



Raju P. Sardar

B.Com., F.C.A.

R. P. Sardar & Co.
Chartered Accountants

102, Beuna Vista, Next to ICICI Bank, Holy Cross Road,
I. C. Colony, Borivali (West), Mumbai - 400 103.
Tel.: +91-22-2893 3556 • Mobile : +91-98212 16687
E-mail : rpsardar@gmail.com

Independent Auditor's Report

To,
The Members of
Themis Lifestyle Pvt Ltd.

Report on the Financial Statements

We have audited the accompanying Ind AS financial statements of Themis Lifestyle Pvt Ltd ("*the Company*") which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year ended including, the Cash Flow Statement and a summary of significant accounting policies and other explanatory information (herein after referred to as "Ind AS Financial Statements")

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors are responsible for the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes 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 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India (ICAI). Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31st March, 2021, and its financial performance for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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.
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 and the Statement of Profit and Loss 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 written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 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 does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **R P Sardar & Co.**
Chartered Accountants





Raju Prabhudev Sardar
Proprietor
Membership No. - 037845
FRN No.: 109273W

Place: Mumbai
Date: 27th May, 2021
UDIN : 21037845AAAAJR2388

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2021:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) According to the information and explanations given by the management, there are no immovable properties included in Property, Plant and Equipment and accordingly Requirements are not applicable.
- (c) According to the information and explanations given by the management, there are no immovable properties included in Property, Plant and Equipment and Hence Requirements under paragraph 3(i)(c) are not applicable.
- 2) (a) The management has not conducted the physical verification of inventory as there exists no Inventory at beginning, end or during entire Financial year.
- (b) There are no discrepancies noticed in books records.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.



- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, GST etc. and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us, there are no dues of Income Tax, Goods & Services Tax etc. outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.



R P SARDAR & CO.
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- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For **R. P. Sardar & Co.**
Chartered Accountants

R. P. Sardar

Raju Sardar
Proprietor

Membership No.- 37845
FRN No.:109273W



Place: Mumbai

Date: 27th May, 2021

UDIN : 21037845AAAAJR2388

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of Themis Lifestyle Pvt Ltd.

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 Themis Lifestyle Pvt Ltd. ("the Company") as of March 31, 2021 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 Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 a material effect on the financial statements.

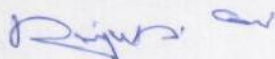
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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, 2021, 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 **R. P. Sardar & Co.**
Chartered Accountants



Raju Sardar
Proprietor

Membership No. - 37845
FRN No.: 109273W



Place: Mumbai

Date: 27th May, 2021.

UDIN : 21037845AAAAJR2388

NAME OF THE COMPANY : THEMIS LIFESTYLE PRIVATE LIMITED
CIN : U33111MH2010PTC209797
Audited Balance sheet as at 31st March, 2021

Particulars	Note	31st March, 2021 (INR)	31st March, 2020 (INR)
ASSETS			
Non-current assets			
Property, plant and equipment		-	-
Capital work-in-progress		-	-
Investment property		-	-
Goodwill		-	-
Intangible assets under development		-	-
Biological assets other than bearer plants		-	-
Financial assets			
- Non-Current investments		-	-
- Long-term loans and advances		-	-
- Others		-	-
Deferred tax assets (Net)		-	-
Other non-current assets		-	-
Current assets			
Inventories		-	-
Financial assets			
- Current investments		-	-
- Trade and other receivables		-	-
- Cash and cash equivalents	1.01	20,749.00	20,749.00
- Short term loans and advances		-	-
Assets for current tax (net)		-	-
Other current assets		-	-
Non-current assets classified as held for sale		-	-
TOTAL		20,749.00	20,749.00
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	1.02	100,000.00	100,000.00
Other equity #			
- Equity component of other financial instrument		-	-
- Retained earnings @		-	-
- Reserves		-	-
- Reserves representing unrealised gains/ losses		-	-
- Other reserves	1.03	(142,875.00)	(131,665.00)
Money received against share warrants		-	-
Others		-	-
Share application money pending allotment		-	-
Non-current liabilities			
Financial liabilities			
- Long term borrowings		-	-
- Other financial liabilities		-	-
Long term provisions		-	-
Deferred tax liabilities (Net)		-	-
Other non-current liabilities		-	-
Current liabilities			
Financial liabilities			
- Short term borrowings		-	-
- Trade and other payables		-	-
- Other financial liabilities		-	-
Other current liabilities	1.04	10,000.00	10,000.00
Short-term provisions	1.05	53,624.00	42,414.00
Liabilities for current tax (net)		-	-
Liabilities associated with group(s) of assets held for disposal		-	-
TOTAL		20,749.00	20,749.00

See accompanying notes to the financial statements

As per our report of even date attached

For R P Sardar & CO.
Chartered Accountants
Firm Regd. No.: 1092737W

SD/-

RAJU PRABHUDEV SARDAR
(PROPRIETOR)
Membership No.: 037845

Place: Mumbai
Date: 27th May, 2021

For and on behalf of the Board of Directors

SD/-

SACHIN PATEL
DIRECTOR
DIN 00033353

Place: Mumbai
Date: 27th May, 2021

SD/-

DINESH PATEL
DIRECTOR
DIN 00033273

Place: Mumbai
Date: 27th May, 2021

NAME OF THE COMPANY : THEMIS LIFESTYLE PRIVATE LIMITED
CIN : U33111MH2010PTC209797
Statement of Audited Profit and Loss for the period ended at 31st March, 2021

Particulars	Note	31st March, 2021	31st March, 2020
Revenue from operations		-	-
Other income		-	-
Total revenue		-	-
Expenses			
Cost of materials consumed		-	-
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods, work in progress and stock-in-trade		-	-
Employee benefit expense		-	-
Finance cost		-	-
Depreciation and amortisation expense		-	-
Other expense	2.01	11,210.00	12,010.00
Total expenses		11,210.00	12,010.00
Profit/ (loss) before exceptional items and tax		(11,210.00)	(12,010.00)
Exceptional items		-	-
Profit/ (loss) before tax		(11,210.00)	(12,010.00)
Tax expense			
a) Current tax		-	-
b) Deferred tax		-	-
Profit/ (loss) for the period from continuing operations		(11,210.00)	(12,010.00)
Profit/ (loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
Profit/ (loss) from discounting operations (after tax)		-	-
Profit/ (loss) for the period		(11,210.00)	(12,010.00)
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		-	-
Total comprehensive income for the period (Profit/ loss + other comprehensive income)		(11,210.00)	(12,010.00)
Earnings per equity share (for continuing operations)			
a) Basic		(1.12)	(1.20)
b) Diluted		(1.12)	(1.20)
Earnings per equity share (for discontinued operations)			
a) Basic		-	-
b) Diluted		-	-
Earnings per equity share (for discontinued & continuing operations)			
a) Basic		-	-
b) Diluted		-	-
See accompanying notes to the financial statements			

As per our report of even date attached

For R P Sardar & CO.
Chartered Accountants
Firm Regd. No.: 1092737W

For and on behalf of the Board of Directors

SD/-
RAJU PRABHUDEV SARDAR
(PROPRIETOR)
Membership No.: 037845

SD/-
SACHIN PATEL
DIRECTOR
DIN 00033353

SD/-
DINESH PATEL
DIRECTOR
DIN 00033273

Place: Mumbai
Date: 27th May, 2021

Place: Mumbai
Date: 27th May, 2021

Place: Mumbai
Date: 27th May, 2021

Schedules Forming Part of Audited Balance sheet as at 31st March, 2021

Note 1.01 Cash & Cash Equivalents

Particulars	31st March, 2021	31st March, 2020
	Amount Rs.	Amount Rs.
Cash-in-hand	99.00	99.00
Bank Balance	20,650.00	20,650.00
Total	20,749.00	20,749.00

Note 1.02 Share Capital

Particulars	31st March, 2021		31st March, 2020	
	Number	Amount Rs.	Number	Amount Rs.
<u>Authorised</u> Equity Shares of Rs.10/- each	100,000	1,000,000.00	100,000	1,000,000.00
<u>Subscribed & Paid up</u> Equity Shares of Rs.10/- each fully paid	10,000	100,000.00	10,000	100,000.00
<u>Subscribed but not fully Paid up</u> Total	10,000	100,000.00	10,000	100,000.00

[a] Reconciliation of Number of Shares	AS ON		AS ON	
	31st March, 2021		31st March, 2020	
	Quantity	Amount	Quantity	Amount
Number of shares as at the beginning of the year	9,900	99,000	9,900	99,000
Add: Shares issued during the year in cash or in kind	-	-	-	-
Number of shares as at the end of the year	9,900	99,000	9,900	99,000

[b] The company has issued and subscribed Equity Shares having a face value of Rs.10 each. Each shareholder is eligible for one vote per share held.

[c] List of shareholders holding more than 5% shares as at the Balance Sheet date

Name of Shareholder	31st March, 2021		31st March, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Themis Medicare Ltd	9,900.00	100%	9,900.00	100%
Total	9,900.00	100%	9,900.00	100%

Note 1.03 Reserves & Surplus

Particulars	31st March, 2021	31st March, 2020
	Amount Rs.	Amount Rs.
<u>Profit & Loss A/c.</u>		
Opening Balance	(131,665.00)	(119,655.00)
Current Year	(11,210.00)	(12,010.00)
Total	(142,875.00)	(131,665.00)

Note 1.04 Other current liabilities

Particulars	31st March, 2021	31st March, 2020
	Amount Rs.	Amount Rs.
Advances Received from Themis Medicare Ltd	10,000.00	10,000.00
Total	10,000.00	10,000.00

Note 1.05 Short Term Provisions

Particulars	31st March, 2021	31st March, 2020
	Amount Rs.	Amount Rs.
Audit Remuneration Payable	10,174.00	7,814.00
Professional Fees Payable	43,450.00	34,600.00
Total	53,624.00	42,414.00

Note 2.01 Other Expenses

Particulars	31st March, 2021	31st March, 2020
	Amount Rs.	Amount Rs.
Auditors Remuneration	2,360.00	2,360.00
Professional Fees Paid	8,850.00	8,850.00
ROC Filing Fees	-	800.00
Total	11,210.00	12,010.00

THEMIS LIFESTYLE PRIVATE LIMITED
CIN : U33111MH2010PTC209797
CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2021

Particular	Financial Year 2020-21	Financial Year 2019-2020
A CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax	(11,210)	(12,010)
Adjustment for:		
Depreciation and amortisation	-	-
Preliminary Expenses w/off	-	-
Operating profit before working capital changes	(11,210)	(12,010)
Adjustments for movement in working capital :		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	-	-
Increase in Stock	-	-
Short-term loans and advances	-	-
Other Current Assets	-	-
Long-term loans and advances	-	-
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	-	-
Short term Provisions	11,210	11,210
Other current liabilities	-	-
	11,210	11,210
Direct taxes paid/deducted at source	-	-
NET CASH FROM/(USED IN) OPERATING ACTIVITIES	-	(800)
B CASH FLOW FROM INVESTING ACTIVITIES:		
Pre-Operating Expenses	-	-
NET CASH FROM/(USED IN) INVESTING ACTIVITIES	-	-
C CASH FLOW FROM FINANCING ACTIVITIES:		
NET CASH FROM / (USED IN) FINANCING ACTIVITIES	-	-
D Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	-	(800)
E Cash and cash equivalents as at the end of previous period	20,749	21,549
F Cash and cash equivalents as at end of the year	20,749	20,749

For R P SARDAR & CO.
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

SD/-
RAJU PRABHDEV SARDAR
(PROPRIETOR)
Membership No. : 037845
FRN No. : 109273W
Place: Mumbai
Date: 27th May, 2021

SD/- SD/-
SACHIN PATEL DINESH PATEL
DIRECTOR DIRECTOR
DIN 00033353 DIN 00033273
Place: Mumbai
Date: 27th May, 2021