

Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners:

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

Independent Auditors' Report

To the Members of Texas Lifescience Private Limited

Report on the Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of Texas Lifescience Private Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2019 the Statement of Profit and Loss (including Other Comprehensive Income), the statement of changes in equity and Cash Flow Statement for the Period then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019 and its profit including other comprehensive income, the 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements to give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flow 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 (Accounts) 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 the 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, 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.

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

Auditors' Responsibility

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



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on March 31, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to explanations given to us :
 - i) The Company doesn't have any pending litigations which would impact its financial position in its financial statements.



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

For Apaji Amin & Co. LLP

Chartered Accountants

Firm Registration No.: 100513W/W100062



A handwritten signature in blue ink, appearing to read "Tehmul B. Sethna".

Tehmul B. Sethna

Partner

Membership No: 035476

Place: Ahmedabad

Date: 26/04/2019

Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

Annexure A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the company on the financial statements for the year ended 31 March 2019, we report that

- i) In respect of Fixed Assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The company has a regular program of physical verification of its fixed assets by which all fixed assets are verified in phased manner by the management during the year, which in our opinion is reasonable, having regards to the size of the Company and nature of the assets. No material discrepancies were noticed on such physical verification.
 - c) According to the information and explanations given by the management, and on the basis of our examination of records of the company, the title deed of the immovable property exists in the name of Texas laboratories which is under procedure for name change.
- ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2019 and no material discrepancies were noticed in respect of such confirmations.
- iii) The Company has not granted any loans secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Act.
- iv) The Company has not granted any loans or given any guarantee and security covered under Section 185 and 186 of the Companies Act, 2013.



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

- v) According to information and explanation given to us, the company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Act and rules framed there under.
- vi) According to information and explanation given to us, Maintenance of cost records as prescribed the Central Government under clause 148(1) of the Companies Act, 2013, is not applicable.
- vii) In respect of Statutory due:
- a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Wealth tax, Service tax, Duty of Custom duty of Excise, Value Added Tax, Goods and Service tax, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31 March 2019 for a period of more than six months from the date they become payable.
- b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax, cess on account of any dispute, which have not been deposited.
- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions and banks. The company has not issued any debentures.
- ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according the information and explanation given by the management and overall examination of the balance sheet, we report no monies were raised, during the year, by the company by way of term loan or initial public offer or further public offer (including debt instruments).
- x) According to information and explanation 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 year.



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna
B. Com., F.C.A.
Rity M. Malhotra
M. Com., A.C.A.
Chirag R. Ganatra
B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

- xi)** The Company is Private Company and hence the provisions of section 197 of the Companies Act, 2013 do not apply to the company.
- xii)** According to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- xiii)** According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv)** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv)** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi)** According to the information and explanations given to us, the provisions of Section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the company.

For Apaji Amin & Co. LLP

Chartered Accountants

Firm Registration No: 100513W/W100062



Tehmul B. Sethna

Partner

Membership No: 035476

Place: Ahmedabad

Date: 26/04/2019

Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

Annexure B referred to in Paragraph 2(f) on Report on Other Legal and Regulatory Requirements of Our Report of even date of Texas Lifescience Private Limited for the year ended March 31, 2019

Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **TEXAS LIFESCIENCE PRIVATE LIMITED** ('the Company') as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the 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 (the "Guidance Note") 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 with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. The Guidance Note and those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal



Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Partners :

Tehmul B. Sethna

B. Com., F.C.A.

Rity M. Malhotra

M. Com., A.C.A.

Chirag R. Ganatra

B. Com., A.C.A.

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

financial Controls over financials 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 with reference to these standalone financial statements and their operative 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 material weakness exists and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our audit opinion on the internal financial control system over financial reporting with reference to these standalone financial statements.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial controls over financial reporting with reference to these standalone financial statements 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 include those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have material effect on the financial statements.



Partners :

Tehmul B. Sethna
B. Com., F.C.A.
Rity M. Malhotra
M. Com., A.C.A.
Chirag R. Ganatra
B. Com., A.C.A.

Apaji Amin & Co LLP

CHARTERED ACCOUNTANTS

Phone No.: +91-79-26562132/33 Email: auditors.apajiamin@gmail.com

Regd. Office: 304,
Aakansha Building,
Opp. Vadilal House,
Navrangpura,
Ahmedabad-380009

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not to be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these standalone financial statements to future periods are subject to the risk that the internal financial controls 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, to the best of our information and according to the explanation given by the management, the Company has, in all material respects, an adequate internal financial control system over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at March 31, 2019, based on the internal controls over financials reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note.

For Apaji Amin & Co. LLP
Chartered Accountants
FirmRegistrationNo:100513W/W100062



Tehmul B. Sethna
Partner

MembershipNo: 035476

Place: Ahmedabad

Date: 26/04/2019

Texas Lifescience Private Limited
Balance Sheet as at 31 March 2019

(Amount in INR)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018
I. ASSETS			
(1) Non-current assets			
Property, Plant and Equipment	2	4,68,25,024	4,71,09,544
(2) Current assets			
(a) Inventories	3	57,42,500	8,74,911
(b) Financial Assets			
(i) Trade receivables	4	71,22,477	29,75,317
(ii) Cash and cash equivalents	5	16,29,628	10,26,123
(c) Other current assets	6	6,81,520	14,99,867
(d) Current Tax Assets (Net)	7	4,09,804	-
Total Assets		6,24,10,953	5,34,85,762
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	8	4,80,78,500	4,80,78,500
(b) Other Equity	9	(17,78,041)	(59,54,199)
(2) Liabilities			
(a) Non-current liabilities			
(i) Deferred tax liabilities (Net)	10	57,10,778	57,27,490
(b) Current liabilities			
(i) Financial Liabilities			
Borrowings	11	-	26,48,513
Trade payables	12	96,65,868	17,07,774
Other financial liabilities	13	5,46,877	3,80,419
(ii) Other current liabilities	14	1,86,970	8,21,265
(iii) Provisions	15	-	66,000
(iv) Current Tax Liabilities (Net)		-	10,000
Total Equity and Liabilities		6,24,10,953	5,34,85,762

In terms of our report of even date.

For **Apaji Amin & Co LLP**
Chartered Accountants
FRN : 100513W/W100062



Tehmul B Sethna
Partner
Mem No 035476

For and on behalf of Board of Directors of
Texas Lifescience Private Limited

Rajiv Gandhi
Director
Din: 00438037

Parag Bhavsar
Director
Din: 00844097

Place : Ahmedabad
Date : 26/04/2019

Place : Ahmedabad
Date : 26/04/2019



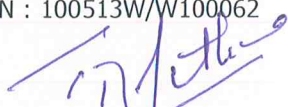
Texas Lifescience Private Limited
Statement of Profit and Loss for the year ended 31 March 2019

(Amount in INR)

Particulars	Notes	For the Year Ended 31 March 2019	For the Year Ended 31 March 2018
I. Revenue from operations	16	8,34,95,904	1,46,93,065
II. Other income	17	49,085	44,155
III. Total Income (I+II)		8,35,44,989	1,47,37,220
IV. Expenses			
Cost of materials consumed	18	6,77,68,235	89,31,540
Purchases of Stock-in-Trade			
Changes in inventories of finished goods, Stock-in -Trade and work-in-progress			
Employee benefits expense	19	57,48,434	29,08,768
Finance costs	20	-	20,389
Depreciation and amortization expense	21	12,91,619	8,82,730
Other expenses	22	27,32,562	17,23,987
Total expenses (IV)		7,75,40,849	1,44,67,414
V. Profit/(loss) before exceptional items and tax (III-IV)		60,04,139	2,69,806
VI. Exceptional Items		-	-
VII. Profit/(loss) before tax (V-VI)		60,04,139	2,69,806
VIII. Tax expense:			
Current tax		18,44,693	(2,10,000)
Deferred tax		(16,712)	3,91,565
IX. Profit (Loss) for the period (VII - VIII)		41,76,158	4,51,371
X. Other Comprehensive Income			
Items that will not be reclassified to profit or loss		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Income tax relating to items that will be reclassified to profit or loss		-	-
XI. Total Comprehensive Income for the period (IX + X)		41,76,158	4,51,371
XII. Earnings per equity share (for continuing operation):			
Basic & Diluted (Face value of INR 10 each per share)		0.87	0.16

In terms of our report of even date.

For **Apaji Amin & Co LLP**
Chartered Accountants
FRN : 100513W/W100062



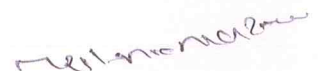
Tehmul B Sethna
Partner
Mem No 035476



For and on behalf of Board of Directors of
Texas Lifescience Private Limited



Rajiv Gandhi
Director
Din: 00438037



Parag Bhavsar
Director
Din: 00844097

Place : Ahmedabad
Date : 26/04/2019

Place : Ahmedabad
Date : 26/04/2019



Texas Lifescience Private Limited
Cash flow statement for the year ended 31 March 2019

(Amount in INR)

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
A. Cash flows from operating activities		
Net profit/ (loss) before tax	60,04,139	2,69,806
Adjustments for:		
Interest Expenses	-	20,389
Interest Received	-	(43,826)
Depreciation Expenses	12,91,619	8,82,730
Operating profit before working capital changes	72,95,758	11,29,099
Adjustments for changes in working capital :		
Increase in short-term provisions	-	3,82,718
Increase in trade payables	79,58,094	16,50,274
Increase in other current liabilities	(6,34,295)	1,53,740
(Increase) / decrease in inventories	(48,67,589)	(9,911)
(Increase) / decrease in trade receivables	(41,47,160)	(24,93,984)
(Increase) / decrease in other current assets	8,18,347	(7,82,622)
(Increase) / decrease in other non-current assets	-	9,21,734
Cash generated from/ (used in) operating activities	64,23,156	9,51,048
Income taxes paid (net)	22,64,497	2,00,000
Net cash flow generated from / (used in) operating activities (A)	41,58,659	7,51,048
B. Cash flows from investing activities		
Purchase of tangible assets	(10,07,098)	(1,26,849)
Deposits matured during the year	-	6,07,920
Interest received	-	43,826
Net cash used in investing activities (B)	(10,07,098)	5,24,897
C. Cash flows from financing activities		
Repayment of long term borrowings	(26,48,513)	-
Repayment of short term borrowings	1,66,458	-
Proceeds from short term borrowings	-	(2,95,239)
Short term borrowings	(66,000)	-
Interest expenses paid	-	(20,389)
Net cash flow generated from / (used in) financing activities (C)	(25,48,055)	(3,15,628)
Net increase in cash and cash equivalents (A+B+C)	6,03,505	9,60,317
Cash and cash equivalents as at the beginning of the year	10,26,126	65,809
Cash and cash equivalents as at the end of the year	16,29,631	10,26,126

Note: Cash and cash equivalents as at the year end constitutes

Particulars	As at 31 March 2019	As at 31 March 2018
Cash on hand	73,846	14,776
Balances with banks in current accounts	15,55,785	10,11,350
Total Cash and Cash Equivalents	16,29,631	10,26,126

The cash flow statement has been prepared under indirect method as set out in Accounting Standard 3 "Cash Flow Statement" as specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

In terms of our report of even date.

For Apaji Amin & Co. LLP
Chartered Accountants
FRN : 100513W/W100062

Tehmul B. Sethna
Partner
Mem No 035476

Place : Ahmedabad
Date : 26/04/2019



For and on behalf of Board of Directors
of Texas Lifescience Private Limited

Rajiv Gandhi
Director
Din: 00438037

Place : Ahmedabad
Date : 26/04/2019

Parag Bhavsar
Director
Din: 00844097



Texas Lifescience Private Limited Significant Accounting Policies

Background of the Company

Texas Lifesciences is subsidiary of Hester Biosciences Limited it is incorporated on 6 June 2017. The company is engaged in the business of Manufacturing, formulates, process, develop all kinds of pharmaceuticals antibiotics, medicines & health care products for humans as well as vet purpose. Such medicines are in Tablet as well as in liquid form. The company is also having Ointment section for the skin related problems. However company had not started any production in this segment

1. Significant accounting policies

a. Basis of preparation of financial statements

The financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis and comply in all material aspects with the Accounting Standards specified under Section 133 of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The Company is a small and medium sized company (SMC) as defined in the general instructions in respect of Accounting Standards notified under the Companies Act, 1956 (the 'Act') read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a small and medium sized company.

b. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

c. Cash and cash equivalents (for purposes of cash flow statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

c. Revenue recognition

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

Revenue from the sale of product is recognized on transfer of significant risks and rewards of ownership of goods to the buyer. Sales are inclusive of excise duty and net off returns, rejections, trade discounts, rebates and sales tax.

d. Property Plant & Equipment

Tangible Fixed Assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and the resultant profit or loss, if any, is reflected in the statement of profit and loss.



The Company depreciates its fixed assets on straight line method over the useful life in the accordance with Schedule II of the Companies Act 2013.

Depreciation on additions to assets or on sale / disposal of assets, is calculated pro rata from the date of such addition or up to the date of such sale / disposal, as the case may be.

Tangible fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

f. Depreciation

Depreciation is provided, pro rata for the period of use, on the straight line method (SLM) as per the useful life of the assets prescribed under Schedule II to the Companies Act, 2013.

Depreciation on assets acquired / disposed off during the year is provided on pro-rata basis with reference to the date of addition / disposal.

e. Inventories

Inventories comprises all cost of purchase, conversion and other cost incurred in bringing the inventories to their present location and conditions.

Raw Materials are valued at lower of cost and net realizable value. Cost is determined on the basis of weighted average method.

Finished goods (if any)produced and work in progress are carried at cost or net realizable value whichever is lower. Excise duty is included in the value of finished goods inventory.

Obsolete and slow moving inventory are valued at cost or estimated net realizable value, whichever is lower.

f. Income Tax

Current Tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Deferred Tax

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realize the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

g. Foreign currency transactions

Initial Recognition - Transactions denominated in foreign currencies are recorded at the rates of exchange prevailing on the date of the transaction.

Conversion - Monetary assets and liabilities denominated in foreign currency are converted at the rate of exchange prevailing on the date of the Balance Sheet.



Exchange Differences - All exchange differences arising on settlement/conversion on foreign currency transactions are included in the Statement of Profit and Loss in the year in which they arise.

All non-monetary items, which are carried in terms of historical cost in foreign currency are reported at exchange rates at the date of transaction/exchange rates that existed when the values were determined.

h. Employee benefits

Employee benefits consists of salaries, wages and bonus and are accounted on undiscounted basis during the accounting period based on services rendered by employees.

i. Provisions and contingencies

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date. Provisions are reviewed at each Balance Sheet date and adjusted to reflect current best estimates. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

j. Impairment of assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

k. Leases

Operating lease

Leases, where the lessor effectively retains substantially all risks and benefits of ownership of the leased item are classified as operating leases. Lease rentals under operating leases are recognized in the Statement of Profit and Loss on a straight-line basis over the lease term.

l. Earnings Per Share

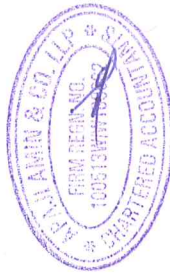
Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period, if any. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



Texas Lifescience Private Limited
Notes Forming part of Financial Statements for the year ended 31 March 2019

2. Property, Plant and Equipment

Particulars	Gross block (at cost)			Accumulated Depreciation			As at 31 March 2018
	As on 1 April 2018	Additions during the year	Deletions during the year	As at 31 March 2019	During the year	Deletions during the year	
Building	1,42,86,312	-	-	1,42,86,312	4,52,400	-	1,34,91,600
Computers	1,16,128	91,477	-	2,07,605	76,032	-	1,05,235
Air Conditioner	-	85,938	-	85,938	8,075	-	77,863
Electrical Installations	-	2,47,900	-	2,47,900	11,941	-	2,35,959
Furniture & Fixtures	-	4,91,452	-	4,91,452	14,013	-	4,77,439
Plant & Machinery	1,07,07,335	90,331	-	1,07,97,666	7,29,159	-	95,54,428
Land	2,28,82,500	-	-	2,28,82,500	-	-	2,28,82,500
Total	4,79,92,275	10,07,098	-	4,89,99,373	12,91,619	-	4,68,25,024
							21,74,350
							1,39,44,000
							89,789
							-
							-
							1,01,93,255
							2,28,82,500
							4,71,09,544



Texas Lifescience Private Limited
Notes forming part of the financial statements for the year ended 31 March 2019

3. Inventories

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Raw materials (at cost)	53,99,825	8,60,331
Finished goods (at lower of cost and net realisable value)	3,42,675	14,580
Total inventories at the lower of cost and net realisable value	57,42,500	8,74,911

4. Trade and other receivables (current)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Unsecured, considered good		
Trade and Other Receivables	71,22,477	29,75,317
TOTAL	71,22,477	29,75,317

5. Cash and cash equivalents

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Balances with banks:	15,55,785	10,11,350
Cash on hand	73,846	14,776
TOTAL	16,29,628	10,26,123

6. Other Current Assets (Specify Nature)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Advances other than capital advances		
Other Advances	6,81,520	14,99,867
TOTAL	6,81,520	14,99,867

7. Current tax asset

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Advance tax paid (Net of provision for tax)	4,09,804	-
TOTAL	4,09,804	-



Texas Lifescience Private Limited
Notes forming part of the financial statements for the year ended 31 March 2019

8. Share capital

Authorised Share Capital

Equity shares of INR 10 each issued fully paid	As at 31 March 2019		As at 31 March 2018	
	No.	INR	No.	INR
At Beginning of the period	48,07,850	4,80,78,500	-	-
Increase/(decrease) during the year	-	-	48,07,850	4,80,78,500
At End of the period	48,07,850	4,80,78,500	48,07,850	4,80,78,500

Issued Share Capital

Equity shares of INR 10 each issued fully paid	As at 31 March 2019		As at 31 March 2018	
	No.	INR	No.	INR
At Beginning of the period	48,07,850	4,80,78,500	-	-
Add : Issued during the period	-	-	48,07,850	4,80,78,500
At End of the period	48,07,850	4,80,78,500	48,07,850	4,80,78,500

Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31 March 2019		As at 31 March 2018	
	No.	% holding	No.	% holding
Hesterbiosciences Limited	26,34,702	54.80	26,34,702	54.80
Kamleshkumar Patel	12,98,119	27.00	12,98,119	27.00
Paragbhai Bhavsar	8,65,413	18.00	8,65,413	18.00
TOTAL	47,98,234	99.80	47,98,234	99.80



Texas Lifescience Private Limited
Notes forming part of the financial statements for the year ended 31 March 2019

9. Statement of Changes in Equity

A. Equity Shares Capital

Balance at the 1 April 2017	Changes in Equity during 2017-18	Balance at the 31 March 2018	Changes in Equity during 2018-19	Balance at the 31 March 2019
4,80,78,500	-	4,80,78,500	-	4,80,78,500

B. OTHER EQUITY

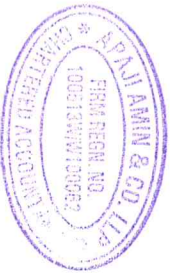
Particulars	Reserves and Surplus				Total
	Capital Reserve	Securities Premium Reserve	General Reserves	Profit & Loss	
Balance as at 6 June 2017	-	-	-	(2,86,514)	(2,86,514)
Deferred tax liability	-	-	-	(61,19,056)	(61,19,056)
Transfer from profit & loss	-	-	4,51,371	4,51,371	4,51,371
Balance as at 31 March 2018	-	-	-	(59,54,199)	(59,54,199)
Add : Ind AS Adjustments	-	-	-	-	-
Total Comprehensive Income for the year	-	-	41,76,158	41,76,158	41,76,158
Balance as at 31 March 2019	-	-	-	(17,78,041)	(17,78,041)

In terms of our report of even date.

For **Apaji Amin & Co. LLP**

Chartered Accountants

FRN : 100513W/W100062

Tehmul B. Sethna

Partner

Mem No 035476

Place : Ahmedabad
Date : 26/04/2019

For and on behalf of Board of Directors

Texas Lifescience Private Limited



Rajiv Gandhi

Director

Din: 00438037

Place : Ahmedabad
Date : 26/04/2019



Parag Bhavsar

Director

Din: 00844097



Texas Lifescience Private Limited

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

10. Deferred tax liability (Net)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Deferred tax liabilities		
On timing difference between book depreciation and depreciation as per Income Tax Act, 1961	57,10,778	59,28,708
Total (A)	57,10,778	59,28,708
Deferred tax assets		
Preincorporation expenses	-	2,01,218
Total (B)	-	2,01,218
Net Deferred tax liabilities (A)-(B)	57,10,778	57,27,490

11. Borrowings (Current)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Current interest-bearing loans and borrowings		
Loans repayable on demand		
From other parties	-	26,48,513
Total	-	26,48,513

12. Trade Payables (Current)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Trade Payables	96,65,868	17,07,774
TOTAL	96,65,868	17,07,774

13. Other Financial liabilities (Current)

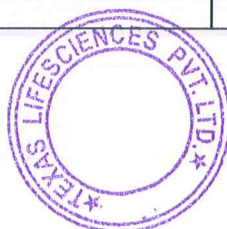
(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Others (specify nature).		
Security Deposits	1,25,000	1,50,000
Unpaid Salary	4,21,877	2,30,419
TOTAL	5,46,877	3,80,419

14. Other Current liabilities

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
(a) other advances (specify nature)		
Advances form customers	-	1,17,036
(b) others (specify nature)		
Statutory dues	1,86,970	7,04,229
TOTAL	1,86,970	8,21,265



Texas Lifescience Private Limited

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

15. Provisions (Current)

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Provision for Employee benefit expense		
Other provisions		
Provision for expenses	-	66,000
TOTAL	-	66,000

16. Revenue from operations

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Sale of products (including excise duty)	8,10,49,879	1,24,09,844
Sale of services	24,46,025	22,83,221
TOTAL	8,34,95,904	1,46,93,065

17. Other income

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Interest income	-	43,826
Other non-operating income (net of expenses directly attributable to such income)	49,085	329
TOTAL	49,085	44,155

18. Cost of materials consumed

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Opening stock	8,74,911	8,65,000
Add: Purchases [including outside processing charges]	7,26,35,824	89,41,451
Less: Closing Stock	57,42,500	8,74,911
TOTAL	6,77,68,235	89,31,540

19. Employee benefit expense

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Salaries and wages	56,84,521	28,66,036
Contribution to provident and other funds	63,913	42,732
TOTAL	57,48,434	29,08,768

20. Finance costs

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Interest expenses	-	20,389
TOTAL	-	20,389



Texas Lifescience Private Limited

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

21. Depreciation and Amortisation expense

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Depreciation on tangible assets	12,91,619	8,82,730
TOTAL	12,91,619	8,82,730

22. Other expenses

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
General and administration expenses		
Audit Fees (please see note)	1,10,000	53,540
Bank charges	3,130	959
Communication expenses	18,562	20,933
Company registration expenses	-	9,76,785
Electricity expenses	1,87,627	1,42,292
Fuel expenses	28,581	29,566
Insurance	35,522	32,815
Job Work Charges	6,23,229	
Labour testing expenses	2,96,853	1,55,835
Legal and professional charges	98,400	22,340
Licence & permit fees	3,700	11,700
Miscellaneous expenses	5,081	26,369
Office expenses	2,27,611	67,245
Packing Expense	57,791	-
Repairs and maintenance	5,49,809	46,289
Stationery expenses	46,060	17,996
Transport expenses	4,15,468	87,534
Travelling Expenses	25,138	31,789
TOTAL	27,32,562	17,23,987

23. Reconciliation of tax expense and the accounting profit for the year

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Profit Before Tax	60,04,139	2,69,806
Enacted Tax Rate	26.00%	26.00%
Expected Income Tax Expense	15,61,076	70,150
Disallowance under Income Tax Act	2,83,617	1,39,850
Current Tax Provision	18,44,693	2,10,000



Texas Lifescience Private Limited

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

24. DUES TO MICRO , SMALL & MEDIUM ENTERPRISES AS PER MSMED ACT, 2006

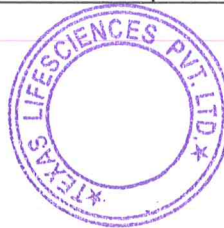
	As at 31 March 2019	As at 31 March 2018
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
ii) The amount of interest paid by the buyer in terms of Section 16, of the Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;		
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprise Development Act, 2006;		
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year; and		
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprise Development Act, 2006.		

As per the information provided to us no dues outstanding to MSME parties and we have relied upon the same.

25. Contigent Liability and Capital Commitments

(Amount in INR)

Particulars	As at 31 March 2019	As at 31 March 2018
Contigent Liability	-	-
Capital Commitment	-	-
TOTAL	-	-



Texas Lifescience Private Limited

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

26 Information in respect of Related Parties**I) Name of Related Parties:****1) Holding Company**

Hester Biosciences Limited

2) Key Managerial Personnel

Mr. Rajiv Gandhi

Mr. Nina Gandhi

Mr. Darayus Lakdawalla

Mr. Parag Bhavsar

Mr. Kamlesh Patel

II) Transactions during the year with Related Parties**(Amount in INR)**

Sr.	Name	Nature of transaction	Relationship	Year ended 31 March 2019	Year ended 31 March 2018
1	Hester Biosciences Limited	Sales of Goods	Holding Company	7,06,54,744	58,40,032
		Purchases of Goods		28,02,416	-
2	Mr. Kamleshkumar Patel	Salary	Director	12,00,000	6,75,000
3	Mr. Parag Bhavsar	Salary	Director	9,00,000	4,50,000

III) Balances at the end of the Year

Sr.	Name	Year ended 31 March 2019	Year ended 31 March 2018
1	Hester Biosciences Limited	59,33,402	12,36,437
2	Mr. Kamleshkumar Patel	1,00,000	75,000
3	Mr. Parag Bhavsar	75,000	50,000

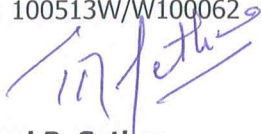


Texas Lifescience Private Limited

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

27. Previous Year Financial Statements have been audited by a firm of Chartered Accountant other than Apaji Amin & Co LLP. Previous Year's figures have been regrouped / reclassified wherever necessary to confirm to Current Year's classification / disclosure.

For **Apaji Amin & Co. LLP**
Chartered Accountants
FRN : 100513W/W100062



Tehmul B. Sethna
Partner
Mem No 035476

Place : Ahmedabad
Date : 26/04/2019



**For and on behalf of Board of Directors of
Texas Lifescience Private Limited**



Rajiv Gandhi
Director
Din: 00438037

Place : Ahmedabad
Date : 26/04/2019



Parag Bhavsar
Director
Din: 00844097

