

HOVS LLC

**FINANCIAL STATEMENTS FOR THE
YEAR
ENDED MARCH 31, 2019**

INDEPENDENT AUDITORS' REPORT

**To the Board of Directors of
HOVS LLC**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of HOVS LLC ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2019, its loss, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

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

Responsibilities of Management and those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a

true and fair view of the financial position, financial performance (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 accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.

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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 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 control system 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 the 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 entity'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 entity 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) to evaluate the effect of and identified misstatements in the financial statements.

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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

Other Matters:

The audit report has been prepared for the purpose of enabling Ultimate Parent Company's financial reporting requirement under the Act and should not be used for purposes other than that which it is meant for.

For Bagaria and Co. LLP
Chartered Accountants
Firm Registration No. 113447W/W-100019

Pune
May 10, 2019

Vinay Somani
Partner
Membership No. 143503

HOVS, LLC

Balance Sheet As At March 31, 2019

(Rs. in Thousands)

Particulars	Note No	As At March 31, 2019	As At March 31, 2018
Assets			
Non-current assets			
Financial assets			
Investment in associate & subsidiary	2	-	35,767
Other investments	2	5,862,250	9,872,426
Total non-current assets		5,862,250	9,908,193
Current assets			
Financial assets			
Cash & cash equivalents	3	683	252
Total current assets		683	252
Total assets		5,862,933	9,908,445
Equity and liabilities			
Equity			
Equity share capital	4	1,018,464	957,696
Other equity		3,794,670	7,091,597
Total equity		4,813,134	8,049,293
Liabilities			
Non-current liabilities			
Financial liabilities			
Deferred Tax Liabilities (Net)	5	954,937	1,769,950
Total non-current liabilities		954,937	1,769,950
Current liabilities			
Financial liabilities			
Other financial liabilities	6	94,862	89,202
Total current liabilities		94,862	89,202
Total equity and liabilities		5,862,933	9,908,445
Significant accounting policies	1		
The accompanying notes are an integral part of the financial statements			

As per our report of even date

For Bagaria and Co. LLP

FRN - 113447W/W-100019

Chartered Accountants

For HOVS, LLC

Vinay Somani

Partner

M. No. 143503

Place : Pune

Date : May 10, 2019

Manager

HOVS, LLC

Statement of Profit and Loss For The Year Ended March 31, 2019

(Rs. in Thousands)

Particulars	Note No	For The Year Ended March 31, 2019	For The Year Ended March 31, 2018
Income			
Revenue from operations		-	-
Other income	7	419	33,865
Total Income		419	33,865
Expenses			
Other expenses		-	-
Total Expenses		-	-
Profit before exceptional items		419	33,865
Exceptional items	8	(38,432)	-
Profit/(loss) after exceptional items before tax		(38,013)	33,865
Tax expense	9		
Current tax		-	-
Deferred tax		-	-
Profit/(loss) after tax for the year		(38,013)	33,865
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
Profit on divestment of stake in an associate in Business Combination		-	13,392,265
Changes in fair value of FVOCI equity instruments	5	(4,636,605)	(4,542,515)
Tax impact on above		927,321	(1,769,950)
Total other comprehensive income		(3,709,284)	7,079,800
Total comprehensive income for the year		(3,747,297)	7,113,665
Basic & diluted Earning Per Share (Face value of USD 1 each) :	13		
Before exceptional		0.42	33.87
After exceptional		(38.01)	33.87
Significant accounting policies	1		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date

For Bagaria and Co. LLP

FRN - 113447W/W-100019

Chartered Accountants

For HOVS, LLC

Vinay Somani

Partner

M. No. 143503

Place : Pune

Date : May 10, 2019

Manager

HOVS, LLC

Statement of Changes in Equity for the year ended March 31, 2019

(Rs. in Thousands)

EQUITY SHARE CAPITAL :

Particular	Balance as at April 1st, 2017	Changes in equity share capital during the year	Balance as at March 31st, 2018	Changes in equity share capital during the year	Balance as at March 31st, 2019
Common stock	65	-	65	4	69
Additional paid in capital	954,605	3,026	957,631	60,764	1,018,395
Equity Share Capital	954,670	3,026	957,696	60,768	1,018,464

OTHER EQUITY :

Particulars	Reserve & Surplus	Other Comprehensive Income		Total
	Retained earnings	Foreign Exchange Translation Reserve - arising on translation of foreign operations	Fair value of Equity Instruments	
Balances as at April 1, 2017	(19,471)	(2,840)	-	(22,311)
Profit/(Loss) for the year before OCI	33,865	-	-	33,865
Addition/(deletion) from foreign exchange translation reserve		243		243
Other Comprehensive Income for the year		-	7,079,800	7,079,800
Balance as at March 31, 2018	14,394	(2,597)	7,079,800	7,091,597
Balance as at March 31, 2018	14,394	(2,597)	7,079,800	7,091,597
Profit for the year before OCI	(38,013)	-	-	(38,013)
Addition/(deletion) from foreign exchange translation reserve	-	1,140	449,230	450,370
Other Comprehensive Income for the year	-	-	(3,709,284)	(3,709,284)
Balance as at March 31, 2019	(23,619)	(1,457)	3,819,746	3,794,670

Significant accounting policies

1

The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date

For Bagaria and Co. LLP

FRN - 113447W/W-100019

Chartered Accountants

For HOVS, LLC

Vinay Somani

Partner

M. No. 143503

Place : Pune

Date : May 10, 2019

Manager

HOVS, LLC

Statement of Cash flows for the year ended March 31, 2019

(Rs. in Thousands)

Particulars	For The Year Ended March 31, 2019	For The Year Ended March 31, 2018
A Cash flow from Operating Activities:		
Net profit before tax & before exceptional items	419	33,865
Add: Adjustments for :		
Amounts no longer payable are written back	-	(33,865)
Foreign exchange (gain)/loss, net	12	372
Operating profit before working capital changes	431	372
Adjustments for changes in working capital :		
Increase/(decrease) in trade receivable	-	8,391
Increase/(decrease) in trade and other payable	-	(11,202)
Cash generated from operations	431	(2,439)
Taxes paid (net of refund)	-	-
Net cash used in operating activities - A	431	(2,439)
B Cash flow from investing activities:		
Investments	-	-
Net cash from/(used in) investing activities - B	-	-
C Cash flow from financing activities:		
Change in intercompany obligation	-	-
Net cash used in financing activities - C	-	-
Net decrease in cash and cash equivalents (A+B+C)	431	(2,439)
Opening cash and cash equivalents	252	2,691
Closing cash and cash equivalents	683	252

Notes :

- 1 Divestment of stake in an associate and Business combination is non cash transaction and hence not reflected in above cash flow statement.

As per our report of even date

For Bagaria and Co. LLP

FRN - 113447W/W-100019

Chartered Accountants

For HOVS, LLC

Vinay Somani

Partner

M. No. 143503

Place : Pune

Date : May 10, 2019

Manager

1. Overview of the Company:

HOVS LLC ("HOVS") was formed on March 1, 2011, in Delaware State of United States of America (USA) as HOV SPV LLC and on March 17, 2011 and the name was subsequently changed to HOVS LLC, Limited Liability Company. The Company is formed for the purpose of acquisitions of different companies, investment activity, Sale of Software licenses, and other allied services and businesses.

SIGNIFICANT ACCOUNTING POLICIES –

Following are the group's significant accounting policies as followed by the Company

1.1 BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under the Companies (Indian Accounting standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendments Rules 2016 prescribed under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

The financial statements are prepared and presented on accrual basis and under the historical cost convention.

1.2 USE OF ESTIMATES AND JUDGEMENTS

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

All the assets and liabilities have been classified as current or non-current as per the company's normal operating cycle of twelve months and other criteria set out in Schedule III to the Companies Act, 2013.

1.3 PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS

Property, Plant and Equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Costs include freight, import duties, non-refundable purchase taxes and other expenses directly attributable to the acquisition of the asset.

Intangible Assets

Intangible assets are held on the balance sheet at cost less accumulated amortisation and impairment losses. Intangible assets developed or acquired with finite useful life are amortized on straight line basis over the useful life.

Depreciation/amortisation:

Tangible Assets - Depreciation on Property, Plant and Equipment is provided based on useful life and in the manner prescribed in part C of Schedule II of the Companies Act, 2013 or as per Management's estimate of useful life of the assets.

Intangible Assets – Other Software products are amortized over its period of license.

Intangible assets developed or acquired with finite useful life are amortized on straight line basis over the useful life or within 8 years or its useful life as assessed by management.

The Company reviews the useful lives and residual value at each reporting date.

1.4 IMPAIRMENT OF NON FINANCIAL ASSETS

The Company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non-financial assets are impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognised in profit or loss and reflected in an allowance account. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

1.5 REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefit will flow to the Company and the revenue can be measured reliably.

Rendering of services:

Revenue from sale of services are recognized when the services are rendered.

In respect of consultancy services the income is recognized as and when the invoices are raised and accepted or certified by the party.

Effective April 1, 2018, the company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts that were not completed as at April 1, 2018. There was no impact on adoption of Ind AS 115.

Other Income

Interest income is recognized on a time proportionate basis taking into account the amounts invested and the rate of interest.

1.6 FINANCIAL INSTRUMENTS

Financial assets - Initial recognition

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Subsequent measurement

Financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

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

(a) Measured at amortised cost:

A financial asset is measured at amortised cost, if it is held under the hold to collect business model i.e. held with an objective of holding the assets to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest on the principal outstanding.

(b) Measured at fair value through other comprehensive income (FVOCI):

A financial asset is measured at FVOCI, if it is held under the hold to collect and sell business model i.e. held with an objective to collect contractual cash flows and selling such financial asset and the contractual cash flows are solely payments of principal and interest on the principal outstanding. It is subsequently measured at fair value with fair value movements recognised in the OCI, except for interest income which recognised using EIR method. The losses arising from impairment are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in the OCI is reclassified from the equity to Statement of Profit and Loss.

(c) Measured at fair value through profit or loss (FVTPL):

Investment in financial asset other than equity instrument, not measured at either amortised cost or FVOCI is measured at FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

1.7 Equity Instruments:

All investments in equity instruments classified under financial assets are subsequently measured at fair value. Equity instruments which are held for trading are measured at FVTPL.

Impairment

The Company recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVOCI.

The Company's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

For financial assets other than trade receivables, the Company recognises 12-month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The impairment losses and reversals are recognised in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

De-recognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

1.8 Financial Liabilities**Initial Recognition and measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss.

The Company's financial liability includes trade and other payables, loans and borrowings.

Subsequent measurement

Financial liabilities measured at amortised cost are subsequently measured at using EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

1.9 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 realise the assets and settle the liabilities simultaneously.

1.10 FOREIGN CURRENCY TRANSACTIONS**a) Initial Recognition**

Transactions in foreign currency are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss of the year.

b) Measurement of Foreign Currency Items at the Balance Sheet Date

Foreign currency monetary items of the Company are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these transactions are charged to the Statement of Profit and Loss.

1.11 TAXES ON INCOME

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred tax assets are not recognised where it is more likely than not that the assets will not be realised in the future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

1.12 PROVISIONS AND CONTINGENCIES

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.13 CASH AND CASH EQUIVALENTS

Cash and Cash equivalents include cash and Cheque in hand, bank balances, demand deposits with banks and other short-term highly liquid investments that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where original maturity is three months or less.

1.14 CASH FLOW STATEMENT

Cash flows are reported using the indirect method where by the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

1.15 EARNINGS PER SHARE

Basic EPS is arrived at based on net profit after tax available to equity shareholders to the weighted average number of equity shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless impact is anti-dilutive.

1.16 Functional Currency:

The functional currency of the Company is the United States Dollars ("USD").

For financial reporting purposes, the consolidated financial statements of the Company are translated into the Company's reporting currency, Indian Rupee ("INR"). Balance sheet accounts are translated using the closing exchange rate in effect at the balance sheet date and income and expense accounts are translated using the average exchange rate prevailing during the reporting period.

1.17 EXCEPTIONAL ITEMS

When an item of income or expense within profit or loss from ordinary activity is of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the year, the nature and amount of such items is disclosed as exceptional items.

Recent Accounting pronouncements:

Ind AS 116 - Leases

On March 30, 2019, Ministry of Corporate affairs have notified Ind AS 116 – "Leases". Ind As 116 will replace the existing leases standards Ind As 17 – "Leases" and related interpretations. The new standard sets out the principles for the recognition, measurement, presentation and disclosures of lease for both lease and lessor Ind AS 116 introduces a single lease accounting model and requires a lessee to recognise the assets and liabilities for all leases with a term of more than 12 months, unless the underlying assets are of low value. Ind As 116 substantially carried forward the accounting treatment prescribed for lessor. The effective date for adoption of Ind AS 116 is annual period beginning on or after April 01, 2019. There is no impact of the issued Ind AS 116 on its financial statements.

Ind AS 12 – "Income taxes" - Appendix C – Uncertainty over income tax treatments

On March 30, 2019, Ministry of Corporate affairs have notified Appendix C to Ind As 12, uncertainty over the income tax treatments which is to be applied while performing the determination of taxable profits/(loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, the company needs to determine the probability of the relevant tax authorities accepting the each tax treatments that the companies have used or plan to use in their income tax filings which has to be considered to compute the most likely amount or expected value of the tax treatments, when determining the taxable profits/(loss), tax bases, unused tax losses, unused tax credits and tax rates. The effective date for adoption of Ind AS 12 is annual period beginning on or after April 1, 2019. The Company is evaluating the impact of the issued appendix C on its financial statements.

HOVS, LLC

Notes forming part of financial statements for the year ended March 31, 2019

(Rs. in Thousands)

Particulars	As at March 31 2019	As at March 31 2018
2 Investments non current		
Unquoted - Fully paid up		
In subsidiaries - Untrade		
HOV Environment LLC		
No of Shares	6,110	6,110
% of Holding	61.1%	61.1%
Common stock (Face value of USD 90)	38,037	35,767
Less Provision for impairment of investment	(38,037)	-
Total investment in HOV Environment LLC	-	35,767
Other Investment (FVOCI)		
Trade - Quoted		
In Equity instruments		
Exela Technologies, Inc - USA (Refer note 2.1 below)		
No of Shares	28,898,646	31,390,646
% of Holding	18.68%	19.98%
Opening value of Investment	9,872,426	
Fair value of investment acquired in business combination	-	14,414,941
Add/(Less): Fair value loss recognised through OCI	(4,636,605)	(4,542,515)
Add/(Less): Foreign exchange variation	626,429	
Fair value of investment	5,862,250	9,872,426
Total	5,862,250	9,908,193
Aggregate market value of quoted investments	5,862,250	9,872,426
Aggregate value of unquoted investments	-	35,767
Aggregate value of Provision	38,037	-
2.1 Pursuant to the SourceHOV Holdings Inc., and Novitex Holdings, Inc., Business Combination closed on July 12, 2017, the HOVS LLC received equity stake in Exela Technologies, Inc., (Listed on NASDAQ) through Ex-Sigma LLC a special purpose vehicle formed for this transaction. The Ex-Sigma LLC had acquired this stake through debt and hence this stake carry lien against the aforesaid debt. In April 2018, Ex-Sigma has sold part of its stake of in Exela for repayment of debt. The Group has 28,908,987 shares i.e. 18.686% as on March 31, 2019 (31,390,646 shares i.e. 19.983% as on March 31, 2018) of Exela Technologies, Inc. The fair value of aforesaid investment is net of Group's share of debt of Rs. 816,656 Thousands as on March 31, 2019. (Rs 1,418,597 Thousands as on March 31, 2018).		
The investment has been accounted as Financial Instrument, i.e. FVOCI Equity Instruments not to be classified through Profit and Loss.		
3 Cash and cash equivalents		
Balance with banks in current accounts	683	252
Total	683	252

HOVS, LLC

Notes forming part of financial statements for the year ended March 31, 2019

(Rs. in Thousands)

	As at March 31 2019	As at March 31 2018
4 Equity Share Capital		
Issued, subscribed and paid up		
Number of Equity Shares of USD \$ 1 each	1,000	1,000
Equity Shares capital	69	65
Additional Paid in Capital	1,018,395	957,631
Total	1,018,464	957,696
The details of Shareholders holding more than 5% shares:		
HOV Services Limited		
No of Shares	1000	1000
% of Holding	100%	100%
5 Deferred Tax Liabilities (Net)		
Opening Balance	1,769,950	-
Addition during the year	(927,321)	1,769,950
Add/Less exchange variation	112,308	-
Total	954,937	1,769,950
6 Other financial liabilities		
Advance received towards reimbursement of expenses	-	-
Advance from related party	2,352	2,212
Payables to fellow subsidiary- HOVS Holdings Limited	92,510	86,990
Total	94,862	89,202

(Rs. in Thousands)

Particular	For the year ended March 31, 2019	For the year ended March 31, 2018
7 Other income		
Excess provision/ Sundry Balances written back	-	33,865
Fees income	419	-
Total	419	33,865
8 Exceptional Items		
Provision towards Impairment of Investments in a Subsidiary (Refer note 8.1 below)	38,432	-
Total	38,432	-
8.1 provision made towards impairment of investment in a subsidiary in a view of the substantial slow-down in its business activities.		

HOVS, LLC

Notes forming part of financial statements for the year ended March 31, 2019

(Rs. in Thousands)

Particular	2018-19	2017-18
9 Income Taxes		
Tax expense recognised in the statement of profit and loss:		
Current tax	-	-
Deferred Tax	-	-
Total tax expense	-	-

As per USA tax requirement Company has to pay tax as a group and hence Considering the prior year losses and losses in subsidiary the deferred tax asset or liability is not recognised on prudence basis.

Amounts recognised in OCI	2018-19	2017-18
Deferred tax liability		
Opening Balance	(1769950)	-
Profit on divestment of stake in associate in business combination	-	(4,542,515)
Changes in fair value of FVOCI equity instruments	927,321	(1,769,950)
Change due to foreign exchange variation	(112,308)	-
Total Deferred tax liability	(954,937)	(1,769,950)

Deferred tax provision is done on the Profit on divestment of stake in an associate in Business Combination and Changes in fair value of FVOCI equity instruments as per the applicable tax rate in USA.

HOVS, LLC**Notes forming part of financial statements for the year ended March 31, 2019**

(Rs. in Thousands)

10 Financial Instruments

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The carrying amounts and fair values of financial instruments by category are as follows:

A Financial assets

A Financial Assets						
Particular	Note No	Instruments carried at fair value		Instruments carried at amortised cost Carrying amount	Total carrying amount (A+B)	Total fair Value
		At cost	FVOCI Level 1			
As at March 31, 2018						
Investment in a subsidiary	2	35,767	-	-	35,767	35,767
Other investments	2	-	9,872,426	-	9,872,426	9,872,426
Cash & cash equivalents	3	-	-	252	252	252
Total		35,767	9,872,426	252	9,908,445	9,908,445

As at March 31, 2019

Investment in a subsidiary	2	-	-	-	-	-
Other investments	2	-	5,862,250	-	5,862,250	5,862,250
Cash & cash equivalents	3	-	-	683	683	683
Total		-	5,862,250	683	5,862,933	5,862,933

B Financial liabilities

Particular	Instruments carried at fair value		Instruments carried at amortized cost Carrying amount	Total carrying amount	Fair value
	FVTPL	Total carrying amount and fair value			
As at March 31, 2018					
Other financial liabilities	6	-	-	89,202	89,202
Total	-	-	-	89,202	89,202
As at March 31, 2019					
Other financial liabilities	6	-	-	94,862	94,862
Total	-	-	-	94,862	94,862

11 Risk Management

The Company's risk management policies are same as per the Group's risk management policy and governed and managed by the Group.

Financial risk management objectives and policies

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Group's activity expose it to market risk, liquidity risk, commodity risk and credit risk. In order to minimize any adverse effects on the financial performance of the Group, The Group's financial risk management policy is set by the Executive Directors and governed by overall direction of Board of Directors of the Group.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

S.No	Risk	Exposure arising from	Measurement	Management
A	Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Ageing analysis Credit ratings	Diversification of bank deposits, credit limits.
B	Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of bank deposits and timely receipt.
C	Investment risk	Investment in Subsidiaries and other Investments	Value of investment	Management of the Group keeps constant liaison and necessary information on timely basis.

A. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Group periodically assesses financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

Individual credit period and limits are set accordingly.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Group compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information to decide on this such as:

- i) Actual or expected significant adverse changes in business
- ii) Actual or expected significant changes in the operating results of the counterparty
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations
- iv) Significant increase in credit risk on other financial instruments of the same counterparty.

HOVS, LLC

Notes forming part of financial statements for the year ended March 31, 2019

The Group categorises financial assets based on the assumptions, inputs and factors specific to the class of financial assets into High-quality assets, negligible credit risk; Quality assets, low credit risk; Standard assets, moderate credit risk; Substandard assets, relatively high credit risk; Low quality assets, very high credit risk; Doubtful assets, credit-impaired. Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than one year past due. Where loans or receivables have been written off, the Group continues engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in profit or loss.

Expected credit loss for trade receivables under simplified approach

Due from the date of invoice

**As at March 31
2019**

**As at March 31
2018**

0-12 months

-

-

beyond 12 months

-

-

Total

-

-

B. Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time, or at a reasonable price. The Group's liquidity, funding as well as settlement management processes policies and such related risk are overseen by management. Management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturity patterns of trade payables and other Financial Liabilities

Particulars

**As at March 31
2019**

**As at March 31
2018**

Trade Payables (0-12 months)

-

-

Other financial liability (beyond 12 months)

94,862

89,202

Total

94,862

89,202

Derivative financial instruments

The Group has not entered into any derivative financial instruments during the current year and previous year.

12 Capital risk management

A The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders maintain an optimal capital structure.

Group believes in conservative leverage policy.

The Company do not have any capex plan.

B The Company follows the policy as decided by Board of directors considering financial performance, available resources, other internal and external factors and upon recommendation from manager and guidance from the holding company for the declaration of dividend.

HOVS, LLC
Notes forming part of financial statements for the year ended March 31, 2019

(Amount in Thousands except number of shares)

13 Earnings per share (EPS)	2018-19	2017-18
Net profit/(loss) as per statement of profit and loss before exceptional after tax	419	33,865
Exceptional items	(38,432)	-
Net profit/(loss) as per statement of profit and loss after exceptional after tax	(38,013)	33,865
Weighted average number of equity shares	1,000	1,000
Nominal value of equity shares (in USD)	\$ 1	\$ 1
Basic and diluted earning per equity share before exceptional	0.42	33.87
Basic and diluted earning per equity share after exceptional	(38.01)	33.87

14 Disclosure on related party transactions
Names of related parties and description of relationship:

Name	Relationship
HOV Services Limited-India	Holding Company
HOV Environment LLC-USA	Subsidiary
HOVS Holdings Limited-	Subsidiary of Holding Company
HOV Environment Solutions Private Limited-India	Step down Subsidiary

Entities in which management having significance influence with whom transactions have been entered during the year in the ordinary course of business:

Source HOV LLC- USA	Rule 14, LLC- USA
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During the year, the following transactions were carried out with the above related parties in the ordinary course of business and outstanding balances :

Name of the Party	Nature of Transactions	For the year ended March 31, 2019	For the year ended March 31, 2018
SourceHOV, LLC	write back of Advance received towards reimbursement of expenses	419	33,865
HOV Environment LLC	Provision for impairment of investment	38037	-

Name of the Party	Nature of Balances	As at March 31, 2019	As at March 31, 2018
HOVS Holdings Limited	Trade Payable	92,510	86,990
Rule 14 LLC	Other Payable	2,352	2,211
HOV Environment LLC	Investment	38,037	35,768
	Provision for Impairment of Investments	38,037	-

Notes:

- Related party relationship is as identified by the management and relied upon by the auditors.
- No amounts in respect of related parties have been written off/ written back during the year or has not made any provision been made for doubtful debts/ receivable except as disclosed above.

15 In the opinion of the management, assets other than property, Plant and Equipment 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. The Accounts of certain Trade Receivables, Trade Payables, Non-operative Banks / Lenders and Loans & Advances are however, subject to formal confirmations / reconciliations and consequent adjustments, if any. The management does not expect any material difference affecting the current year's financial statements.

16 Events after the end of the reporting year

No subsequent event has been observed which may required an adjustment to the financial statement.

17 Previous years' figures have been regrouped/reclassified wherever necessary to conform the current year's classification.

Signature to Notes 1 - 17

For HOVS, LLC

Place : Pune

Manager

Date : May 10, 2019