DIRECTORS' REPORT

To
The Members of
PNC Wellness Ltd

Your Directors submit to the shareholders the 22nd Annual Report on the business and operations of the Company and the audited financial accounts for the year ended March 31, 2022.

OPERATIONS

In Rs. Lakh

	Year ended 31.03.2022	Year ended 31.03.2021
Total income (including other income)	0.00	0.03
Profit before tax	(0.30)	(0.35)
Exceptional and extraordinary items	0.00	0.00
Profit before tax	(0.30)	(0.35)
Provision for tax	18.93	0.00
Profit after tax	(19.23)	(0.35)

PRESENT ECONOMIC SITUATION AND PERFORMANCE OF THE COMPANY

This Subsidiary operates in the wellness business segment which it pioneered in India when it opened Moksh: The Wellness Place in Mumbai. After a decade of pioneering activity, with rentals increasing and the wellness business, like many others, shifting to digital platforms Moksh was shut down. The subsidiary however continues, intending to use the brand's goodwill and reputation to build a digital opportunity at an appropriate time.

DIVIDEND

Your directors do not recommend any dividend.

TRANSFER TO RESERVE

Your Company has not transferred any amount to general reserve.

PUBLIC DEPOSITS

There are no public deposits with the Company as at March 31, 2022.

DIRECTORS

Mahesh Vyas, Director, retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for reappointment.

NUMBER OF MEETING OF THE BOARDS

During the year the Board of Directors met four times viz June 30, 2021, August 11, 2021, November 11, 2021 and January 27, 2022.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of directors, to the best of their knowledge and ability, confirm that:

a. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
b. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
d. they have prepared the annual accounts on a going concern basis;
e. they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
f. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITOR'S REPORT

The auditor's report does not contain any qualifications, reservations or adverse remarks.

AUDITORS

The term of existing Statutory Auditors BD Jokhakar & Co., Chartered Accountants (FRN 104345W) is coming to an end at the conclusion of the forthcoming Annual General Meeting. Your Directors recommend the re appointment of same Auditor for next term of 5 consecutive years on a remuneration mutually agreed upon by Board of Directors and the Statutory Auditors. The Statutory Auditor will be appointed from the conclusion of this Annual General Meeting for this year and continue till the conclusion of Annual General Meeting for the year 2026-27. In other words, the appointment of Statutory Auditor will be for the financial years 2022-23 to 2026-27. The Company has received a letter from them to the effect that their appointment, if made, would be within the provision prescribed under Section 139 of the Act. Your Directors recommend their appointment.

PARTICULARS OF EMPLOYEES

The Company has no employee in respect of whom information under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is required to be annexed.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

Information as per section 134(3) (m): the particulars of Energy Conservation, Research and Development and Technology Absorption are not applicable.

There were no Foreign Exchange Earnings and Outgoing during the year under review.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

TRANSACTIONS WITH RELATED PARTIES

All Related Party Transactions entered into during the financial year were on an arm's length basis and in the ordinary course of business. Details of Related Party Transactions are disclosed in note No. 13 of the Audited Financial Statements of the Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

RISK MANAGEMENT

The Company has a Risk Management Policy, pursuant to the provisions of section 134 of the Act, which identifies and evaluates business risks and opportunities. This Policy seeks to create transparency, minimize adverse impact on business objective and enhance the Company's competitive advantage.

EXTRACT OF ANNUAL RETURN

Under section 92(3) of the Act, the extract of annual return is given in Annexure in the prescribed form MGT-9, which forms part of the report.

CORPORATE SOCIAL RESPONSIBILITY

Under section 135 (1) & (2) of the Act the requirement of developing a policy on CSR activity and implementing the same is not applicable to the Company since the Company does not meet the criteria. Accordingly, the Company has not taken steps relating to CSR activity.

PERSONNEL

There was no employee drawing remuneration of Rupees 102 lakh per annum or Rupees 8.5 lakh per month.

ACKNOWLEDGEMENT

The Board acknowledges the contribution of all associates for their support.

For and on behalf of the Board

Pallab Bhattacharya	Yatender Verma
Director	Director
DIN: 00008277	DIN: 00009354

Mumbai, May 6, 2022

PNC WELLNESS LIMITED MUMBAI

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on March 31, 2022
[Pursuant to section 92(3) *of the Companies Act, 2013* and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i. CIN –U55100MH1999PLC120196

ii. Registration Date: June 4, 1999

iii. Name of the Company – PNC Wellness Limited

iv. Category / Sub-Category of the Company – Company Limited by shares

v. Address of the Registered office and contact details –

PNC Wellness Limited, 87/88 Mittal Chambers, Nariman Point, Mumbai 400021

Tel: 022 42130000

Fax: 022 42130033

Website: www.pritishnandycom.com

vi. Whether listed company - No

vii. Name, Address and Contact details of Registrar and Transfer Agent, if any: Not applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Operation & Maintenance of Gymnasium and fitness Centre	93190	Not applicable since no revenue.
2.	Gymnastics activities	8541	Not applicable since no revenue.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1.	Pritish Nandy Communications Limited 87/88 Mittal Chambers, Nariman Point, Mumbai 400021	L22120MH1993PLC074214	Holding Company	100%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(I) **Indian**									
a. Individual/HUF	0	0	0	0	0	0	0	0	0
b. Central Govt		0	0	0		0	0	0	0
c. State Govt (s)	0	0	0	0	0	0	0	0	0
d. Bodies Corp.	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0
e. Banks / FI	0	0	0	0	0	0	0	0	0
f. Any Other….	0	0	0	0	0	0	0	0	0
Sub-total (A) (1)	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0
(2) **Foreign**									
a. NRIs - Individuals	0	0	0	0	0	0	0	0	0
b. Other – Individuals	0	0	0	0	0	0	0	0	0
c. Bodies Corp.	0	0	0	0	0	0	0	0	0
d. Banks / FI	0	0	0	0	0	0	0	0	0
e. Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0
B. Public Shareholding									
1. **Institutions**									
a. Mutual Funds	0	0	0	0	0	0	0	0	0
b. Banks / FI	0	0	0	0	0	0	0	0	0
c. Central Govt.	0	0	0	0	0	0	0	0	0
d. State Govt.(s)	0	0	0	0	0	0	0	0	0
e. Venture Capital Funds	0	0	0	0	0	0	0	0	0
f. Insurance Companies	0	0	0	0	0	0	0	0	0
g. FIIs	0	0	0	0	0	0	0	0	0
h. Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0

i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
2. **Non-Institutions**									
a. Bodies Corp.									
i. Indian	0	0	0	0	0	0	0	0	0
ii. Overseas	0	0	0	0	0	0	0	0	0
b. Individuals									
i. Individual shareholders holding nominal share capital upto Rs 1 lakh	0	0	0	0	0	0	0	0	0
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
c. Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	660,000	660,000	100.00	0	660,000	660,000	100.00	0

ii. ***Shareholding of Promoters***

Sr No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	PritishNandy Communications Limited	660,000	100.00	0	660,000	100.00	0	0
	Total	660,000	100.00	0	660,000	100.00	0	0

iii.*Change in Promoters' Shareholding (please specify, if there is no change)*

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No Change			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)				
	At the End of the year				

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs andADRs):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	It is a 100% wholly owned subsidiary company.			
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.):				
	At the End of the year (or on the date of separation, if separated during the year)				

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Directors and KMP	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the End of the year	0	0	0	0

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(In Rs lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i. Principal Amount ii. Interest due but not paid iii. Interest accrued but not due	 0 0 0	 19.96 0 0	 0 0 0	 19.96 0 0
Total	0	19.96	0	19.96
Change in Indebtedness during the financial year i.Addition ii. Reduction	 0 0	 0.34 0	 0 0	 0.34 0
Net Change	0	0.61	0	0.61
Indebtedness at the end of the financial year i. Principal Amount ii. Interest due but not paid iii. Interest accrued but not due	 0 0 0	 20.30 0 0	 0 0 0	 20.30 0 0
Total	0	20.30	0	20.30

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-	0	0	0	0	0

	tax Act, 1961					
2.	Stock Option	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0
4.	Commission - as % of profit - others, specify	0	0	0	0	0
5.	Others, please specify	0	0	0	0	0
	Total (A)	0	0	0	0	0
	Ceiling as per the Act	0	0	0	0	0

B. ***Remuneration to other directors:***

Sr. no.	Particulars of Remuneration	Name of Directors				Total Amount
1.	Independent Directors a. Fee for attending board / committee meetings b. Commission c. Others, please specify	0	0	0	0	0
	Total (1)	0	0	0	0	0
2.	Other Non-Executive Directors a. Fee for attending board / committee meetings b. Commission c. Others, please specify	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration	0	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0	0

C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as % of profit - others, specify	0	0	0	0
5.	Others, please Specify	0	0	0	0
	Total	0	0	0	0

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment, or compounding of offence during the year ended March 31, 2022.

For and on behalf of the Board

Pallab Bhattacharya
Director
DIN: 00008277

Yatender Verma
Director
DIN: 00009354

Mumbai, May 6, 2022

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF PNC WELLNESS LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **PNC Wellness Limited ("the Company")**, which comprise the Balance sheet as at 31st March, 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 March 31, 2022, and its loss (including 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 24 to the financial statements which relates to deferred tax assets of Rs. 18.93 Lakh being written off for the reasons stated in the aforesaid note.

Our opinion is not modified in respect of the above matters.

Material Uncertainty related to Going Concern

We draw attention to Note 25 in the financial statements, which indicates that the Company has accumulated losses as at the date of Balance Sheet. Further net worth of the Company is substantially eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis based on the comfort letter received from the Holding Company giving assurance that they will provide all necessary financial support to meet liabilities of the Company as and when they arise.

Our opinion is not modified in respect of this matter.

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANT

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Mumbai-400 001. INDIA
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Fax : +91 - 22 - 22657093
E-mail : bdj@bdjokhakar.com
Website : www.bdjokhakar.com

Other Information

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, 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. 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 controls 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 management.

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the 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 any 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.

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), 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

   (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
   In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid or provided for any managerial remuneration during the year and therefore the provisions of section 197 of the Act are not applicable during the year under report.

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 22 to the financial statements;
   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.
   iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 16(g)(i) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entity

B.D. JOKHAKAR & CO. MUMBAI * CHARTERED ACCOUNTANT *

("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 16(g)(ii) to the financial statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under (a) and (b) above, contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Place: Mumbai
Date: 6th May, 2022

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANT

Pramod Prabhudesai
Partner
Membership No.032992
UDIN: 22032992AMDCSA9655

ANNEXURE A TO THE AUDITOR'S REPORT
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report on financial statements of even date)

(i) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no Property, Plant and Equipment and intangible assets held by the Company during the year. Therefore sub clause (a), (b), (c) and (d) of the paragraph 3 (i) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, there are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no Inventory held by the Company during the year. Therefore, paragraph 3 (ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limit from banks or financial institutions. Therefore, paragraph 3 (ii)(b) of the Order is not applicable to the Company.

(iii) (a) According to the information and explanations given to us and based on our audit procedures, the Company has not made investments, provided guarantees or securities, given any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Consequently, sub clause (a), (b), (c), (d), (e) and (f) of the paragraph 3 (iii) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not given any loans, made investments, provided guarantees and securities during the year as contemplated under section 185 and 186 of the Act.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public or amounts deemed to be deposits within the meaning of the provisions of sections 73 to 76 or any relevant provisions of the Act and the rules framed there under. We have been informed by the management of the Company that no order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal which needs to be complied with.

(vi) According to information and explanations given to us, the maintenance of cost records under Section 148 (1) of the Act is not prescribed under the Companies (Cost Records and Audit) Rules, 2014.

(vii) (a) According to information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues as applicable to it have been regularly deposited during the year by the Company with

B.D. JOKHAKAR & CO. CHARTERED ACCOUNTANTS MUMBAI the appropriate authorities. As explained to us, there were no undisputed statutory dues as mentioned above in arrears as at 31st March, 2022 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, we are of the opinion that the Company does not have any dues as at 31 March, 2022 referred to in sub clause (a) above which have been deposited on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company there are no transactions which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) According to the information and explanations given to us, the Company does not have any dues from any lenders. Therefore, sub clause (a), (b), (c), (d), (e) and (f) of paragraph 3(ix) of the Order is not applicable.

(x) (a) According to the information and explanations given to us and based on our audit procedures, we are of the opinion that the Company has not raised money by way of initial public offer/ further public offer (including debt instruments). Consequently, paragraph 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations provided to us and based on our audit procedures and records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully / partly / optionally) during the year. Consequently, paragraph 3(x)(b) of the Order is not applicable to the Company.

(xi.) (a) During the course of our examination of the books and records of the Company, carried out based upon the generally accepted audit procedures performed for the purpose of reporting the true and fair view of the financial statements, to the best of our knowledge and belief and as per the information and explanations given to us by the Management, and the representations obtained from the Management, no material fraud on the Company has been noticed or reported during the year.

(b) According to the information and explanations provided to us and based on our audit procedures, no report has been filed by any auditor under section 143(12) in Form ADT 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations provided to us and based on our audit procedures and based on the records produced to us, there are no whistle blower complaints received by the Company during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Therefore, paragraph 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where

B. D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS applicable and the details have been disclosed in Note 13 on the financial statements as required by the applicable accounting standards.

(xiv) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013. Therefore, paragraph 3(xiv) (a) and (b) of the Order is not applicable.

(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 any non-cash transactions with directors or persons connected with him as specified under section 192 of the Act. Therefore, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and therefore the provisions of paragraph 3(xvi) (a), (b) and (c) of the Order is not applicable.

(xvii) The Company has incurred cash losses of Rs. 0.30 lakhs in the financial year and in the immediately preceeding financial year of Rs. 0.35 lakhs.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The provisions of section 135 of the Act are not applicable to the Company for the year under report and hence reporting under clause 3(xx) of the Order is not applicable.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Place: Mumbai
Date: 6th May, 2022

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANT

Pramod Prabhudesai
Partner
Membership No.032992
UDIN: 22032992AMDCSA9655

ANNEXURE B TO THE AUDITOR'S REPORT
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report on financial statements of even date)

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

We have audited the internal financial controls over financial reporting of PNC Wellness Limited ("the Company") as of March 31, 2022 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 issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. D. Jokhakar & Co.
Chartered Accountants
Firm Registration No: 104345W

Place: Mumbai
Date: 6th May, 2022

B. D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANT

Pramod Prabhudesai
Partner
Membership No.032992
UDIN: 22032992AMDCSA9655

PNC WELLNESS LTD

BALANCE SHEET AS AT MARCH 31, 2022

	Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
				(In Rs lakh)
I	ASSETS			
	Non-current assets			
	a. Deferred tax assets (net)	3	0.00	18.93
	Total non current assets		0.00	18.93
	Current assets			
	a. Financial assets			
	i. Cash and cash equivalents	4	0.02	0.02
	ii. Other financial assets	5	30.00	30.00
	b. Other current assets	6	3.75	3.70
	Total current assets		33.77	33.72
	TOTAL ASSETS		33.77	52.65
II	EQUITY AND LIABILITIES			
	Equity			
	a. Equity share capital	7	66.00	66.00
	b. Other equity	8	(52.79)	(33.56)
	Total equity (a+b)		13.21	32.44
	LIABILITIES			
	Current liabilities			
	a. Financial liabilities			
	i. Trade payables	9		
	Total outstanding dues of Micro and small enterprises		0.25	0.25
	Total outstanding dues of Creditors other than micro and small enterprises		0.01	0.00
	ii. Other financial liabilities	10	20.30	19.96
	Total current liabilities		20.56	20.21
	TOTAL EQUITY AND LIABILITIES		33.77	52.65
	Significant Accounting Policies	2		
	Notes to Accounts form an integral part of Financial Statements	1 - 28		

As per our report of even date attached
For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

Pramod Prabhudesai
Partner
Membership No.: 032992

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANT

Mumbai, May 6, 2022

For and on behalf of the Board of Directors

Pallab Bhattacharya	Yatender Verma
Director	Director
DIN 00008277	DIN 00009354

Mumbai, May 6, 2022

PNC WELLNESS LIMITED MUMBAI

	PNC WELLNESS LTD			
	STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022			
				(In Rs lakh)
	Particulars		For the year ended March 31, 2022	For the year ended March 31, 2021
	Income			
I	Other income	11	0.00	0.03
II	Total Income (II)		0.00	0.03
III	EXPENSES			
	Other expenses	12	0.30	0.38
	Total expenses (III)		0.30	0.38
VI	Profit/ (loss) before tax (II-III)		(0.30)	(0.35)
V	Tax expense:			
	a. Current tax		0.00	0.00
	b. Deferred tax		18.93	0.00
	Total Tax expense(V)		18.93	0.00
VI	Profit/ (loss) for the year (IV-V)		(19.23)	(0.35)
VII	Other Comprehensive Income			
	(i) Items that will not be reclassified subsequently to profit or loss		0.00	0.00
	(ii) Items that will be reclassified subsequently to profit or loss		0.00	0.00
	Total other comprehensive income, net of tax(VII)		0.00	0.00
VIII	Total comprehensive income for the year (VI+VII)		(19.23)	(0.35)
IX	Earnings per equity share (Face Value of Rs. 10/-)			
	Basic and diluted	15	(2.91)	(0.05)
	Significant Accounting Policies	2		
	Notes to Accounts form an integral part of financial statements	1 - 28		
	As per our report of even date attached			
	For B.D. Jokhakar & Co.		For and on behalf of the Board of Directors	
	Chartered Accountants			
	Firm Registration No.: 104345W			
	Pramod Prabhudesai		Pallab Bhattacharya	Yatender Verma
	Partner		Director	Director
	Membership No.: 032992		DIN 00008277	DIN 00009354
	Mumbai, May 6, 2022		Mumbai, May 6, 2022	

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

PNC WELLNESS LIMITED MUMBAI

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	PNC WELLNESS LTD				
	STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2022				
					(In Rs lakh)
	Particulars	For the year ended March 31, 2022		For the year ended March 31, 2021	
A	Cash flows from operating activities				
	Profit/ (loss) before tax		(0.30)		(0.35)
	Adjustment for:				
	Income or expenses		0.00		0.00
	Operating profit before changes in assets and liabilities		(0.30)		(0.35)
	Adjustment for:				
	Other current assets	(0.05)		(0.04)	
	Trade Payables	0.01		0.00	
	Other Financial liabilities	0.34	0.30	0.67	0.63
	Cash Generated from Operations		0.00		0.28
	Direct Taxes Paid (net of refund)		0.00		0.00
	Net cash flows from operating activities		0.00		0.28
B	Cash flows from investing activities		0.00		0.00
	Net cash flows used in investing activities		0.00		0.00
C	Cash flows from financing activities		0.00		0.00
	Net cash flow used in financing activities		0.00		0.00
	Net (decrease)/ increase in cash and cash equivalents (A+B+C)		0.00		0.28
	Cash and cash equivalents at the beginning of the financial year		0.30		0.02
	Cash and cash equivalents at the end of financial year		0.30		0.30
	Significant Accounting Policies	2			
	Notes to Accounts form an integral part of financial statements	1 - 28			

Notes:

i. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Ind AS 7 on Statement of Cash Flows as notified under Companies (Indian Accounting Standards) Rules, 2015, as amended

ii. Figures in brackets represents deductions/ outflows.

iii. Previous year's figures have been regrouped wherever necessary.

As per our report of even date attached	For and on behalf of the Board of Directors	
For B.D. Jokhakar & Co.		
Chartered Accountants		
Firm Registration No.: 104345W		
Pramod Prabhudesai	Pallab Bhattacharya	Yatender Verma
Partner	Director	Director
Membership No.: 032992	DIN 00008277	DIN 00009354
Mumbai, May 6, 2022	Mumbai, May 6, 2022	

PNC WELLNESS LTD

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A. Equity Share Capital

Year	Note No.	Balance at the beginning of the reporting period	Prior period errors - restated figures	Changes in equity share capital during the period
Financial Year 2020-21	7	66.00	0.00	0.00
Financial Year 2021-22	7	66.00	0.00	0.00

B. Other Equity

(In Rs lakh)

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
As at March 31, 2020*	225.00	(258.21)	(33.21)
Profit/ (loss) for the year 2020-21	0.00	(0.35)	(0.35)
Other comprehensive income	0.00	0.00	0.00
Total comprehensive income for the year	0.00	(0.35)	(0.35)
As at March 31, 2021*	225.00	(258.56)	(33.56)
Profit/ (loss) for the year 2021-22	0.00	(19.23)	(19.23)
Other comprehensive income	0.00	0.00	0.00
Total comprehensive income for the year	0.00	(19.23)	(19.23)
As at March 31, 2022	225.00	(277.79)	(52.79)

* There are no changes in other equity due to prior period errors

Significant Accounting Policies 2

Notes to Accounts form an integral part of financial statements 1 - 28

As per our report of even date attached
For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

Pramod Prabhudesai
Partner
Membership No.: 032992

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

Mumbai
Mumbai, May 6, 2022

For and on behalf of the Board of Directors

Pallab Bhattacharya
Director
DIN 00008277

Yatender Verma
Director
DIN 00009354

PNC WELLNESS LIMITED MUMBAI

Mumbai
Mumbai, May 6, 2022

PNC Wellness Limited

Notes forming part of Financial Statements for the year ended March 31, 2022.

Corporate Information

PNC Wellness Limited ("the company") is a company incorporated and domiciled in India.

The company is wholly owned subsidiary company of Pritish Nandy Communications Limited. The registered office of the company is situated at 87/88 Mittal Chambers, Nariman Point, Mumbai 400021.

The Company has expertise in providing facility like gymnasium and cardio gymnasium, spa, beauty and salon services, yoga and meditation classes, aerobic training, massage therapy and foot massage therapy. The Company, which owns several brands like Moksha and sub brands like Power Yoga, Passion Yoga, Cool Yoga, Couple Yoga etc, is exploring avenue to commercialise its aforesaid brands.

1. Basis of preparation

The principal accounting policies applied in the preparation of these financial statements are set out below.
These policies have been consistently applied to all the years presented, unless otherwise stated.

a. Compliance with Ind AS:

The financial Statements comply in all material respects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis.

Historical cost convention:

i) The Financial Statements have been prepared on a historical cost.

ii) The financial statements have been prepared on accrual basis of accounting.

Rounding of Amounts:

The financial statements are presented in INR and all values are rounded to the nearest lakhs, except when otherwise indicated.

b. Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April, 2020

c. Significant estimates, judgements and assumptions

The preparation of financial statements in conformity with Ind AS requires the management to make estimates, assumptions and exercise judgment in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the end of the financial statements and reported amounts of income and expense during the year.

The management believes that these estimates are prudent and reasonable and are based on management's best knowledge of current events and actions. Actual results could differ from these estimates and difference between actual results and estimates are/shall be recognised in the period in which results are known or materialized.

Information about the critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes: Recognition of deferred tax assets.

d. Current and non-current classification

Operating cycle of the Company is ascertained as twelve months as per criteria set out in Division II of Schedule III of the Act. Accordingly, all assets and liabilities have been classified as current or non-current.

2. Significant Accounting Policies

2.1 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank, cash in hand and short-term deposit with original maturity upto three months, which are subject to insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposit, as defined above, net of outstanding bank overdraft as they are considered as an integral part of Company's cash management.

2.2 Investments and other Financial assets

a. Classification

The company classifies its financial assets in the following measurement categories:

i) Those to be measured subsequently at fair value (either through Other Comprehensive Income, or through profit or loss)

ii) Those measured at amortised cost.

The classification depends on the business model of the entity for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Other Comprehensive Income or profit or loss. For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, method of recognition will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through Other Comprehensive Income.

b. <u>Recognition and measurement</u>

i. Initial Recognition:

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

ii. Subsequent Measurement:

After Initial recognition, financial assets are measured at:

I. Financial assets carried at amortized cost
II. Financial assets at fair value through other comprehensive income
III. Financial assets at fair value through profit and loss;

c. <u>Debt instrument-</u>

Subsequent measurement of debt instruments depends on the Company's business model for managing the assets and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

i. Measured at amortized cost:

Financial Assets that are held for collection of contractual cash flow where those cash flows represent solely payment of principal and interest are measured at amortised cost. Interest income from these financial assets is included in interest income using the Effective Interest Rate (EIR) method the amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

ii. **Measured at fair value through Other Comprehensive Income (FVTOCI):**

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through Other Comprehensive Income (FVTOCI).

Fair value movements are recognised in the OCI. Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss.

On de-recognition, cumulative gain/ (loss) previously recognised in OCI is reclassified from the equity to other income in the Statement of Profit and Loss.

iii. **Measured at fair value through profit or loss (FVTPL):**

A financial asset not classified as either amortised cost or FVTOCI, is classified as Fair Value through Profit or Loss (FVTPL). Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as other income in the Statement of Profit and Loss.

d. De-recognition of financial assets:

A financial asset is de-recognised only when the company:

i) has transferred the rights to receive cash flows from the financial asset or

ii) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised through statement of Profit and loss or Other Comprehensive Income as applicable.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

e. Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.

f. Other Financial liabilities:

i. Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

ii. Initial recognition and measurement:

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the fair value.

iii) Subsequent measurement:

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

iv) De-recognition:

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or expires.

g. Off-setting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2.3 Revenue Recognition

The Ministry of Corporate Affairs has notified Ind AS 115-"Revenue from Contracts with Customers" effective for annual periods beginning on or after April 01, 2018.

However, during the year, Company has not carried out any revenue generating activities.

2.4 Taxation

Tax expense comprises of current and deferred tax.

i. **Current tax:**

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity.

ii. **Deferred tax:**

Deferred tax assets and liabilities are recognized using the balance sheet approach for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transition.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised 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.

Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.
Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

iii. Minimum alternate tax (MAT)

MAT paid in a year is charged to the Statement of profit and loss as current tax. MAT credit entitlement is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, which is the period for which MAT credit is allowed to be carried forward. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

2.5 Earnings per share

Earnings per share (EPS) is calculated by dividing the net profit or loss (excluding other comprehensive income) for the period attributable to Equity Shareholders by the weighted average number of Equity shares outstanding during the period. Earnings considered in ascertaining the EPS is the net profit for the period and any attributed tax thereto for the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders is adjusted for after income tax effect of interest and other finance costs associated with dilutive potential equity shares and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.6 Provisions and contingent liabilities

The company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. Provisions are not recognized for future operating losses.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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 embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

3 DEFERRED TAX ASSETS (NET)

The components of deferred tax balance are as under:

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Deferred tax assets		
Unabsorbed business loss	0.00	3.42
Unabsorbed depreciation	0.00	15.51
Total	0.00	18.93

* Refer note no. 23 of notes to the financial statements

4 CASH AND CASH EQUIVALENT

Particulars	As at March 31, 2022	As at March 31, 2021
a. Balances with banks		
In current accounts	0.02	0.01
b. Cash on hand	-	0.01
Total	0.02	0.02

5 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
Others	30.00	30.00
Total	30.00	30.00

6 OTHER CURRENT ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Balances with government authorities	3.75	3.70
Total	3.75	3.70

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

7 EQUITY SHARE CAPITAL

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
750,000 (P.Y. : 750,000) Equity shares of Rs 10/- each	75.00	75.00
Total	75.00	75.00
Issued, Subscribed and fully paid		
660,000 (P.Y.: 660,000) Equity shares of Rs.10/- each	66.00	66.00
Total	66.00	66.00

7.1 Reconciliation of Shares

(Rs. In Lakhs, except number of shares data)

Reconciliation of Number of Shares (Equity)	As at March 31, 2022		As at March 31, 2021	
	No of Shares	Amount	No of Shares	Amount
Number of Shares outstanding as at the beginning of the year	660,000	66.00	660,000	66.00
Number of Shares outstanding as at the end of the year	660,000	66.00	660,000	66.00

7.2 Rights, preferences, restrictions of equity shares

The company has only one class of equity shares having a face value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The equity shares are entitled to dividend proposed by the board of directors subject to the approval of the shareholders in general meeting except in case of interim dividend. In the event of liquidation of the company, holder of equity shares are entitled to receive remaining assets of the company, after distribution of all preferential amounts in proportion to their shareholding.

7.3 Details of shares held by the promoter (holding company), the ultimate holding company, their subsidiaries and associates:

Particulars	Equity shares with voting rights (Number of shares)	Equity shares with voting rights (Number of shares)
	As at March 31, 2022	As at March 31, 2021
Pritish Nandy Communications Limited (Promoter - Holding Company)	660,000	660,000

7.4 Shareholders holding more than 5 per cent of total Equity Shares of company

Name of the Shareholders	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	% held	No. of Shares	% held
Pritish Nandy Communications Ltd	660,000	100	660,000	100

As per the records of the company , including its register of shareholders / members & other declarations received from shareholders regarding beneficial interest , the above shareholding represents both legal and beneficial ownership of shares.

8 OTHER EQUITY

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Securities premium		
Balance at the beginning of the year	225.00	225.00
Balance at the end of the year	225.00	225.00
Retained earnings		
Balance at the beginning of the year	(258.56)	(258.21)
Add: Profit/ (Loss) for the year	(19.23)	(0.35)
Balance at end of year	(277.79)	(258.56)
TOTAL	(52.79)	(33.56)

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

9 TRADE PAYABLES

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Total outstanding dues to micro enterprises and small enterprises*	0.25	0.25
Total outstanding dues to creditors other than micro enterprises and small enterprises	0.01	-
Total	0.26	0.25

* Refer note no. 14 of notes to the financial statements for Micro, Small and Medium Enterprises disclosure

9.1 For F.Y. 2021-22

(In Rs lakh)

Particulars	Unbilled amount	Outstanding for following periods from due date of payment					
		Not due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Total outstanding dues to micro enterprises and small enterprises	0.25	0.25	0.00	0.00	0.00	0.00	0.25
Total outstanding dues to creditors other than micro enterprises and small enterprises	0.01	0.01	0.00	0.00	0.00	0.00	0.01
Total	0.26	0.26	0.00	0.00	0.00	0.00	0.26

9.2 For F.Y. 2020-21

(In Rs lakh)

Particulars	Unbilled amount	Outstanding for following periods from due date of payment					
		Not due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Total outstanding dues to micro enterprises and small enterprises	0.25	0.25	0.00	0.00	0.00	0.00	0.25
Total outstanding dues to creditors other than micro enterprises and small enterprises	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total	0.25	0.25	0.00	0.00	0.00	0.00	0.25

10 OTHER FINANCIAL LIABILITIES

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Unsecured, considered good		
a. Others		
Amount payable to related parties (refer note no. 13)	20.30	19.96
Total	20.30	19.96

11 OTHER INCOME

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Credit balance written back	0.00	0.03
Total	0.00	0.03

12 OTHER EXPENSES

(In Rs lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Office and general expenses	0.03	0.06
ROC filing fees	0.02	0.07
Statutory audit fees (refer note no. 20)	0.25	0.25
Total	0.30	0.38

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

13 RELATED PARTY DISCLOSURE

Details relating to related parties/ persons and description of relationship are as under:

i. Name of the Related Parties	Description of their relationship
Pritish Nandy communications Limited -	Holding company
ii. Key Management Personnel	
a. Pallab Bhattacharya	Director
b. Yatender Verma	Director
c. Mahesh Vyas	Director

Details of transactions between the company and other related parties as disclosed below :

(In Rs lakh)

Nature of transaction	For the year ended March 31, 2022	For the year ended March 31, 2021
Holding company		
Opening balance- Receivable/ (payable)	(19.96)	(19.54)
Add: Received during the year	(0.34)	(0.42)
Balance outstanding as at year end Receivable/ (payable)	(20.30)	(19.96)

The transaction with the related parties have been done at arm's length and are in the ordinary course of the business

14 MICRO, SMALL AND MEDIUM ENTERPRISES

The details given below are based on the information received from Suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. This information has been relied upon by the auditor.

(In Rs lakh)

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
a.	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	0.25	0.25
b.	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	NIL	NIL
c.	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 the Micro, Small and Medium Enterprises Development Act, 2006;	NIL	NIL
d.	the amount of interest accrued and remaining unpaid at the end of each accounting year;	NIL	NIL
e.	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

NOTE - 15 - RATIOS

Ratio	As at March 31, 2022	As at March 31, 2021	% Variance	Reasons for Variance
Current ratio	1.64	1.67	-2%	
Debt equity ratio	-	-		During the year Company does not have any debt as on March 31, 2022 so Debt equity ratio is not calculated.
Debt service coverage ratio	-	-	-	During the year Company does not have any earnings available for debt services debt as on March 31, 2022 so Debt service coverage ratio is not calculated.
Return on equity ratio	-84%	-1%	7751%	Increase in loss due to deferred tax assets written off
Inventory turnover ratio	-	-	-	During the year Company does not have any inventory or turnover as on March 31, 2022 so Inventory turnover ratio is not calculated.
Trade receivables turnover ratio	-	-	-	During the year Company does not have any turnover or trade receivable as on March 31, 2022 so Trade receivables turnover ratio is not calculated.
Trade payables turnover ratio	0.01	0.01	20%	
Net capital turnover ratio	-	-	-	During the year Company does not have any turnover as on March 31, 2022 so Net capital turnover ratio is not calculated.
Net profit ratio	-	-	-	During the year Company does not have any turnover as on March 31, 2022 so Net profit ratio is not calculated.
Return on capital employed	-2%	-1%	110%	Reduction in capital employed due to deferred tax assets written off
Return on investment	-	-	-	During the year Company does not have any investment or return on investment as on March 31, 2022 so Return on investment is not calculated.

Earning for available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on
Debt service = Interest & Lease Payments + Principal Repayments
Average inventory = (Opening inventory balance + Closing inventory balance) / 2
Net credit sales = Net credit sales consist of gross credit sales minus sales return
Average trade receivables = (Opening trade receivables balance + Closing trade receivables balance) / 2
Net credit purchases = Net credit purchases consist of gross credit purchases minus purchase return
Average trade payables = (Opening trade payables balance + Closing trade payables balance) / 2
Working capital = Current assets - Current liabilities.
Earning before interest and taxes = Profit before exeptional items and tax + Finance costs - Other Income
Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability
Return on Investment
(MV(T1) – MV(T0) – Sum [C(t)])
(MV(T0) + Sum [W(t) * C(t)])
where,
T1 = End of time period
T0 = Beginning of time period
t = Specific date falling between T1 and T0
MV(T1) = Market Value at T1
MV(T0) = Market Value at T0
C(t) = Cash inflow, cash tflow on specific date
W(t) = Weight of the net cash flow (i.e. either net inflow or net outflow) on day 't', calculated as [T1 – t] / T1

16 OTHER STATUTORY INFORMATION

a. Company have not given any loans or advances to its promoters, directors or KMPs in the nature of loans.

b. The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

c. The Company has not been declared wilful defaulter by any bank or financial institution or other lender during the year.

d. The Company does not have any trnsactions or balances with companies struck off under section 248 of the Companies Act, 2013 or under section 560 of the Companies Act, 1956 during the year.

e. The Company do not have any charges which is yet to be registered/ satisfied with ROC beyond the statutory period.

f. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

g. UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM

i. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

ii. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

h. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

i. The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

j. No any quarterly returns or statements of current assets filed by the Company with banks or financial institutions.

PNC WELLNESS LTD

NOTES TO THE FINANCIAL STATEMENT

17 EARNING PER SHARE

(Rs. In lakhs)

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
a.	Profit after tax attributable to equity shareholders of the company (in Rs lakh)	(19.23)	(0.35)
b.	Weighted average number of equity shares (number in lakh)	6.60	6.60
c.	Basic and Diluted earning per share (a/b) (amount in Rs)	(2.91)	(0.05)
d.	Face Value per equity share (amount in Rs)	10	10

18 EMPLOYEE BENEFIT

No provision for payment of gratuity and leave encashment is made in the accounts since, there were no employees working with the company during the year.

19 SEGMENT INFORMTION

During the year, company operated only in one business segment i.e. wellness segment.

20 CONTINGENT LIABILITIES

The company has no contingent liability and commitments as at March 31, 2022.

21 AUDITOR'S REMUNERATION

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
As auditor:		
Statutory audit	0.25	0.25

22 LEGAL PROCEEDINGS

All known liabilities have been provided in the books of account. Legal proceeding related to dispute in respect of compliance and performance of the conditions of the license for the use of the premises from where Moksh zip was operating are ongoing between the company and the licensor of the premises . The licensor is claiming Rs. 90.25 lakhs being compensation from 01.04.2012 till 10.11.2013 in a suit filed with the small causes court, Mumbai. The company has filed a suit in the Bombay High Court for compensation for an amount of Rs. 170.53 lakhs on the grounds that the leave and license agreement stands vitiated by fraud by the licensor and be declared void ab initio and that the same is not enforceable against or binding upon the company. Pending the outcome of the aforesaid legal proceedings the impact on the financial statements of the company cannot be ascertained.

23 i. Reconciliation of Tax Expense

i. Current tax

(Rs. In Lakhs)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
(a) Income tax expenses :		
Current tax- In respect of the current year	0.00	0.00
Deferred tax- In respect of the current year	18.93	0.00
Total	18.93	0.00
(b) Income tax recognised in Other Comprehensive Income	0.00	0.00
Total income tax expense recognised in the year (a + b)	18.93	0.00
Statutory income tax		
Tax effect on deductible expenses	18.93	0.00
Additional allowances for tax purposes	0.00	0.00
Tax effect for earlier years	0.00	0.00
Tax expense recognised in the statement of profit and loss	18.93	0.00

ii. Deferred tax

(In Rs lakh)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Unabsorbed business loss	-	3.42
Unabsorbed depreciation	-	15.51
Total	-	18.93

iii. Reconciliation of deferred tax assets / (liabilities) net

Particulars	the year ended March 31, 2	For the year ended March 31, 2021
Opening balance	18.93	18.93
Deferred tax (charge)/credit recognised in:		
Statement of profit and loss	18.93	0.00
Total	-	18.93

24 TAX EXPENSES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Current Tax	-	-
Deferred Tax	18.93	-
Total	18.93	-

Considering there is no revenue in current financial year and unlikely to generate revenue in near future, deferred tax asset of Rs 18.93 lakh is written off.

25 Though the capital of the Company is substantially eroded, in the opinion of Board of Directors, going concern assumption is not affected as the Board of Directors of the company and Holding Company both are optimistic about the future and Holding Company has confirmed to provide all support necessary to meet its commitments in the next twelve months including arranging funds to meet any liability, if any.

26 IMPACT OF COVID-19 ON THE COMPNY

The Company has analysed all the relevant parameters associated with the risk due to pandemic COVID -19 and is of the opinion that it will not have any material impact on the business and going concern assumptions.

27 There are no subsequent events upto the date of issue of this financial statements.

28 Previous year's figures have been regrouped/ recast/ rearranged wherever necessary in order to conform with the current year's presentation.

As per our report of even date attached
For B.D. Jokhakar & Co.
Chartered Accountants
Firm Registration No.: 104345W

For and on behalf of the Board of Directors

Pramod Prabhudesai
Partner
Membership No.: 032992

B.D. JOKHAKAR & CO. MUMBAI CHARTERED ACCOUNTANTS

Pallab Bhattacharya
Director
DIN 00008277

Yatender Verma
Director
DIN 00009354

PNC WELLNESS LIMITED MUMBAI

Mumbai, May 6, 2022

Mumbai, May 6, 2022