jaypee Healthcare Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **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 March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **AWATAR & CO.**

Chartered Accountants

Firm's Registration No.: 000726N

*Brijendra Agrawal*

**BRIJENDRA AGRAWAL**

Partner

Membership No.: 087787



**UDIN: 20087787AAAAAJ6828**

Place : New Delhi

Date : May 20, 2020

**Jaypee Healthcare Limited**  
**Balance Sheet as at March 31, 2020**

Particulars	Note No	As at March 31, 2020 ₹	As at March 31, 2019 ₹
<b>Assets</b>			
<b>Non Current Assets</b>			
Property, Plant and Equipment	3	8,428,601,946	7,424,982,509
Other Intangible Assets	4	246,707	1,782,711
<b>Financial Assets</b>			
(i) Other financial assets	5	2,574,830	3,164,018
Other non current assets	6	96,251	1,567,451,242
		<b>8,431,519,735</b>	<b>8,997,380,480</b>
<b>Current Assets</b>			
Inventories	7	80,103,007	80,717,315
<b>Financial Assets</b>			
(i) Trade receivables	8	214,682,200	222,286,700
(ii) Cash and cash equivalents	9	44,704,686	23,127,813
(iii) Bank balance other than (ii) above	10	2,027,685	8,762,230
(iv) Other financial assets	11	19,497,217	59,258,021
Current tax assets		198,942,761	159,995,085
Other current assets	12	83,636,471	50,986,216
		<b>643,594,026</b>	<b>605,133,380</b>
<b>Total</b>		<b>9,075,113,761</b>	<b>9,602,513,860</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	13	4,275,000,000	4,275,000,000
Other equity	14	(4,636,074,252)	(3,560,570,141)
		<b>(361,074,252)</b>	<b>714,429,859</b>
<b>Non Current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings	15	(0)	5,073,205,082
(ii) Other Financial Liabilities	16	12,879,660	1,183,492
Provisions	17	45,708,441	31,764,070
Other non current liability	18	7,008,548	116,425,302
		<b>65,596,650</b>	<b>5,222,577,946</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowing	19	488,639,483	500,267,298
(ii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises;			
and	20	38,963,661	
(B) total outstanding dues of creditors other than micro enterprises			
and small enterprises.	20	843,622,015	959,120,978
(iii) Other financial liabilities	21	7,881,284,691	2,093,711,807
Provisions	22	3,803,618	2,413,259
Other current liabilities	23	114,277,894	109,992,713
		<b>9,370,591,362</b>	<b>3,665,506,055</b>
<b>Total</b>		<b>9,075,113,761</b>	<b>9,602,513,860</b>

Significant Accounting Policies

1 & 2

For Awatar & Co.  
Chartered Accountants  
Firm Registration No.000726N

*Brijendra Agrawal*  
(Brijendra Agrawal)  
Partner  
M. No. 087787



Place: Noida  
Dated: 20th May'2020

For and on behalf of the Board

*Manoj Gaur*  
Manoj Gaur  
Chairman  
DIN-00008480

*Sunny Gaur*  
Sunny Gaur  
Managing Director  
DIN-00008293

*Rekha Dixit*  
Rekha Dixit  
Whole-time Director  
DIN-00913685

*S.K. Thakral*  
S.K. Thakral  
Chief Financial Officer

*Payal Gugiani*  
Payal Gugiani  
Company Secretary





**Jaypee Healthcare Limited**  
**Statement of Profit & Loss for the year ended March 31, 2020**

Particulars	Note No	For the period ended March 31, 2020	For the period ended March 31, 2019
<b>Revenue</b>			
Revenue From Operations	24	2,922,652,321	3,183,259,755
Other Income	25	25,066,144	22,592,060
<b>Total Income</b>		<b>2,947,718,465</b>	<b>3,205,851,815</b>
<b>Expenses</b>			
Purchases of Stock in Trade		632,811,740	729,628,990
Changes in Inventories of Finished Goods, Stock in Trade and Work in Progress	26	614,308	4,254,149
Employee Benefits Expense	27	528,226,577	515,399,503
Finance Costs	28	756,651,678	655,573,257
Depreciation and Amortization Expense	29	386,825,283	317,771,001
Other Expenses	30	1,715,917,312	1,747,950,787
<b>Total expenses</b>		<b>4,021,046,898</b>	<b>3,970,577,687</b>
<b>Profit before exceptional items and tax</b>		<b>(1,073,328,433)</b>	<b>(764,725,872)</b>
Exceptional Items			
<b>Profit before tax</b>		<b>(1,073,328,433)</b>	<b>(764,725,872)</b>
<b>Tax expense:</b>			
(1) Current tax		-	-
(2) Deferred tax		-	-
<b>Profit (Loss) For the Period</b>		<b>(1,073,328,433)</b>	<b>(764,725,872)</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
- Remeasurements of the defined benefit plans		(2,175,678)	301,759
- Deferred tax relating to items that will not be reclassified to profit or loss		-	-
<b>Other Comprehensive Income</b>		<b>(2,175,678)</b>	<b>301,759</b>
<b>Total Comprehensive Income</b>		<b>(1,075,504,111)</b>	<b>(764,424,113)</b>
<b>Earnings per Equity Share</b>	31		
(1) Basic		(2.51)	(1.79)
(2) Diluted		(2.51)	(1.79)

Significant Accounting Policies

1 & 2

**For Awatar & Co.**  
Chartered Accountants  
Firm Registration No.000726N

*Brijendra Agrawal*

(Brijendra Agrawal)  
Partner  
M. No. 087787



Place: Noida  
Dated: 20th May'2020

**For and on behalf of the Board**

*Manoj Gaur*  
Manoj Gaur  
Chairman  
DIN-00008480

*Sunny Gaur*  
Sunny Gaur  
Managing Director  
DIN-00008293

*Rekha Dixit*  
Rekha Dixit  
Whole-time Director  
DIN-00913685

*S.K. Thakral*  
S.K. Thakral  
Chief Financial Officer

*Payal Guglani*  
Payal Guglani  
Company Secretary



Jaypee Healthcare Limited  
CASH FLOW STATEMENT FOR THE PERIOD ENDED March 31,2020

Note	Particulars	For Period ended March. 31 2020	(Amount in ₹) For Year ended March. 31 2019
<b>A</b>	<b>Cash flows from operating activities</b>		
	Profit for the year	(1,073,328,433)	(764,725,872)
	Adjustments for:		
	Depreciation	386,825,283	317,771,001
	Interest and finance charges	756,651,678	655,573,257
	Life time expected credit loss	1,448,155	1,410,419
	Other Income	(18,490,827)	(15,955,089)
	Interest income on fixed deposits and Others	(646,156)	(4,855,698)
	Remeasurement of actuarial gain/loss	(2,175,678)	301,759
	Fair value of financial instruments	45,187,087	
	Non cash Lease Rental Expenses	124,829	18,693,686
	Operating profit before working capital changes	95,595,938	208,213,463
	Adjustments for :		
	(Increase) / decrease in inventories	614,308	4,254,149
	(Increase) / decrease in trade receivables	6,156,345	(34,742,084)
	(Increase) / decrease in other financial assets	40,475,446	49,133,236
	(Increase) / decrease in other assets	(51,204,801)	(355,485)
	Increase / (decrease) in trade payables	148,543,681	189,230,046
	Increase / (decrease) in other current liabilities	2,482,373	83,689,734
	Increase / (decrease) in other financial liabilities	71,993,452	19,175,690
	Increase / (decrease) in provisions	15,334,730	8,614,786
	Cash generated from operations	329,991,470	527,213,534
	Income tax refund/ (paid)	(38,947,676)	(56,910,419)
	Net Cash flow generated from operating activities	291,043,794	470,303,114
<b>B</b>	<b>Cash flow from investing activities</b>		
	Additions to PPE	(26,230,321)	(114,759,408)
	Proceed from FDR's	6,734,545	108,138,927
	Interest income on fixed deposit	520,703	5,777,023
	Net cash flows (used in) investing activities	(18,975,073)	(843,458)
<b>C</b>	<b>Cash flow from financing activities</b>		
	Proceeds of long term borrowings	-	143,729,649
	Repayment of long term borrowings	(33,526,529)	(65,000,000)
	(Increase) / decrease in Short term borrowing	(11,627,816)	4,589,697
	Interest and finance charges paid	(205,337,504)	(549,323,134)
	Net cash flows (used in)/ generated from financing activities	(250,491,849)	(466,003,788)
	Net change in cash and cash equivalents (A+B+C)	21,576,873	3,455,867
	Cash and cash equivalents- opening balance	23,127,813	19,671,946
	Cash and cash equivalents- closing balance	44,704,686	23,127,813
	Notes to cash flow statement:		
	Cash and cash equivalents include :		
	Balance with Banks	27,184,568	14,469,962
	Cheques, drafts on hand	8,413,462	1,841,035
	Cash on hand	5,234,209	6,816,816
	Cash and cash equivalents at the end of the year	44,704,686	23,127,813

Note:

The amendment to IND AS-7 Cash Flow Statements requires the entities to provide disclosures that enables users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and Non-cash Flow changes, suggesting inclusion of a reconciliation between the opening and closing balances in balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

	As at 31 March 2019	Net Payment	Non-cash Changes	As at 31/03/2020
Borrowings	5,300,705,082	(33,526,529)	174,642,646	5,441,821,199
Short term borrowings	500,267,298	(11,627,816)	-	488,639,482
Interest	150,750,921	(205,337,504)	726,745,738	672,159,155

For Awatar & Co.  
Chartered Accountants  
Firm Registration No.000726N

*Brijendra Agrawal*  
(Brijendra Agrawal)  
Partner

M. No. 087787

Place: Noida  
Dated: 20th May'2020



For and on behalf of the Board

*Manoj Gaūr*  
Chairman  
DIN-00008480

*Rekha Dixit*  
Rekha Dixit  
Whole-time Director  
DIN-00913685

*Payal Guglani*  
Payal Guglani  
Company Secretary

*Sunny Gaur*  
Managing Director  
DIN-00008293

*S.K. Thakral*  
S.K. Thakral  
Chief Financial Officer



## **Note 1:- SIGNIFICANT ACCOUNTING POLICIES**

### **1. General Information of the Company:-**

Jaypee Healthcare Limited was incorporated on 30<sup>th</sup> October, 2012 as a wholly owned subsidiary of Jaypee Infratech Limited to establish "Jaypee Hospital". Jaypee Hospital located at Sector – 128, Noida was established with the vision to promote world-class healthcare amongst the masses by providing quality and affordable medical care with commitment.

Jaypee Hospital is the flagship hospital of Jaypee Group, which heralds the group's noble intention to enter the healthcare space. Jaypee Hospital has been planned and designed as a 1200 bed tertiary care multi-specialty healthcare facility and has commissioned 525 beds in the first phase.

Jaypee Hospital is constructed across a sprawling twenty 18 acre campus in Noida which is easily accessible from Delhi, Noida and Yamuna Expressway.

During the year under review the Company has commenced the operation of various healthcare facilities and got equipped with cutting edge technology for diagnostics, medical and surgical modalities such as Modular Operation Theaters, Cardiac Surgery, Radiology and Imaging solutions, Radiation Oncology solutions, Liver/Kidney/Bone marrow transplant etc

### **2. Significant Accounting Policies**

#### **a) Statement of compliance**

The financial statements of the Company has been prepared in accordance with Indian Accounting Standards('Ind AS') notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015.

#### **b) Basis of preparation:-**

The Company has adopted accounting policies that comply with Indian Accounting standards (INDAS or Ind AS) notified by Ministry of Corporate Affairs vide notification dated 16 February 2015 under section 133 of the Companies Act 2013. Accounting policies have been applied consistently to all periods presented in these financial statements. The financial statements referred hereinafter have been prepared in accordance with the requirements and instructions of Schedule III to the Companies Act 2013, amended from time to time applicable to companies to whom Ind AS applies read with the Ind AS.



Effective April 1, 2016 The Company has adopted Ind AS Standard and adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standard with April 1 2015 as the transition date.

**c) Functional and presentation currency**

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency.

**d) Basis of measurement**

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

Items	Measurement basis
Certain financial assets and liabilities	Fair Value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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.

**e) Use of Estimates:-**

The preparation of financial statements require estimates and assumptions to be made that affect the reported amount of asset and liabilities on the date of the financial statements and the reported amount of the revenue and the expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisionsto accounting estimates are recognised prospectively.

**f) Judgements**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the financial statements is included in the following notes:

- i) Estimation of useful life of property, plant and equipment – **Note No g)**



- ii) Estimation of useful life of Intangible assets – **Note No h)**
- iii) Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources – **Note No s)**
- iv) Employee benefit plans: key actuarial assumptions; - **Note No n)**
- v) Deferred tax balances – **Note No o)**

**g) Property, Plant and Equipment (PPE): -**

PPE are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

The initial cost of PPE comprise its purchase price, including import duties, net of modvat/cenvat, less accumulated depreciation and include any directly attributable costs of bringing an asset to working condition and location for its intended use, including borrowing costs relating to the qualified asset over the period up to the date the assets are ready for its intended use is included in cost of relevant assets. Subsequent expenditures related to an item of tangible fixed asset are added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. Cost includes expenditures directly attributable to the acquisition of the asset.

All other expenditure related to existing assets including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss in the period during which such expenditure is incurred.

The carrying amount of a property, plant and equipment is de-recognised when no future economic benefits are expected from its use or on disposal.

Depreciation on property plant and equipment is provided on straight line method based on estimated useful life of assets from the date the assets are ready for intended uses as prescribed in schedule II to the Companies Act, 2013.

**Estimated useful lives of the assets are as follow:-**

<b>Class of Assets</b>	<b>Useful life</b>
Plant & Machinery	15 Years
Computer & Software	3&6 Years
Office Equipment	5 Years
Furniture and fixture	10 Years
Building	60 Years
Motor Vehicles	8 Years
Medical Equipment & Appliances	13 Years





The property, plant and equipment acquired under finance leases, if any, is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Cost of leasehold land, other than acquired on perpetual basis, is amortized over the lease period.

Depreciation on the assets purchased during the year is provided on pro-rata basis from the date of purchase of the assets.

Gains and losses on de-recognition/disposals are determined as the difference between the net disposal proceeds and the carrying amount of those assets. Gains and Losses if any, are recognised in the statement of profit or loss on de-recognition or disposal as the case may be.

#### **h) Intangible Assets:-**

Intangible assets are stated at cost less accumulated amortization and impairment losses, if any.

The cost of an intangible asset includes purchase cost (net of rebates and discounts), including any import duties and non-refundable taxes, and any directly attributable costs on making the asset ready for its intended use.

The Cost of Intangible assets are amortized on a straight line basis over their estimated useful life which is as follows.

#### **Nature of Assets**

#### **Useful Life**

Computer software

5 Years

The amortisation period and method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from use. Gains and losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the statement of profit and loss when the asset is de-recognized or on disposal.



**i) Revenue:-**

On 28 March 2018, the MCA notified Ind AS 115, a new revenue recognition standard that replaces existing Ind AS 11 and Ind AS 18. Ind AS 115 is applicable from 1 April 2018, i.e., FY 2018–19.

Effective 1 April 2018 the company has adopted Ind AS 115 – revenue from contracts with customers using the cumulative effect method. Accordingly, comparative periods were not restated. Based on the assessment, there is no material impact consequent to adoption of the standard in the Balance sheet, profit and loss and cash flow

Revenue from service in the ordinary course of business is recognised when the company satisfies a performance obligation (PO) by transferring control of a promised goods or services to the customer. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling price of the promised goods or services. The individual standalone selling price of goods or service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocating the transaction price to goods and/or services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all, of the performance obligations if relates specifically to those performance obligations.

Transaction price is the amount of consideration in the contract to which the company expects to be entitled in exchange for transferring the promised goods or services. The transaction price may be fixed or variable and is adjusted for time value of money if the contract includes a significant financial component.

**Medical services**

Revenue primarily comprises fees charged for inpatient and outpatient hospital services. Services include charges for accommodation, medical professional services, equipment, radiology, laboratory and pharmaceutical goods used in treatments given to Patients.

Revenue is recorded net of discount given to patients recognised when the company satisfies a performance obligation (PO) by transferring control of a promised goods or services to the customer during the period in which the hospital service is provided, based upon the transaction price allocated to the satisfied PO. Unbilled revenue is recorded for the service where the patients are not discharged and invoice is not raised for the service.

**Sale of medical and non-medical items**



Pharmacy Sales are recognised when the company satisfies a performance obligation (PO) by transferring control of a promised goods at a transaction price allocated to the satisfied PO.

**Other operating revenue**

Other operating revenue comprises revenue from various ancillary revenue generating activities i.e outlet income, parking income, advisory services and export incentives.

**Dividend and interest income**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income is recognised when the Company's right to receive dividend is established.

**j) Inventories:-**

Inventories are measured at the lower of cost and net realisable value on the weighted average cost basis. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. Cost of inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location, after adjusting for VAT/GST wherever applicable applying FIFO method. Imported inventories are accounted for at the applicable exchange rates prevailing on the date of transaction.

**k) Impairment of Tangible Assets and Intangible Assets**

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication based on internal/ external factors that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.





Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount

#### **I) Foreign Exchange Transactions:-**

Transactions in foreign currency are recorded on initial recognition at the spot rate prevailing at the time of the transaction.

At the end of each reporting period

- Monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.
- Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined.
- Non-monetary items that are measured terms of historical cost in a foreign currency are not retranslated

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in profit or loss in the period in which they arise.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- i) Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as adjustment to interest costs on those foreign currency borrowings



- ii) The exchange differences arising on reporting of long term foreign currency monetary items at rates different from those at which they were initially recorded in so far as they relate.
- iii) To the acquisition of depreciable capital assets are shown by addition to/deduction from the cost of the assets as per exemption provided under IND AS 21 read along with Ind AS 101 appendix 'D' clause-D13AA.
- iv) Exchange differences on monetary items receivable from or payable to a foreign operation which settlement is neither planned nor likely to occur (therefore forming part of the investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

**m) Borrowing Cost:-**

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. All other borrowing costs are charged to profit & loss account in the period in which it is incurred except loan processing fees which is recognized as per Effective Interest Rate method. Borrowing costs consist of interest and other costs that company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

**n) Employee Benefits:-**

**Contribution to Provident fund/Pension fund:-**

Retirement benefits in the form of Provident fund / Pension Schemes are defined contribution schemes and the contributions are charged to the Profit & Loss Account in the year when the contributions to the respective funds become due. The Company has no obligation other than contribution payable to these funds.

**Gratuity liability** is a defined benefit obligation and is provided for on the basis of an actuarial valuation made at the end of each financial year. Defined Benefit Plans:- Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements)



- net interest expense or income and
- remeasurement

The company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment.

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

**Liability for a termination benefit** is recognised at the earlier of when the company can no longer withdraw the offer of the termination benefit and when the company recognizes any related restructuring costs.

#### **Short-term and other long-term employee benefits:-**

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. These benefits include bonus/incentives and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the company in respect of services provided by employees up to the reporting date.



**Accumulated leave**, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The cost of the defined benefit gratuity plan and their present value are determined using actuarial valuations. 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.

The most sensitive is discount rate. The management has considered the interest rates of government bonds. Future salary increases and gratuity increases are based on expected future inflation rates.

**o) Tax Expenses:-**

Income Tax expense comprises of current tax and deferred tax charge or credit. Provision for current tax is made with reference to taxable income computed for the financial year for which the financial statements are prepared by applying the tax rates as applicable.

**Current Tax:-** Current Income tax relating to items recognized outside the profit and loss is recognized outside the profit and loss (either in other comprehensive income or in equity)

**MAT:-** Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

**Deferred Tax:-** Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their



carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed as at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will not be available against which deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets are recognized for the unused tax credit to the extent that it is probable that taxable profits will be available against which the losses will be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

**p) Leases:-**

The Company has applied Ind AS 16 using the modified retrospective approach w.e.f 1 April 2019 and therefore the comparative information has not been restated and continues to be reported under Ind AS 17.

At inception of a contract, the company assesses whether a contract is, or contains, a lease. 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. The company reassess whether a contract is, or contains, a lease only if the terms and conditions of the contract are changed.

**As a Lessor**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of incidental to ownership of any underlying assets to the lessee. All other leases are classified as operating leases. Lease is a finance lease or an operating lease depends on the substance of the transaction rather than the form of the contract.





Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Assets subject to operating leases are included in PPE. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

#### **As a lessee**

The company recognizes a right-of-use asset and a lease liability at the lease commencement date except short term leases and leases for which the underlying assets is of low value. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The company also recognizes a lease liability and measures it 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.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

Lease assets (Right to use assets) are stated at cost, net of accumulated depreciation as per Ind AS 16 and accumulated impairment losses as per Ind AS 36, if any.

After initial recognition, the lease liability is measured at amortised cost using the effective interest method and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

Lease hold land is recognised as an assets under PPE in accordance with Ind AS 116 w.e.f from 1 April 2019 and its amortisation is recognised as depreciation. Earlier 1 April 2019, as per Ind AS 17, lease hold land was recognised as prepaid expenses and its amortisation is recognised as rental expenses.



**q) Fair Value Measurement:-**

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

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

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

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

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

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

**r) Financial Instrument**

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



**Financial asset is any assets that is**

- Cash;
- an equity instrument of another entity;
- a contractual right:

(i) to receive cash or another financial asset from another entity; or

(ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially favorable to the entity; or

- a contract that will or may be settled in the entity's own equity instruments and is:

(i) a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments; or

(ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

Financial assets includes Security deposits ,trade receivable, loan to body corporate, loan to employees, and other eligible current and non-current financial assets

**Financial Liability is any liabilities that is**

- a contractual obligation :

(i) to deliver cash or another financial asset to another entity; or

(ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the entity; or

- a contract that will or may be settled in the entity's own equity instruments and is:

(i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments; or

(ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

For this purpose, rights, options or warrants to acquire a fixed number of the entity's own equity instruments for a fixed amount of any currency are equity instruments if the entity offers the rights, options or warrants pro rata to all of its existing owners of the same class of its own non-derivative equity instruments.





**Financial liabilities includes Loans, trade payable and eligible current and non-current financial liabilities**

**i) Classification:-**

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

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

- the financial asset is held within a business model whose objective is to hold financial assets in order 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 on the principal amount outstanding.

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

All financial liabilities are subsequently measured at amortised cost using the effective interest method or fair value through profit or loss.

**ii) Initial Recognition and Measurement:-**

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value at initial recognition, plus or minus, any transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss.



**iii) Financial Assets Subsequent Measurement:-**

Financial assets as subsequent measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) as the case may be.

Financial liabilities as subsequent measured at amortised cost or fair value through profit or loss

**iv) Effective Interest Method:-**

The effective interest method is a method of calculating the amortised cost of a debt instrument and allocating interest income/interest expense as the case may be over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts/payments (including all fees and points paid or received that form integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest Income/ interest expense is recognised on an effective interest basis for debt instruments other than those financial a classified as at FVTPL. Interest income/Interest expense is recognised in profit or loss and is included in the "Other income"/Finance cost respectively.

**v) Trade Receivables:-**

Trade receivables are the contractual right to receive cash or other financial assets and recognized initially at fair value. Subsequently measured at amortised cost (Initial fair value less expected credit loss). Expected credit loss is the difference between all contractual cash flows that are due to the company and all that the company expects to receive (i.e. all cash shortfall).

**vi) Equity investments:-**

All equity investments in scope of Ind AS 109 are measured at fair value other than investment in subsidiary, Associates and Joint venture. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by- instrument basis.



**vii) Cash and cash Equivalents:-**

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

**viii) Impairment of Financial Assets:-**

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

**ix) Financial Liabilities:-**

Financial liabilities are recognized initially at fair value less any directly attributable transaction costs. These are subsequently carried at amortized cost using the effective interest method or fair value through profit or loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**x) Trade Payables :-**

Trade payables represent liabilities for goods and services provided to the Company prior to the end of financial year and which are unpaid. Trade payables are presented as current liabilities unless payment is not due within 12 months after the reporting period or not paid/payable within operating cycle. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

**xi) Borrowings:-**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or



before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

**xii) Equity Instruments:-**

An equity instrument is any contract that evidences a residual interest in the assets of company after deducting all of its liabilities. Equity instruments are recognised at the proceeds received, net of direct issue costs.

**xiii) Derecognition of Financial Instrument:-**

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

**xiv) Offsetting of Financial Instruments:-**

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

**xv) Derivative Financial Instruments:-**

Derivatives are initially recognised at fair value at the date the derivative contracts are entered and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss.

**s) Provision and Contingent Liability:-**

- i) A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.



- ii) Contingent liabilities, if material, are disclosed by way of notes unless the possibility of an outflow of resources embodying the economic benefit is remote and contingent assets, if any, is disclosed in the notes to financial statements.
- iii) A provision is recognized, when company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made for the amount of obligation. The expense relating to the provision is presented in the profit and loss net of any reimbursement.

**t) Earnings Per Share**

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. For the purpose of calculating Diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**u) Operating Cycle:-**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**v) Segment Reporting**

The Company is primarily engaged in the business of healthcare services which is the only reportable business segment as per Ind AS 108 'Operating Segments'. Healthcare services include various patient services delivered through clinical establishment, medical service companies, pathology and radiology services etc.

The Company's business activity primarily falls within a single geographical segment.

**w) Cash Flow Statements**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregate





Jaypee Healthcare Limited

Note No 3. NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED March 31, 2020

₹

Particulars	Land - (Leasehold)	Land - (Freehold)	Building	Plant & Machinery	Motor Vehicles	Office Equipments	Medical Equipment & Appliances	Furniture & Fixture	Computers	Total
<b>Cost</b>										
<b>Gross Block</b>										
As at March, 31 2018	-	15,352,740	4,708,658,342	944,660,195	13,672,215	172,138,450	1,786,996,226	149,526,378	144,407,603	7,935,412,149
Additions		11,552,740	602,686,715	1,092,422		690,619	66,862,948	403,438	4,405,163	687,694,045
Other adjustments										-
<b>As at March 31, 2019</b>	-	<b>26,905,480</b>	<b>5,311,345,057</b>	<b>945,752,617</b>	<b>13,672,215</b>	<b>172,829,069</b>	<b>1,853,859,174</b>	<b>149,929,816</b>	<b>148,812,766</b>	<b>8,623,106,194</b>
Additions			3,596,361	17,953		283,819	20,813,519	69,929	1,448,739	26,230,320
Addition Due to 116	1,585,784,708									1,585,784,708
Other adjustments			(225,078,981)							(225,078,981)
<b>As at March 31, 2020</b>	<b>1,585,784,708</b>	<b>26,905,480</b>	<b>5,089,862,437</b>	<b>945,770,570</b>	<b>13,672,215</b>	<b>173,112,888</b>	<b>1,874,672,693</b>	<b>149,999,745</b>	<b>150,261,505</b>	<b>10,010,042,241</b>
<b>Accumulated Depreciation</b>										
As at March, 31 2018	-	-	167,261,672	155,981,428	4,627,815	94,342,353	338,697,189	36,431,834	84,546,397	881,888,688
Charge for the year			62,552,962	52,198,318	1,104,458	23,587,249	127,632,434	14,636,112	24,523,464	316,234,997
Other adjustments										-
<b>As at March 31, 2019</b>	-	-	<b>229,814,634</b>	<b>218,179,746</b>	<b>5,732,273</b>	<b>117,929,602</b>	<b>466,329,623</b>	<b>51,067,946</b>	<b>109,069,861</b>	<b>1,198,123,685</b>
Charge for the year	18,530,813		97,163,788	55,172,512	2,230,240	26,129,363	147,370,492	16,166,530	12,525,540	385,289,279
Other adjustments			(1,972,670)							(1,972,670)
<b>As at March 31, 2020</b>	<b>18,530,813</b>	-	<b>325,005,752</b>	<b>283,352,258</b>	<b>7,962,513</b>	<b>144,058,965</b>	<b>613,700,115</b>	<b>67,234,476</b>	<b>121,595,401</b>	<b>1,581,440,294</b>
<b>Net Block(As at March 31, 2018)</b>	-	15,352,740	4,541,396,670	788,678,767	9,044,400	77,796,097	1,448,299,037	113,094,544	59,861,206	7,053,523,461
<b>Net Block(As at March 31, 2019)</b>	-	26,905,480	5,081,530,423	727,572,871	7,939,942	54,899,467	1,387,529,551	98,861,870	39,742,905	7,424,982,509
<b>Net Block(As at March 31, 2020)</b>	1,567,253,895	26,905,480	4,764,856,684	662,418,312	5,709,702	29,053,923	1,260,972,578	82,765,268	28,666,104	8,428,601,946



**Jaypee Healthcare Limited**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED March 31,2020**

**Note No 4**

₹

Particulars	Computer Software	Total
<b>Gross Block (Cost or deemed cost)</b>		
As at March, 31 2018	7,680,021	7,680,021
Addition	-	-
As at March, 31 2019	7,680,021	7,680,021
Addition	-	-
As at March, 31 2020	7,680,021	7,680,021
<b>Amortization and impairment</b>		
As at March, 31 2018	4,361,306	4,361,306
Charge for the year	1,536,004	1,536,004
As at March 31,2019	5,897,310	5,897,310
Charge for the year	1,536,004	1,536,004
As at March 31,2020	7,433,314	7,433,314
		-
As at March 31,2018	3,318,715	3,318,715
As at March 31,2019	1,782,711	1,782,711
As at March 31,2020	246,707	246,707



Note No.	Particulars	As at March 31, 2020 ₹	As at March 31, 2019 ₹
5	<b>Other Financial Assets</b>		
	<b>Unsecured</b>		
	Security Deposits with Govt. Authorities & IGL	1,898,568	1,898,568
	Security Deposits with Others	676,262	1,265,450
		<b>2,574,830</b>	<b>3,164,018</b>
6	<b>Other Non-Current Assets</b>		
	Prepaid Rent *	96,251	1,567,451,242
		<b>96,251</b>	<b>1,567,451,242</b>
* Non Current Prepaid expenses of Rs 1,567,253,896 and Current prepaid expenses of Rs 18,530,813 w.r.t Lease hold land has been transfer to PPE as per Ind AS 116			
7	<b>Inventories</b>		
	Stock Medical Items	73,914,027	74,938,696
	Stock Non Medical Items	6,188,980	5,778,619
		<b>80,103,007</b>	<b>80,717,315</b>
8	<b>Trade Receivables</b>		
	Unsecured, Considered good	238,535,777	244,692,123
	Less : Expected credit losses	(23,853,577)	(22,405,423)
		<b>214,682,200</b>	<b>222,286,700</b>
9	<b>Cash and Cash Equivalents</b>		
	Balance with Banks	27,184,568	14,469,962
	Cheques, drafts on hand	8,413,462	1,841,035
	Cash on hand	5,234,209	6,816,816
	Deposit Accounts (up to 3 months)	3,872,447	-
		<b>44,704,686</b>	<b>23,127,813</b>
10	<b>Bank Balances other than above</b>		
	Fixed Deposit	2,027,685	8,762,230
		<b>2,027,685</b>	<b>8,762,230</b>
11	<b>Other Financial Assets</b>		
	Security Deposit	1,003,800	138,000
	Interest accrued on fixed deposit with banks	24,560	22,718
	Unbilled Revenue	18,468,857	59,097,303
		<b>19,497,217</b>	<b>59,258,021</b>
12	<b>Other Current Assets</b>		
	Advances to Employees	9,766,607	3,199,036
	GST Receivable	-	200,040
	Prepaid Expenses	7,923,723	15,455,970
	Export Incentives receivables	58,240,813	-
	Advance to Vendor	7,705,328	13,600,357
	Prepaid Rent (Leasehold Land)	-	18,530,813
		<b>83,636,471</b>	<b>50,986,216</b>
15	<b>Borrowings</b>		
	<b>Secured</b>		
	<b>Term Loans (Indian Currency)</b>		
	From Bank	(0)	5,073,205,082
		<b>(0)</b>	<b>5,073,205,082</b>

Refer note no 21





Jaypee Healthcare Limited

Statement of changes in equity for the year ended as on March 31, 2020

A. Equity Share Capital	As at March 31, 2020	As at March 31, 2019
Opening Balance	427,500,000	4,275,000,000
Changes during the year	-	-
Closing Balance	427,500,000	4,275,000,000

B. Other Equity

(Amount in ₹)

Particulars	Reserves & Surplus	Others Comprehensive Reserves	
	Retained earnings	Remeasurement of Defined benefit plan	Total
Balances at at March, 31 2018	(2,796,328,900)	182,872	(2,796,146,028)
Profit and loss during the year	(764,725,872)	-	(764,725,872)
Other Comprehensive Income	-	301,759	301,759
Total comprehensive income for the year	(764,725,872)	301,759	(764,424,113)
Balances at at March, 31 2019	(3,561,054,772)	484,631	(3,560,570,141)
Profit and loss during the year	(1,073,328,433)	-	(1,073,328,433)
Other Comprehensive Income	-	(2,175,678)	(2,175,678)
Total comprehensive income for the year	(1,073,328,433)	(2,175,678)	(1,075,504,111)
Balances at at March, 31 2020	(4,634,383,205)	(1,691,047)	(4,636,074,252)

For Awatar & Co.  
Chartered Accountants  
Firm Registration No.000726N

*Brijendra Agrawal*

(Brijendra Agrawal)  
Partner  
M. No. 087787



Place: Noida  
Dated: 20th May'2020

For and on behalf of the Board

*Manoj Gaur*

Manoj Gaur  
Chairman  
DIN-00008480

*Sunny Gaur*

Sunny Gaur  
Managing Director  
DIN-00008293

*Rekha Dixit*

Rekha Dixit  
Whole-time Director  
DIN-00913625

*S.K. Thakral*

S.K. Thakral  
Chief Financial Officer

*Payal Guglani*

Payal Guglani  
Company Secretary



13 Equity Share Capital

(i) Details of Authorized , Issued, Subscribed and fully paid Equity Share Capital

Equity Share Capital	As at March 31, 2020		As at March 31, 2019	
	Number	₹	Number	₹
<b>Authorised</b>				
Equity Shares of ₹10/- each	600,000,000	6,000,000,000	600,000,000	6,000,000,000
<b>Issued</b>				
Equity Shares of ₹10/- each	427,500,000	4,275,000,000	427,500,000	4,275,000,000
<b>Subscribed &amp; fully Paid up</b>				
Equity Shares of ₹ 10/- each fully paid	427,500,000	4,275,000,000	427,500,000	4,275,000,000
<b>Total</b>	<b>427,500,000</b>	<b>4,275,000,000</b>	<b>427,500,000</b>	<b>4,275,000,000</b>

(ii) Reconciliation of Equity Shares outstanding at the beginning and at the end of the period

Particulars	Equity Shares		Equity Shares	
	As at March 31, 2020		As at March 31, 2019	
	Number	₹	Number	₹
Shares outstanding at the beginning of the period	427,500,000	4,275,000,000	427,500,000	4,275,000,000
Shares Issued during the period	-	-	-	-
Shares outstanding at the end of the period	427,500,000	4,275,000,000	427,500,000	4,275,000,000

(iii) Terms/rights/restrictions attached to equity shares:

The company has only one class of Equity Shares at par value of ₹10/- per share. which rank pari- passu in all respects including voting rights and entitlement to dividend.

In the event of liquidation, each share carry equal rights and will be entitled to receive equal amount per share out of the remaining amount available with the Company after making preferential payments

(iv) Shares held by the holding company, ultimate holding company and their subsidiaries /associates:

42,75,00,000 Equity shares ( including beneficial interest for 600 shares) are held by Jaypee Infratech Limited, the holding company.

(v) Details of Shareholders holding more than 5% shares:

Name of Shareholder	Equity Shares		Equity Shares	
	As at March 31, 2020		As at March 31, 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Jaypee Infratech Limited	427500000*	100	427500000*	100

\* Beneficial interest for 600 shares held by 6 individuals transferred to jaypee infratech limited.

(vi) Details of shares allotted during the period of 5 years immediately preceding in respect of undermentioned particulars:

Particulars	Aggregate No. of Shares allotted					
	Year ended	Year ended	Year ended	Year ended	Year ended	Year ended
	31.03.2020	31.03.2019	31.03.2018	31.03.2017	31.03.2016	31.03.2015
<b>Equity Shares</b>						
Fully paid up equity shares allotted for consideration other than cash in terms of Project Transfer Agreement (PTA) dated 27.11.2012 entered between Jaypee Infratech Limited and Jaypee Healthcare Limited for the transfer of Hospital Project.	-	-	-	-	-	177,500,000

14 Other equity

i) Retained earnings

As per last Financial Statements  
Profit/(loss) during the year

As at  
March 31, 2020  
₹

(3,561,054,772)  
(1,073,328,433)  
(4,634,383,205)

As at  
March 31, 2019  
₹

(2,796,328,900)  
(764,725,872)  
(3,561,054,772)

ii) Remeasurement of Defined benefit plan

As per last Financial Statements  
Other comprehensive income during the year

484,631  
(2,175,678)  
(1,691,047)  
(4,636,074,252)

182,872  
301,759  
484,631  
(3,560,570,141)



Note No.	Particulars	As at March 31, 2020 ₹	As at March 31, 2019 ₹
16	<b>Other Financial Liabilities</b>		
	Security Deposit	12,879,660	1,183,492
		12,879,660	1,183,492
17	<b>Provisions</b>		
	<b>Provision For Employee Benefit</b>		
	Gratuity	25,176,733	16,547,526
	Leave Encashment	20,531,708	15,216,544
		45,708,441	31,764,070
18	<b>Other Non Current Liability</b>		
	Deferred Revenue	7,008,548	497,219
	Deferred Liability	0	115,928,083
		7,008,548	116,425,302
19	<b>Borrowing</b>		
	<b>From Banks (Working Capital Loan)</b>		
	- Cash Credit	69,217,458	82,859,404
	- Bank Overdraft	419,422,025	417,407,894
		488,639,483	500,267,298

**Note :-**

The working capital loan from yes bank for facility of Rs. 50 crore is secured by (i) First pari passu charge by way of indenture of Mortgage on 2 Acres of land situated at Sector 128, Gautam Budh Nagar, adjacent to Noida Hospital (ii) Second Pari Passu Charge by way of Indenture of Mortgage on the Land & Building of the Noida Hospital Project for 5.2 acres of Land situated at Sector -128, Gautam Budh Nagar, adjacent to Noida Hospital Project (iii) First Pari Passu Charge by way of Deed of Hypothecation of all current assets of Jaypee Hospital Noida and Second Pari Passu charge on Movable fixed assets of Jaypee Hospital , Noida. (iv) Personal Guarantee through Deed of Continuing Guarantee dated 10.11.2015 of Mr. Manoj Gaur & Supplemental Deed of Guarantee dated 28.02.2017 of Mr. Manoj Gaur. (v) Corporate Guarantee through Deed of Guarantee of Jaypee Infratech Limited.

20	<b>Trade Payables</b>		
	(A) total outstanding dues of micro enterprises and small enterprises; and	38,963,661	
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	843,622,015	959,120,978
		882,585,676	959,120,978
21	<b>Other Financial Liabilities</b>		
	Current Maturity of long-term debt*	5,441,821,199	227,500,000
	Book overdraft	-	67,929,508
	Interest Accrued & Due	608,804,643	100,171,967
	Interest Accrued But Not Due	63,354,512	50,578,954
	Employee payable	248,066,215	42,778,053
	Expenses payable	30,049,405	115,279,042
	Capital Suppliers**	1,489,188,717	1,489,474,283
		7,881,284,691	2,093,711,807

**Note :- \*\***

Other financial liabilities of Rs. 788.13 Crores is inclusive of Rs.140 Crores payable by the Company to Jaypee Infra Venture Private Limited (JIV) against 24.90 acres of land situated at Sector-19, YEIDA, District Gautam Budh Nagar, U.P. JIV invoked arbitration on 10th June, 2019 for recovery of its dues. The arbitration proceeding have since been completed per arbitration dated 07th January, 2020 with the following directions.

"By way of a majority opinion of 2:1 it is thereby decided that the respondent be directed to make the payment of Rs.140 crores to the claimant within a period of three months from the date of the present award and in case of failure to do so the respondent is directed to immediately and not later than 10 days transfer its rights in the land in favour of the claimant"

Arbtritation award is yet to be implemented.



\* Current maturity of Long term Borrowings

Particulars of Term Loan			Amount Outstanding (including current maturities)		Note
Sl.No.	Banks/Fils	Terms of Repayment / Periodicity	As at 31.03.2020 ₹	As at 31.03.2019 ₹	
I	Yes bank led Consortium Bank Term Loan - I	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	3,110,489,564	3,148,944,823	The Term loan sanctioned by by consortium lead by Yes bank became Non Performing Assets due to non payment of interest and Principal repayment due on 02.05.19 and subsequently yes bank recalled the facility and declare loan as due and payable immediately , hence the amount due in all Term loans and working Capital facility has been shown in current liability instead of Long Term Liability shown in earlier year
(i)	Oriental Bank of Commerce	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	481,711,922	481,711,922	
(ii)	Union Bank of India	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	727,500,000	727,500,000	
(iii)	Vijaya Bank	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	484,883,266	484,883,266	
(iv)	Export Import Bank of India	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	475,835,528	485,000,000	
(V)	South Indian Bank Loan (taken over by ARCIL)	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	239,442,537	242,349,636	
(VI)	Yes Bank	Repayable in 36 quarterly structured installments from 01.11.2017 to 01.08.2026	701,116,311	727,499,999	
II	Yes Bank- Term Loan II	Repayable in 36 quarterly structured installments from 01.05.2020 to 01.02.2029	984,231,634	979,302,904	
III	Yes Bank- Term Loan III	Repayable in 60 quarterly structured installments from 31.03.2022 to 31.03.2037	750,000,000	750,000,000	
IV	Yes Bank- Term Loan IV	Repayable in 60 quarterly structured installments from 31.03.2022 to 31.03.2037	597,100,000	597,100,000	
		Total	5,441,821,199	5,475,347,728	

- a) The Term Loan -I from Yes Bank led consortium banks for Facility of ₹ 325 crores is secured by (i) first Pari Passu Charge by way of Indenture of mortgage on all Land & Building of Noida Hospital Project along with all Movable Fixed assets, present & future (ii) second charge by way of Deed of Hypothecation on entire current assets of Noida Hospital Project (iii) pledge by way of Indenture of Pledge of 51% of share capital infused in Noida Hospital Project (iv) Deed of Irrevocable Personal Guarantee of Mr Manoj Gaur dated 19.11.2013.
- b) The Term Loan -II from Yes Bank for facility of Rs. 100 Cr. Is secured by (i) First pari-passu charge by way of Indenture of mortgage on all land and building of the Anoopshahr Hospital Project and Bulandshahr Hospital Project . (ii) First pari-passu charge by way of Deed of Hypothecation on all moveable fixed assets both present and future and second charge on entire current assets of Bulandshahr and Anoopshahr Hospital Projects. (iii) Pledge by way of Indenture of Pledge of 10,47,11,538 share held by Jaypee Infratech Limited in Borrower Company. (iv) Deed of irrevocable Personal Guarantee of Mr. Manoj Gaur dated 10.11.2015. (iv) Deed of Irrevocable Corporate Guarantee of Jaypee Infratech Limited dated 18.02.2016 .
- c) The Term Loan -III from Yes Bank for facility of Rs. 100 Cr. Is secured by (i) First Pari Passu Charge by way of Indenture of Mortgage on 2 acres of land situated at Sector 128, Gautam Budh Nagar, adjacent to Noida Hospital Project. (ii) Subservient charge by Indenture of Mortgage on land and building of Anoopshahr Hospital Project, Bulandshahr Hospital Project and Noida Hospital Project . (iii) Subservient charge by way of Deed of Hypothecation on moveable fixed assets and current assets of Noida Hospital Project, Bulandshahr Hospital Project and Anoopshahr Hospital Project.
- d) The Term Loan -IV from Yes Bank for facility of Rs. 75 Cr. Is secured by (i) First pari-passu charge by way of Indenture of mortgage on the Land & Building of Anoopshahr Hospital Project and Bulandshahr Hospital Project (ii) First Pari-passu charge by Deed of Hypothecation on the Movable Fixed Assets of the Noida Hospital Project , moveable fixed assets and current assets of Anupshahr and Bulandshahr Hospital Projects and Second Pari-passu charge on the Current Assets of the Noida Hospital Projects (iii) Subservient charge by way of Indenture of Mortgage on Land and Building of the Noida Hospital Project for 5.2 acres of Land situated at Sector 128, Gautam Budh Nagar, adjacent to Noida Hospital Project. (iv) Deed of Irrevocable Personal Guarantee of Mr. Manoj Gaur dated 28.02.2017

Details of default in Repayment of Borrowing from Yes bank led Consortium Bank Term Loan - I

Due Date	Default Period as on 31/03/20 (No of Days)	Vijaya Bank	Oriental Bank of Commerce	Union Bank of India	Exptot Import Bank	Yes Bank Ltd (TL - I)	South Indian Bank (taken over by ARCIL)	Total
2/1/2019	424	5,000,000	5,000,000	7,500,000				17,500,000
5/1/2019	335	5,000,000	5,000,000	7,500,000	835,528		2,094,701	20,430,229
8/1/2019	243	5,000,000	5,000,000	7,500,000	5,000,000	900,000	2,500,000	25,900,000
11/1/2019	151	12,500,000	12,500,000	18,750,000	12,500,000	18,750,000	6,250,000	81,250,000
2/1/2020	59	12,500,000	12,500,000	18,750,000	12,500,000	18,750,000	6,250,000	81,250,000
Total		40,000,000	40,000,000	60,000,000	30,835,528	38,400,000	17,094,701	226,330,229





Note No.	Particulars	As at March 31, 2020 ₹	As at March 31, 2019 ₹
<b>22</b>	<b>Provisions</b>		
	Provision For Employee Benefit		
	Gratuity	935,197	451,986
	Leave Encashment	2,868,421	1,961,273
		<b>3,803,618</b>	<b>2,413,259</b>
<b>23</b>	<b>Other Current Liabilities</b>		
	Advances from Customers	12,179,951	12,269,545
	GST Payable	1,512,356	58,320
	TDS/TCS Payable	94,638,900	84,268,937
	Provident Fund and ESI Payable	3,997,165	13,249,197
	Deffered Revenue	1,949,522	146,714
		<b>114,277,894</b>	<b>109,992,713</b>



**Jaypee Healthcare Limited**
**Note to Profit and Loss for the period ended March 31, 2020**

Note No.	Particulars	For the period ended March 31, 2020	For the period ended March 31, 2019
<b>24</b>	<b>Revenue from Operation</b>		
	Income from Medical Services	2,716,129,096	2,975,107,585
	Sale of medical and non-medical items	113,985,881	166,040,771
	Other operating revenue	92,537,344	42,111,399
		<b>2,922,652,321</b>	<b>3,183,259,755</b>
<b>25</b>	<b>Other Income</b>		
	Interest income from FDR and Others	646,156	4,855,698
	Sale Of Scrap	559,087	653,775
	Amortisation of Deferred Liability	15,808,375	15,808,375
	Fair Value of Financial instruments measured at Amortised Cost	709,783	146,714
	Miscellaneous Income	2,552,234	1,127,498
	Interest on Income Tax Refund	4,790,509	-
		<b>25,066,144</b>	<b>22,592,060</b>
<b>26</b>	<b>Changes in Inventories of Finished Goods, Stock in Trade and Work in Progress</b>		
	<b>Stock at the beginning of year</b>		
	- Stock Medical Items	74,938,696	76,955,470
	- Stock Non Medical Items	5,778,619	8,015,994
	<b>Total</b>	<b>80,717,315</b>	<b>84,971,464</b>
	<b>Stock at the Closing of year</b>		
	- Stock Medical Items	73,914,027	74,938,696
	- Stock Non Medical Items	6,188,980	5,778,619
	<b>Total</b>	<b>80,103,007</b>	<b>80,717,315</b>
		<b>614,308</b>	<b>4,254,149</b>
<b>27</b>	<b>Employee Benefit Expense</b>		
	Salary, Wages, Bonus and other benefits	494,057,194	480,981,699
	Contribution to Provident fund & other fund	29,010,652	27,491,021
	Staff Welfare Expenses	5,158,731	6,926,783
		<b>528,226,577</b>	<b>515,399,503</b>
<b>28</b>	<b>Finance Cost</b>		
	Interest on Term Loan	756,651,678	655,573,257
		<b>756,651,678</b>	<b>655,573,257</b>
<b>29</b>	<b>Depreciation and Amortization expense</b>		
	Depreciation on Tangible Assets	385,289,279	316,234,997
	Amortization of Intangible Assets	1,536,004	1,536,004
		<b>386,825,283</b>	<b>317,771,001</b>



**Jaypee Healthcare Limited**
**Note to Profit and Loss for the period ended March 31, 2020**

Note No.	Particulars	For the period ended March 31, 2020	For the period ended March 31, 2019
30	<b>Other expenses</b>		
	Doctor's Fees	752,061,594	764,000,830
	Consultancy & Advisory Charges	41,106,988	38,366,835
	Electricity, Power & Fuel Expenses	141,047,608	150,934,515
	House Keeping Expenses	131,886,553	159,155,735
	Security Service Expenses	25,790,177	26,348,289
	Rates & Taxes	2,148,086	1,796,909
	Travelling & Conveyance Expenses	10,160,492	21,359,179
	Postage & Telephone Expenses	3,549,785	4,298,702
	Insurance Charges	5,881,449	8,446,169
	Vehicles Running & Maintenance	23,445,304	26,306,585
	Printing & Stationery	17,157,750	18,298,424
	Office Expenses	4,446,867	5,489,712
	Repair & Maintenance	95,612,813	95,711,673
	Marketing & Business Promotion Expenses	281,894,193	281,386,941
	Auditor's Remuneration	-	-
	- Audit Fee	472,000	472,000
	- Tax Audit Fee	-	45,200
	- Cost Audit Fee	177,000	177,000
	- Certification and Other Services	188,800	85,550
	- Out of Pocket Expenses	20,060	20,060
	Misc. Expenses	1,108,239	2,478,462
	Interest on TDS	20,705,215	1,183,086
	Bank Charges	11,721,888	13,120,003
	Outsourced Pathlab Expenses	32,479,627	35,212,639
	Patient Catering Expenses	39,326,787	46,899,413
	Maintenance Charges	26,767,966	26,252,771
	Life time expected credit losses	1,448,155	1,410,419
	Fair value of Financial instrument	45,187,087	-
	Rental expenses	124,829	18,693,686
		<b>1,715,917,312</b>	<b>1,747,950,787</b>
31	<b>Earnings Per Share in accordance with Accounting Standard [Ind AS 33] for the period ended on March 31, 2020</b>		
	Net Profit after Tax	(1,073,328,433)	(764,725,872)
	Weighted average number of Equity Shares at the end of the period.	427,500,000	427,500,000
	Basic & diluted Earnings per share(₹)	(2.51)	(1.79)
	Face Value per Share(₹)	10	10



**Jaypee Healthcare Limited****Notes to financial statements for the year ended 31 March 2020****32 Leases****A. Lease as lessee**

The Company has entered into operating lease agreement. The leases typically run for a period of 1 year, with an option to renew the lease after that period. Lease payments are renegotiated on regular intervals to reflect market rentals.

	For the year ended 31 March 2020	For the year ended 31 March 2019
	₹	₹
<b>i. Future minimum lease payments</b>		
At year end, the future minimum lease payments to be made under non-cancellable operating leases are as follows:		
(a) Not later than one year	2,656,206	2,206,800
(b) Later than one year but not later than five years	1,391,346	9,709,920
(c) Later than five years	-	10,680,912

**ii. Amounts recognised in profit or loss**

During the year ended 31 March 2020, rental expenses of ₹ 53,18,333 (31 March 2019: ₹ 55,85,634) have been recognised in profit and loss statement.

**B. Lease as lessor**

The Company leases out its part of building on operating lease basis.. Lease payments are renegotiated on regular intervals to reflect market rentals.

	For the year ended 31 March 2020	For the year ended 31 March 2019
	₹	₹
<b>i. Future minimum lease payments</b>		
At year end, the future minimum lease payments to be made under non-cancellable operating leases are as follows:		
(a) Not later than one year	18,481,451	5,608,272
(b) Later than one year but not later than five years	71,521,685	22,433,088
(c) Later than five years	2,331,050	22,433,088

**ii. Amounts recognised in profit or loss**

During the year ended 31 March 2020, rentals of ₹ 91,32,024 (31 March 2019: ₹ 1,17,38,897) have been recognised in the profit and loss statement





## NOTE NO. 33 Contingent Liabilities &amp; commitments not provided for:

	₹	₹
Particulars	March 31,2020	March 31,2019
<b>Contingent Liabilities :-</b>		
a) Outstanding Letters of Credit (including Foreign LCs) (Margin Money Current Year: Nil, Previous Year: Nil)		4,691,739
b) Bank Guarantee	1,400,000	3,700,000
c) Claim against the Company not acknowledged as debts		
-Civil Cases (Refer note a below )	54,793,034	4,793,034

**Note:-**

Claims against the Company not acknowledged as debts represent the civil cases that are pending with various Consumer Disputes Redressal Commission/Courts. Based on expert opinion obtained, the management believes that the Company has good chance of success in these cases. In addition to this, as a measure of good corporate governance the company has taken Professional Indemnity Insurance Policy for claims pending against the Company to secure the company from any financial implication in case of claim settled against the company.

## NOTE NO. 34

In the opinion of Board of Directors the assets, other than fixed assets and non-current investments, have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

## NOTE NO. 35

**(a) Provident Fund – Defined contribution Plan.**

All employees are entitled to Provident Fund Benefit as per law. Amount debited to financial statements is ₹ 2,54,08,982/- during the year (Previous period ₹ 2,25,98,808/-).

(b) The Liability for Gratuity is provided on the basis of actuarial valuation made at the end of current period. The actuarial valuation is made on Projected Unit Credit method as per Ind AS-19 (Revised 2011 ).

(c) Provision has been made for Gratuity and Leave Encashment as per actuarial valuation as below (Previous year figures are mentioned in brackets) :

**The Summarized position of defined benefits recognized in Balance Sheet is as under:**

S. No.	Particulars	2019-20	
		Gratuity	Leave Encashment
<b>I</b>	<b>Statement</b>		
1.	Current Service Cost.	6,726,738	6,467,161
		(5,008,581)	(5,385,677)
2.	Interest Cost	1,302,163	1,315,821
		(945,699)	(1,048,180)
3.	Employee Contribution	-	-
		(-)	(-)
4.	Actuarial (Gains)/Losses	2,175,678	3,380,554
		(- 3,01,759)	(10,67,856)
5.	Past Service Cost	-	-
		(-)	(-)
6.	Benefits Paid	-10,92,161	(4,941,224)
		(-7,77,351)	(-37,62,097)
7.	Total Expenses	9,112,418	6,222,312
		(4,875,170)	(3,739,616)



II	<b>Balance Sheet as at 31st March 2020.</b>			
	1. Present Value of Defined Benefit	2,61,11,930	23,400,129	
		(1,69,99,512)	(1,71,77,817)	
	2. Fair Value of Plan Assets	-	-	
		(-)	(-)	
3.	Unfunded Liability /provision in Balance	-2,61,11,930	23,400,129	
		(-1,69,99,512)	(1,71,77,817)	
	4. Net Asset/ (Liability) as at March 31,	(26,111,930)	-2,34,00,129	
		(-1,69,99,512)	(-1,71,77,817)	
III	<b>Change in Obligation during the year</b>			
	1. Present value of Defined Benefit Obligation at the beginning of the year.	16,999,512	17,177,817	
		(1,21,24,342)	(1,34,38,201)	
	2. Current Service Cost.	6,726,738	6,467,161	
		(50,08,581)	(53,85,677)	
	3. Interest Cost	1,302,163	1,315,821	
		(945,699)	(1,048,180)	
	4. Settlement Cost	-	-	
		(-)	(-)	
	5. Past Service Cost.	-	-	
		(-)	(-)	
	6. Re-measurements	2,175,678	3,380,554	
		(-3,01,759)	(10,67,856)	
	7. Actuarial (Gains)/Losses	-	-	
		(-)	-	
	8. Benefit Payments	-10,92,161	-4,941,224	
		(-7,77,351)	(-37,62,097)	
	9. Present Value of Defined Benefit Obligation at the end of the year.	2,61,11,930	23,400,129	
		(1,69,99,512)	(1,71,77,817)	
IV	<b>Change in Assets during the year ended</b>			
	1. Plan Assets at the beginning of the year.	-	-	
		(-)	(-)	
	2. Assets acquired on amalgamation in	-	-	
		(-)	(-)	
	3. Settlements	-	-	
		(-)	(-)	
	4. Expected return on Plan Assets	-	-	
		(-)	(-)	
	5. Contribution by Employer	-	-	
		(-)	(-)	
	6. Actual Benefit Paid	-	-	
		(-)	(-)	
	7. Actuarial Gains / (Losses)	-	-	
		(-)	(-)	
	8. Plan Assets at the end of the year	-	-	
		(-)	(-)	
	9. Actual Return on Plan Assets	-	-	
		(-)	(-)	
<b>V. Assets/Liabilities</b>				
		<b>31.03.2020</b>	<b>31.03.2019</b>	
<b>Gratuit</b>				
A	PBO (C)	26,111,930	16,999,512	
B	Plan Assets	-	-	
C	Net Assets/(Liabilities)	(26,111,930)	(16,999,512)	
<b>Leave</b>				
A	PBO (C)	23,400,129	17,177,817	
B	Plan Assets	-	-	
C	Net Assets/(Liabilities)	(23,400,129)	(17,177,817)	

**VI. Enterprises best estimate of contribution during next year :**

(i) Gratuity	₹ 9,613,357
(ii) Leave encashment	₹ 7,868,286

**VII. Actuarial Assumptions**

(I) Discount Rate	6.76%
(II) Mortality	As per IALM (2012-14)
(III) Turnover Rate	
- Up to 30 years	2%
- 31 to 44 years	5%
- Above 44 years	3%
(IV) Future Salary Increase	5.5%



**NOTE NO.36**

Related Party Disclosures, as required in terms of 'IND AS -24' are given below:

I:- Relationships (Related party relationships are as identified by the Company and relied upon by the Auditors)

**a. Ultimate Holding Company :** Jaiprakash Associates Limited (JAL)

**b. Holding Company :** Jaypee Infratech Limited (JIL)

**c. Fellow Subsidiary Companies:**

- (1) Bhilai Jaypee Cement Limited (JV subsidiary of JAL)
- (2) Himalyan Expressway Limited (subsidiary of JAL)
- (3) Gujarat Jaypee Cement & Infrastructure Limited (JV subsidiary of JAL)
- (4) Jaypee Ganga Infrastructure Corporation Limited (wholly owned subsidiary of JAL)
- (5) Jaypee Agra Vikas Limited (wholly subsidiary of JAL)
- (6) Jaypee Fertilizers & Industries Limited (wholly owned subsidiary of JAL)
- (7) Jaypee Cement Corporation Limited (wholly owned subsidiary of JAL)
- (8) Himalyaputra Aviation Limited (wholly owned subsidiary of JAL)
- (9) Jaypee Assam Cement Limited (wholly owned subsidiary of JAL)
- (10) Jaypee Infrastructure Development Limited (new name of Jaypee Cement Cricket (India) Limited w.e.f.
- (11) Jaypee Cement Hockey (India) Limited (wholly owned subsidiary of JAL)
- (12) Jaiprakash Agri Initiatives Company Limited (wholly owned subsidiary of JCCL)
- (13) Yamuna Expressway Tolling Limited (new name of Yamuna Expressway Tolling Private Limited w.e.f 05.04.2017,
- (14) Jaypee Uttar Bharat Vikas Private Limited (JUBVPL) (JV Associate Co. till 25.07.17. It became wholly owned subsidiary
- (15) Kanpur Fertilizers & Chemicals Limited (JV Associate Co. till 25.07.17. It became subsidiary of JUBVPL/ JFIL/ JAL w.e.f.

**d. Associates Companies**

- (1) Jaiprakash Power Ventures Limited (JPVL) (w.e.f. 18.02.2017, it became an Associate Company in place of fellow
- (2) Jaypee Powergrid Limited (JV Subsidiary of JPVL) (w.e.f. 18.02.2017, it became an Associate Company in place of
- (3) Sangam Power Generation Company Limited (wholly owned subsidiary of JPVL) (w.e.f. 18.02.2017, it became an
- (4) Prayagraj Power Generation Company Limited (PPGCL) (PPGCL is no more a subsidiary of JPVL w.e.f. 18.12.2017,
- (5) Jaypee Meghalaya Power Limited (wholly owned subsidiary of JPVL) (w.e.f. 18.02.2017, it became an Associate
- (6) Bina Power Supply Limited (Formerly known as Himachal Karcham Power Company Limited w.e.f. 28.09.2015
- (7) MP Jaypee Coal Limited (JV Associate Co. of JAL)
- (8) MP Jaypee Coal Fields Limited (JV Associate Co. of JAL)
- (9) Madhya Pradesh Jaypee Minerals Limited (JV Associate Co. of JAL)
- (10) Jaypee Infra Ventures Private Limited (JIVPL) [new name of 'Jaypee Infra Ventures (A Private Company With
- (11) Jaypee Development Corporation Limited (JDCL) (wholly owned subsidiary of JIVPL)
- (12) Andhra Cements Limited (subsidiary of JDCL)
- (13) JIL Information Technology Limited (JILIT) (Subsidiary of JIVPL)
- (14) Gaur & Nagi Limited (wholly owned subsidiary of JILIT)
- (15) Jaypee International Logistics Company Private Limited (wholly owned subsidiary of JIVPL) (dissolved w.e.f.
- (16) Tiger Hills Holiday Resort Private Limited (wholly owned subsidiary of JDCL)
- (17) RPJ Minerals Private Limited (RPJMPL)
- (18) Sarveshwari Stone Products Private Limited (wholly-owned subsidiary of RPJMPL)
- (19) Rock Solid Cement Limited (wholly-owned subsidiary of RPJMPL)
- (20) Sonebhadra Minerals Private Limited
- (21) Indesign Enterprises Private Limited (IEPL) (subsidiary of JIVPL)
- (22) Jaypee Arunachal Power Limited (wholly owned subsidiary of JPVL) (w.e.f. 18.02.2017, it became an Associate
- (23) Jaypee Uttar Bharat Vikas Private Limited (JUBVPL) (JV Associate Co. till 25.07.17. It became wholly owned
- (24) Jaiprakash Kashmir Energy Limited ( jointly controlled by Shri Manoj Gaur, Sunny Gaur & their relatives).
- (25) Ibonshourne Limited (subsidiary of IEPL)
- (26) Ceekay Estates Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha Dixit).
- (27) Bhumi Estate Developers Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha
- (28) Jaypee Jan Sewa Sansthan ('Not For Profit' Private Limited Company) (controlled by relatives of Shri Manoj
- (29) Librans Venture Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha Dixit).
- (30) JC World Hospitality Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha
- (31) JC Wealth & Investments Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha
- (32) CK World Hospitality Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha
- (33) Jaiprakash Exports Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha Dixit).
- (34) Think different Enterprises Private Limited (controlled by relatives of Shri Manoj Gaur & Smt. Rekha Dixit).
- (35) First Light Estates Private Limited (controlled by relatives of Shri Manoj Gaur, Shri Sunny Gaur & Smt. Rekha Dixit).



(36) Kanpur Fertilizers & Chemicals Limited (JV Associate Co. till 25.07.17. It became subsidiary of JUBVPL/ JFIL/ JAL w.e.f. 26.07.17).

(37) Dixit Holdings Private Limited [A related party as per Sec 2(76)(iv) ].

(38) iValue Advisors Private Limited [A related party as per Sec 2(76)(iv) ].



(e) **Key Managerial Personnel:**

- (1) Shri Sunny Gaur, Managing Director (w.e.f. 15.04.2016)
- (2) Smt. Rekha Dixit, Whole-time director (w.e.f. 25.02.2015)
- (3) Shri Malyawant Passi, Chief Financial Officer (Resigned w.e.f. 11.11.2019)
- (4) Ms. Disha Rajvanshi, Company Secretary (Resigned w.e.f.11.05.2019)
- (5) Ms. Payal Guglani, Company Secretary ( w.e.f.02.11.2019)

**Transactions carried out with related parties referred to above: (in ₹ )**

Nature of Transactions	Referred in (a) above	Referred in (b) above	Referred in (c) above	Referred in (d) above	Referred in (e) above
Receipts/Income	7,500,000	-	-	-	
	(7,500,000)		(5,000,000)	(7,500,000)	
<b>Expenditure</b>					
Contract Expenses				-	
				(4,406,055)	
Cement/Goods Purchases/IT Services, supply & Installation				8,696,967	
				(22,796,679)	
Advertisement				6,148,554	
				(11,502,666)	
Others	30,334,819	110,985,153		6,715,484	20,590,767
	(27,409,875)	(120,796,698)		(7,324,145)	(24,277,070)
Project Transfer		-			
		-			

**Outstanding**

<b>Payables</b>					
Creditors	162,218,965	91,319,419		1,474,635,336	6,433,029
	(137,778,858)	(25,463,762)		1,469,354,979	(3,931,661)

Previous Year figures are given in brackets

**NOTE NO. 37**

As on 31st March 2020, there is net Deferred tax assets however, the provision for net Deferred Tax Assets using balance sheet

**NOTE NO. 38**

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act,

	Particulars	As At March 31, 2020 ₹	As At March 31, 2019 ₹
(a)	The principal amount and the interest due		
	Principal amount due to micro and small	NIL	NIL
	- Principal Amount	38,963,661	
	- Interest Amount	7,957,961	NIL
(b)	The amount of interest paid by the buyer in	NIL	NIL
(c)	The amount of interest due and payable for the	NIL	NIL
(d)	The amount of interest accrued and remaining	7957961	NIL
(e)	The amount of further interest remaining due	NIL	NIL





**NOTE NO. 39**

The Company's sole operating segment is 'Medical services'. Accordingly, there are no additional disclosure to be

**Note No. -40 Capital Management****(A) Risk Management**

The Company manages its capital to ensure that the company will be able to continue as going concerns while

The Company's risk management committee reviews the capital structure of the Company on a semi-annual basis. As

**Gearing ratio**

The gearing ratio at end of the reporting period was as follows.

Particulars	As at March 31, 2020	As at March 31, 2019
Debt*	5,930,460,682	5,800,972,380
Cash and bank balances (including cash and bank balances in a	46,732,371	31,890,043
<b>Net debt</b>	<b>5,883,728,312</b>	<b>5,769,082,337</b>
Total Equity	(361,074,252)	714,429,859
<b>Net Debts and Total equity</b>	<b>5,522,654,060</b>	<b>6,483,512,196</b>
<b>Net debt to debt and equity ratio</b>	<b>106.54%</b>	<b>88.98%</b>

\*Debt is defined as long-term and short-term borrowings including current maturities and books overdraft

Total equity (as shown in balance sheet) includes issued capital and all other equity reserves.

**Note No. -41**

- Yes Bank Limited had issued a Recalled Notice on 08th November 2019, subsequently filed an application under section 7 of IBC at NCLT, Allahabad and is not yet admitted.

-Yes Bank also filed an application with NCLT, New Delhi, wherein resolution plan for Jaypee Infratech Limited (JIL) was submitted by the Committee of Creditors for approval.

-NCLT, New Delhi vide its order dated 03rd March, 2020 has passed an order approving resolution plan of NBCC for JIL. In the Resolution Plan NBCC has proposed to divest the entire shareholding of JHL or transfer to trust. Further, the lenders of JHL shall not be entitled to deal with assets of JHL or adversely interfere with the continued business of JHL in any manner whatsoever.



**Note 42 : Fair Value Measurement**
**Categories of financial instruments**

	₹	
Financial assets	As at March 31, 2020	As at March 31, 2019
Measured at amortised cost		
(i) Trade Receivables	214,682,200	222,286,700
(ii) Cash and Bank balance	46,732,371	31,890,043
(iii) Other Financial Assets	22,072,047	62,422,039
	283,486,617	316,598,782
Financial liabilities	As at March 31, 2020	As at March 31, 2019
Measured at amortised cost		
(i) Borrowings	5,930,460,682	5,800,972,380
(ii) Other financial liabilities	2,452,343,153	1,867,395,299
(iii) Trade and other payables	882,585,676	959,120,978
Total	9,265,389,511	8,627,488,657

**(i) Fair Value Hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (A) recognised and measured at fair value and (B) measured at amortised cost and for which fair values are disclosed in financial statements to provide an indication about the reliability of inputs used in determining fair values, the group has classified its financial instruments into three levels prescribed under the accounting standards.

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below :-

**Fair value measurements**

Particulars	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	As at March 31, 2020	As at March 31, 2019		
<b>Financial assets</b>				
a) Security deposit	676,262	1,265,450	Level 2	Discounted cash flow at a discount rate that reflects the company's current borrowings rate at the end of reporting period
<b>Financial Liabilities</b>				
a) Borrowings	5,441,821,199	5,073,205,082	Level 2	Discounted estimated cash flow through the expected life of the borrowings
b) Security deposit	12,879,660	1,183,492	Level 2	Discounted cash flow at a discount rate that reflects the company's current borrowings rate at the end of reporting period





The fair values of current debtors, cash & bank balances, loan to related party, security deposit to government department, current creditors and current borrowings and other financial liability are assumed to approximate their carrying amounts due to the short-term maturities of these assets and liabilities.

Particulars	Carrying value	
	As at March 31, 2020	As at March 31, 2019
<b>i) Financial assets - Current</b>		
Trade receivables	214,682,200	222,286,700
Cash and cash equivalents	44,704,686	23,127,813
Bank Balances	2,027,685	8,762,230
Other Financial assets	19,497,217	59,258,021
<b>ii) Financial liabilities - Current</b>		
Trade payables	882,585,676	959,120,978
Borrowing	488,639,483	500,267,298
Other Financial liabilities (other than Current Maturity of long-term debt)	2,439,463,493	1,866,211,807

**(ii) Valuation techniques used to determine Fair value**

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**The following method and assumptions are used to estimate fair values:**

The Carrying amounts of trade receivables, trade payables, short term borrowing, other financial assets/ Liabilities, cash and cash equivalents are considered to be their fair value, due to their short term nature.

Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. For borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

**Note 43 : FINANCIAL RISK MANAGEMENT**

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company principal financial asset includes loan, trade and other receivables, and cash and short-term deposits that arise directly from its operations.

The Company's activities are exposed to **market risk, credit risk and liquidity risk**.

**Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks.

**(a) 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. In order to optimize the Company's position with regard to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of the fixed rate and floating rate financial instruments in its total portfolio.

(i) The exposure of group borrowings to interest rate changes at the end of reporting period are as follows:

Particulars	As at	As at
	March 31, 2020	March 31, 2019
Variable rate borrowings	5,930,460,682	5,800,972,380
Fixed rate borrowings	-	-
Total borrowings	5,930,460,682	5,800,972,380



(ii) As at the end of reporting period, the company had the following variable rate borrowings and interest rate swap contracts outstanding:

Particulars	As at March 31, 2020			As at March 31, 2019		
	Weighted average interest rate	Balance	% of total loans	Weighted average interest rate	Balance	% of total loans
Cash Credit Limit	13.21% - 14.32%	5,930,460,682	100.00%	13.93%	5,800,972,380	100.00%
Net exposure to cash flow interest rate risk		5,930,460,682			5,800,972,380	

(iii) Sensitivity

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in

Particulars	Increase/ Decrease in Basis Points			
	Impact on Profit before Tax			
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
INR	+50	+50	(29,652,303)	(29,004,862)
	- 50	- 50	29,652,303	29,004,862

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not operates internationally and as the Company has not obtained any foreign currency loans and also doesn't have any foreign currency trade payables and foreign receivables outstanding therefore, the company is not exposed to any foreign exchange risk.

(c) Price Risk

The company exposure to equity securities price risk arises from the investments held by company and classified in the balance sheet at fair value through profit and loss. The company does not have any investments at the current year end and previous year which are held for trading. Therefore no sensitivity is provided.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the company uses other publicly available financial information and its own trading records to rate its major customers. The company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.



The average credit period on sales of services & goods is 15-45 days.

No interest is charged on trade receivables.

Trade receivables may be analysed as follows:

Age of receivables	As at March 31, 2020	As at March 31, 2019
Within the credit period		
1-30 days past due	84,155,652	84,209,405
31-60 days past due	38,261,600	35,587,522
61-90 days past due	25,972,714	26,601,449
More than 90 days past due	90,145,810	98,293,748
	<b>238,535,777</b>	<b>244,692,124</b>
<b>Expected credit loss</b>	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Opening Balance	22,405,422	20,995,003
Add:- Created during the year	1,448,155	1,410,419
Closing Balance	<b>23,853,577</b>	<b>22,405,422</b>

#### Liquidity Risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company's management is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

Particulars	Weighted average effective interest rate (%)	Within 1 year	1-3 years	More than 3 years	Total	Carrying amount
<b>As at March 31, 2020</b>						
Borrowings	10.25% - 14.32%	5,930,460,682	-	-	5,930,460,682	5,930,460,682
Trade payables		882,585,676			882,585,676	882,585,676
Other financial liabilities		2,439,463,493		22,150,000	2,461,613,493	2,452,343,153
<b>Total</b>		<b>9,252,509,851</b>	<b>-</b>	<b>22,150,000</b>	<b>9,274,659,851</b>	<b>9,265,389,511</b>
<b>As at March 31, 2019</b>						
Borrowings	10.25% - 14.32%	727,767,298	972,500,000	4,275,347,728	5,975,615,026	5,800,972,380
Trade payables		959,120,976			959,120,976	959,120,978
Other financial liabilities		1,866,211,806		2,000,000	1,868,211,806	1,867,395,299
<b>Total</b>		<b>3,553,100,079</b>	<b>972,500,000</b>	<b>4,277,347,728</b>	<b>8,802,947,807</b>	<b>8,229,513,451</b>



**Note 44**

**A. Earnings in foreign Currency :**

Particulars	Year ended 2019-20	Year ended 2018-19
Patient Receipt	339,401,066	*505483515

\* On the basis of collection of subsequent information , earning in foreign currency relating to year ended 2018-19 has been reworked from Rs. 26,57,82,976/- to Rs. 50,54,83,515/-.

**B. Expenditure in Foreign Currency :**

Particulars	Year ended 2019-20	Year ended 2018-19
Finance Charges	5,800	16,615
Patient Refund	1,010,005	1,992,130
CIF value of import of Capital Goods	-	-

**NOTE NO. 45**

All the figures have been rounded off to the nearest rupee and Previous year figures have been reworked/regrouped/rearranged wherever necessary to conform to those of current year.

**For Awatar & Co.**  
Chartered Accountants  
Firm Registration No.000726N

*Brijendra Agrawal*

(Brijendra Agrawal)  
Partner  
M. No. 087787



Place: Noida  
Dated: 20th May'2020

For and on behalf of the Board

*Manoj Gaur*  
Manoj Gaur  
Chairman  
DIN-00008480

*Rekha Dixit*  
Rekha Dixit  
Whole-time Director  
DIN-00913685

*Payal Guglani*  
Payal Guglani  
Company Secretary

*Sunny Gaur*  
Sunny Gaur  
Managing Director  
DIN-00008293

*S.K. Thakral*  
S.K. Thakral  
Chief Financial Officer

