ONE97 COMMUNICATIONS LIMITED

ANNUAL REPORT

2018-19

Ref: 1/2019-20

DRAFT NOTICE OF NINETEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Nineteenth Annual General Meeting of the members of **One97 Communications Limited** ("**the Company**") will be held on Monday, September 30, 2019 at 09.00A.M. (IST) at its registered office at First Floor, Devika Tower, Nehru Place, New Delhi-110019,India to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:

   (a) the audited financial statement of the Company for the year ended March 31, 2019, the report of the Board of Director's and Auditors' thereon; and

   (b) the audited consolidated financial statement of the Company for the year ended March 31, 2019 and the Auditors' report thereon.

2. To appoint a Director in place Mr. Vijay Shekhar Sharma (DIN: 00466521) who retires by rotation, being eligible offers himself for reappointment.

3. To appoint a Director in place of Mr. Jing Xiandong (DIN: 07155397) who retires by rotation and, being eligible offers himself for reappointment.

SPECIAL BUSINESS

4. **To consider, discuss and approve the appointment of Mr. Todd Anthony Combs as Director of the Company**

   To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 161 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Todd Anthony Combs (DIN: 08343520) who was appointed as an Additional Director by the Board of Directors with effect from May 16, 2019 whose term expires at this Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company and whose period of office will be liable to retire by rotation.

   RESOLVED FURTHER THAT, Mr. Vijay Shekhar Sharma, Managing Director, Mr. Madhur Deora President – Business, Mr. Vikas Garg, Deputy Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to give effect to above appointment and make necessary filing with Registrar of Companies, NCT of Delhi and Haryana and to do all acts, things and deeds incidental thereto."

5. **To consider, discuss and approve the appointment of Mr. Michael Yuen Jen Yao as Director of the Company**

   To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 161 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Michael Yuen Jen Yao (DIN: 08451050) who was appointed as an Additional Director by the Board of Directors with effect from May 16, 2019 whose term expires at this Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company and whose period of office will be liable to retire by rotation.

RESOLVED FURTHER THAT, Mr. Vijay Shekhar Sharma, Managing Director, Mr. Madhur Deora President – Business, Mr. Vikas Garg, Deputy Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to give effect to above appointment and make necessary filing with Registrar of Companies, NCT of Delhi and Haryana and to do all acts, things and deeds incidental thereto."

6. **To approve increase ESOP Pool grant options and amendment in One97 Employees Stock Option Scheme, 2008**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of the earlier resolution passed, pursuant to the applicable provisions of the Companies Act, 2013 and the corresponding rules framed thereunder, as amended, Memorandum & Articles of Association of the Company and subject to such other approval(s), permission(s) and sanction(s) of the appropriate authorities as may be applicable and subject to such conditions and modifications as may be prescribed or imposed while granting such approval(s), permission(s) and sanction(s), the consent of the members, be and are hereby accorded to alter One97 Employees Stock Option Scheme, 2008 (hereinafter referred to as **"One97 ESOP Scheme"** or **"ESOP Scheme")** by increasing existing ESOP pool from 1,923,620 equity options to 2,166,524 equity options of Rs. 10/- each and to approve and adopt the amended One97 ESOP Scheme 2008 ("**ESOP Scheme**"), the draft of which is initialed by the Chairperson for the purposes of identification ("**Restated ESOP**").

RESOLVED FURTHER THAT the new equity shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu, in all respects with the then existing Equity Shares of the Company and that the Company shall conform to the accounting policies as laid out in the Income Tax Act, 1961 and the relevant provisions of the Act.

RESOLVED FURTHER THAT Mr. Vijay Shekhar Sharma, Managing Director, Mr. Madhur Deora President – Business, Mr. Vikas Garg, Deputy Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to give effect to the aforesaid resolution and make necessary filing with Registrar of Companies, NCT of Delhi and Haryana and to do all acts, things and deeds incidental thereto."

7. **To approve creation and adoption of new One97 Employees Stock Option Scheme 2019**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 62 (1) (b) of the Companies Act, 2013 ("the Act") read with Rule 12(5) of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment(s) thereof and the Articles of Association of the Company and subject to the approval of members of the Company, the consent of the Board be and is hereby accorded to approve and adopt the proposed new One97 Employees Stock Option Scheme 2019 **("ESOP Scheme 2019")** of the Company.

RESOLVED FURTHER THAT all ESOPs committed to be granted by the Board but the grant whereof is pending shall be granted by the Board under the terms of the ESOP Scheme 2019.

RESOLVED FURTHER THAT Mr. Vijay Shekhar Sharma, Managing Director, Mr. Madhur Deora President – Business, Mr. Vikas Garg, Deputy Chief Financial Officer and Company Secretary of the Company, be and is hereby severally authorized to sign and execute the necessary agreements, letters and documents as may be required and send notices to the employees in relation to the approval of the ESOP Scheme 2019 and to do all such other deeds, things, matters as may be ancillary or incidental to the implementation of the ESOP Scheme 2019."

8. **To approve the remuneration of Mr. Vijay Shekhar Sharma, Managing Director for FY 2019-20**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT in supersession of the earlier resolutions passed, pursuant to the provisions of Section 196 & 197 read with Rule 7 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and such other applicable rules and subject to Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (as amended or re-enacted from time to time) (hereinafter referred to as Act), the consent of the members of the Company, be and is hereby accorded to approve the remuneration to be paid to Mr. Vijay Shekhar Sharma, Managing Director of the Company for the financial year 2019-20, as recommended by the Board and Nomination and Remuneration Committee at their meetings held on September 04, 2019, on the terms and conditions mentioned herein below:

1. Remuneration: INR 3,00,00,000/- p.a. (including lease rent accommodation) for FY 2019-20
2. Perquisites : Following perquisites to be provided

(a) Two Vehicles.
(b) Fuel Expenses & Toll charges.
(c) Accommodation on Lease.
(d) Expenses related to electricity, water, maintenance etc. of the accommodation provided by the Company.
(e) Driver's Salary and Overtime & Night Charges of Drivers to be paid extra, if any.
(f) Vehicle's Insurance.
(g) Expenses related to Vehicle's maintenance.
(h) Communication Expenses which includes reimbursements of mobile bill, data card bill, internet bills, etc.
(i) Reimbursements related to meal expenditure.
(j) Travel Expenses.
(k) Medical Insurance of Mr. Vijay Shekhar Sharma and his family.
(l) Contribution to Provident Fund, Superannuation Fund or Annuity Fund as per the rules of the Company. These will not be included in the computation of the ceiling on perquisites or remuneration to the extent these either singly or put together are not taxable under the Income Tax Act, 1961. Gratuity shall be payable as per the rules of the Company. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.
(m) Leave Travel Assistance, as per the rules of the Company; value not exceeding one month's salary.

RESOLVED FURTHER THAT notwithstanding to the above, in the event of any loss or inadequacy of profits in any financial year of the Company during the tenure of Mr. Vijay Shekhar Sharma as Managing Director of the Company, the remuneration payable to him shall be in accordance with the limits prescribed in Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

RESOLVED FURTHER THAT the Board of Directors/Nomination and Remuneration Committee be and is hereby authorized to fix the remuneration and/or perquisite of Mr. Vijay Shekhar Sharma and revise such remuneration and/or perquisite from time to time within the maximum limits specified above and to the extent as permissible under the relevant provisions of law. The Board of Directors/Nomination and Remuneration Committee be and is hereby further authorized to vary / modify / amend any of the aforesaid terms and conditions provided such variation / modification / amendment is in conformity with the applicable provisions of the Act, as amended from time to time and to do all acts, deeds and thing as deems necessary to give effect to this resolution."

By Order of the Board of Directors
For One97 Communications Limited

Place: Tokyo, Japan
Date: September 04, 2019

Sd/-
Vijay Shekhar Sharma
Managing Director
DIN: 00466521

Regd Off: 1st Floor, Devika Tower
Nehru Place, New Delhi - 110019
CIN- U72200DL2000PLC108985
Website- www.one97.com

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR WHERE THAT IS ALLOWED, ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, SIGNED AND COMPLETED IN ALL RESPECTS MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other member.

3. No person shall be entitled to attend and vote at the meeting as a duly authorized representative of anybody corporate which is a shareholder of the Company, unless a copy of the resolution appointing him/her a duly authorized representative, certified to be true copy by the Chairman/Managing Director/Company Secretary, shall have been deposited at the registered office of the Company before the time fixed for the commencement of the meeting.

3. Members are requested to notify the changes of address if any, to the Company quoting their respective folio nos.

4. We request and encourage our members to register their email-id for e-communication in the records of their Depository Participant (in case of electronic holding). The Members who are holding shares in physical form, they may register their e-mail id by sending an email to compliance@paytm.com with a subject "Registration of email id."

5. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.

6. Register of Directors and Key Managerial Personnel and their shareholding, maintained u/s. 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM

7. The Register of Contracts or arrangements in which the Directors are interested, maintained u/s.189 of the Companies Act, 2013, will be available for inspection by the Members at the AGM.

8. All documents referred to in the notice and explanatory statement shall be open for inspection at the corporate office of the company at B-121, Sector 5 Noida, Uttar Pradesh – 201301 on all working days, between 11.00 a.m. and 5.00 p.m. upto the date of the Meeting. The company has intimated from the Registrar of Companies to keep books of account at a place other than the registered office of the company.

EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

Item No. 4

The Board of Directors on recommendation of the Nomination and Remuneration Committee vide their Board Meeting dated May 16, 2019, have accorded their approval to appoint Mr. Todd Anthony Combs as an Additional Director of the Company, as a founder nominee, with effect from May 16, 2019, in accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company.

In accordance with the provisions of Section 160 of the Act, the Nomination and Remuneration Committee of the Board of Directors in its meeting held on September 4, 2019 has proposed the candidature of Mr. Combs for his appointment as Director of the Company.

It is proposed to appoint Mr. Combs as Director of the Company, liable to retire by rotation.

Except, Mr. Todd Anthony Combs, to whom the resolution relates, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution.

Item No. 5

Mr. Joseph Chung Tsai, Director appointed as nominee of Alibaba has resigned from the Directorship of the Company w.e.f. May 16, 2019. In respect to the same Alibaba has proposed to appoint Mr. Michael Yuen Jen Yao as an Additional Director of the Company, to hold office till the conclusion of the ensuing Annual General Meeting of the Shareholders of the Company. The Board of Directors vide their Board Meeting dated May 16, 2019, have accorded their approval to appoint Mr. Michael Yuen Jen Yao as Additional Director of the Company w.e.f. May 16, 2019 in accordance with the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company.

The Board and the Company places on record deep sum of gratitude and appreciation for the valuable services rendered by Mr. Joseph Chung Tsai during his tenure as a Director of the Company.

In accordance with the provisions of Section 160 of the Act, the Nomination and Remuneration Committee of the Board of Directors in its meeting held on September 4, 2019 has proposed the candidature of Mr. Michael Yao for his appointment as Director of the Company.

It is proposed to appoint Mr. Michael Yao as Director of the Company, liable to retire by rotation.

Except, Mr. Michael Yao, to whom the resolution relates, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution.

Item No. 6

The Company proposes to the increase in ESOP pool by 242,904 options thereby increasing current ESOP pool from 1,923,620 equity options to 2,166,524 equity options and to amend its the Share Transfer Policy (**"STP"**) to provide for an additional restrictions on the transfer shares issued/ to be issued pursuant to One97 Employees Stock Option Scheme 2008 (**"ESOP Scheme"**), by way of: (a) Right of First Offer (**"ROFO"**) in favour of the Investors (as defined in the STP) and One97 Employee Welfare Trust (**"Trust"**) in the event of sale of shares to a third party; and (b) call option in favour of the Trust to purchase the ESOPs at a specified price (**"Call Option"**) in the event of termination of an employees' term with the Company (either voluntarily or involuntarily).

In terms of the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, any alteration in the terms of the ESOP Scheme shall be approved by the Shareholders by passing of Special Resolution in the General Meeting. The Board of Directors on the recommendation made by the Nomination and Remuneration Committee in its meeting held on September 04, 2019 had accorded its approval in relation to the amendment of the Restated ESOP and increase in ESOP Pool of the Company, subject to the approval of the members of the Company. Accordingly, the consent of the members of the Company is sought. The draft copy of the Restated ESOP is available for the inspection during the office hours till the date of general meeting.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution set out at item no. 6 of the Notice, except to the extent of the securities that may be offered to them under ESOP scheme.

In view of the above, the Board recommends the passing of the resolutions set out at Item No. 6 as a special resolution.

Item No. 7

The Board of the Company at its meeting held on September 04, 2019 has accorded its approval in relation to a new employee stock option scheme of the Company (**“ESOP Scheme 2019”**), for the benefit of the present and future employees of the Company, subject to the approval of the members by a special resolution.

The broad features of ESOP Scheme 2019 as per Rule 12 of the Companies Share Capital and Debentures) Rules, 2014 amendments thereof are set out below:

Total number of stock options to be granted	Total ESOP Pool is 2,166,524* (subject to terms and conditions as mentioned in ESOP scheme, 2019.
Identification of classes of employees entitled to participate in the ESOP Scheme 2019	As determined by the Nomination and Remuneration Committee.
Appraisal process for determining the eligibility of employees to the ESOP Scheme 2019	As determined by the Nomination and Remuneration Committee.
Requirements of vesting and period of vesting	Options granted under ESOP Scheme 2019 will vest from the end of the 1st year from the grant date and will vest until the end of the 5th year, in accordance with the vesting schedule specified in ESOP Scheme 2019.
Maximum period within which the options shall be vested	5 years.
Exercise price or the formula for arriving at the exercise price	In accordance with ESOP Scheme 2019.
Exercise period and the process of exercise	Exercise period will be a period not exceeding 5 years from the date of vesting of the respective employee stock option and the process of exercise of options shall be in accordance with ESOP Scheme 2019.

Lock-in period	The shares issued upon exercise of vested options will not be subject to any lock-in period after such exercise but will be subject to transfer restrictions as provided in the share transfer policy of the Company.
Maximum number of options to be granted per employee and in aggregate	Per employee: no employee will be granted, in any 1 year of the Company, options to purchase more than or equaling to 1% of the outstanding issued share capital as on the date of grant (excluding outstanding options and conversions).
Method which the company shall use to value its options	Black-Scholes options pricing model is considered to estimate value of ESOPs.
Conditions under which options vested in employee(s) may lapse (eg. in case of termination of employment for misconduct)	In accordance with ESOP Scheme 2019.
Specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee	Immediately upon termination and as set out in the ESOP Scheme 2019.

** This ESOP pool includes total options to be granted under ESOP Scheme and ESOP Scheme 2019.*

The draft copy of the ESOP Scheme, 2019 is available for the inspection during the office hours till the date of general meeting.

The Company shall conform to the accounting policies/standards as applicable to the Company, from time to time.

None of the Directors and key managerial personnel of the Company and their relatives are, directly or indirectly, interested in the proposed resolution, except to the extent of their shareholding in the Company.

In view of the above, the Board recommends the passing of the resolutions set out at Item No. 7 as a special resolution.

Item No. 8

The Members of the Company, at 17th Annual General Meeting (AGM) held on August 31, 2017, had appointed Mr. Vijay Shekhar Sharma as Managing Director w.e.f. December 19, 2017 for a period of five (5) years.

It is recommended by the Board to approve remuneration payable to Mr. Vijay Shekhar Sharma as Managing Director of the Company for a further period of one year i.e. for FY 2019-20. His remuneration has been recommended by Nomination and Remuneration Committee and the Board respectively, at their meetings held on September 4, 2019.

Pursuant to Section 196, 197 & 203 read with Schedule V of the Companies Act, 2013 and Rule 7 of Companies (Appointment & Remuneration of Managerial Remuneration Personnel) Rules, 2014 framed and all other applicable provision of the Companies Act, 2013, the remuneration payable to Mr. Vijay Shekhar Sharma is placed before the shareholders for their approval vide special resolution.

None of the Directors, Key Managerial Personnel and their relatives of the Company are, in any way, concerned or interested in the said resolution, except Mr. Vijay Shekhar Sharma.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND FIXATION OF REMUNERATION OF MANAGING DIRECTOR AT FORTHCOMING ANNUAL GENERAL MEETING

Mr. Jing Xiandong

Mr. Jing joined Alibaba Group in 2007, and acted as Senior Finance Director and Vice President at Alibaba between 2007 and 2009. Mr. Jing then became Chief Financial Officer of Alipay in September 2009 and Ant Financial's Chief Operating Officer in October 2014. He became President of Ant Financial in June 2015. Starting October 16, 2016, Mr. Jing serves as CEO of Ant Financial. Before joining Alibaba, Mr. Jing was the CFO of Guangzhou Pepsi Cola Beverage Co. He also held management positions in finance in several Swire Coca-Cola bottling plants or business departments. Mr. Jing received a Bachelor's degree in Engineering from the College of Economics & Management, Shanghai Jiao Tong University in 1994. He obtained a master degree in business administration after finishing the EMBA program at the Carlson School of Management, University of Minnesota in 2005.

Mr. Todd Anthony Combs

Mr. Todd A. Combs is an Independent Director at JPMorgan Chase & Co. and an Investment Officer at Berkshire Hathaway, Inc.

Prior to joining Berkshire Hathaway in 2010, Mr. Combs was Chief Executive Officer and Managing Member of Castle Point Capital Management, an investment partnership he founded in 2005 to manage capital for endowments, family foundations and institutions. Before forming Castle Point, he held various positions at Copper Arch Capital, Progressive Insurance and the State of Florida Banking, Securities and Finance Division.

He has served as a director of Berkshire Hathaway subsidiaries Precision Castparts Corp. since 2016, Charter Brokerage LLC since 2014 and Duracell Inc. since 2016.

Mr. Michael Yuen Jen Yao

Mr. Michael Yuen Jen Yao is a senior corporate finance professional with over 23 years' experience in international capital markets, mergers and acquisitions, debt advisory and corporate finance. Mr. Michael Yao maintain senior client relationships across corporate and Financial Sponsor and Private Equity. He is an experienced campaigner in building businesses and motivating a team.

Specialties: Mergers and Acquisitions, Equity Capital Markets, Debt Advisory, Business Development, Private Equity, Private Placements.

Mr. Vijay Shekhar Sharma

Profile of Mr. Vijay Shekhar Sharma are disclosed in later part of this explanatory statement.

In pursuance to Secretarial Standard-2 issued by The Institute of Company Secretaries of India (ICSI).

Name of the Director	**Mr. Jing Xiandong**	**Mr. Todd Anthony Combs**	**Mr. Michael Yuen Jen Yao**	**Mr. Vijay Shekhar Sharma**
DIN	07155397	08343520	08451050	00466521
Age (in years)	47	48	51	41
Qualification	Mr. Jing received a Bachelor's degree in Engineering and has also obtained a master degree in business administration after finishing the EMBA program at the Carlson	Mr. Combs had graduated from Florida State University and received an M.B.A. from Columbia Business School.	Mr. Michael Yao is BS Economics, Cum Laude, Finance and Marketing from Wharton School, University of Pennsylvania.	B.E., Electronics & Communication from Delhi College of Engineering

	School of Management, University of Minnesota in 2005.			
Remuneration sought to be paid	Nil	Nil	Nil	Rs. 3 Crore p.a. plus perquisites & allowances
Terms and Conditions of appointment(s)	Mr. Jing Xiadong is eligible to be re-appointed as Director, liable to retire by rotation, as per the provisions of the Companies Act, 2013 and Articles of Association of the Company, subject to the approval of the members of the Company in this AGM.	Mr. Todd Combs is appointed as Director, liable to retire by rotation, as per the provisions of the Companies Act, 2013 and Articles of Association of the Company, subject to the approval of the members of the Company in this AGM.	Mr. Michael Yao is appointed as Director, liable to retire by rotation, as per the provisions of the Companies Act, 2013 and Articles of Association of the Company, subject to the approval of the members of the Company in this AGM.	NA
Justification for choosing the appointees as Independent Director	NA	NA	NA	NA
Remuneration last drawn from the Company	Nil	Nil	Nil	INR 3 Crore p.a. plus perquisites & allowances
Date of first appointment on the Board of Directors of the Company	April 30, 2015	May 16, 2019	May 16, 2019	December 22, 2000
Shareholding in the Company (as on the date of AGM Notice)	Nil	Nil	Nil	90,51,624 Equity Shares (15.71%)
Relationship with other Directors, Managers and other Key Managerial Personnel(s) of the Company	None	None	None	None
Number of Board meetings attended during the financial year 2018-19	4 (one Board Meeting was attended by the alternate director of Mr. Jing Xiadong)	N.A.	N.A.	5
List of Directorships held in other companies, as on March 31, 2019	Paytm E-Commerce Private Limited	Nil	Paytm E-Commerce Private Limited	• One97 Communications India Limited • Paytm Payments Bank Limited • Paytm E-Commerce Private Limited • Paytm Money Limited

				• Paytm Entertainment Limited • Paytm Wholesale Commerce Private Limited • Paytm General Insurance Limited • Paytm Life Insurance Limited • Paytm Financial Services Limited • Applied Life Private Limited • Aryan Ayurveda Private Limited
Membership/ Chairmanship of Committees of Board of Directors of other companies, as on March 31, 2019	Nil	Nil	Nil	• **Paytm Money Limited** (NRC)- Member • **One 97 Communications India Limited** (Audit Committee and NRC)- Member • **Paytm Entertainment Private Limited** (Audit Committee and NRC)- Member • **Paytm Payments Bank Limited** (NRC, IT Strategy, Risk Management, Management/Supervisory, Special Committee of the Board for Monitoring and follow-up cases of Fraud (SCBF) and Outsourcing) – Member (CSR – Chairman)

By Order of the Board of Directors
For One97 Communications Limited

Place: Tokyo, Japan
Date: September 04, 2019

Sd/-
Vijay Shekhar Sharma
Managing Director
DIN: 00466521

Regd Off: 1st Floor, Devika Tower
Nehru Place, New Delhi – 110019
CIN- U72200DL2000PLC108985
Website- www.one97.com

Disclosure as required under Section II of Part II of Schedule V to the Companies Act, 2013 and the corresponding Rules, is given hereunder:

I. General Information:

1. *Nature of Industry: The Company carries on the business inter alia to provide telecom based value added services to various telecom operators across the territory, payment gateway aggregator services, ticket services, utility bills payments, insurance, hotel booking services etc.*

2. *Date or expected date of commencement of commercial production: Not Applicable, since the Company has already commenced the business activity. The Company was incorporated on 22nd December, 2000.*

3. *In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.*

4. *Financial Performance based on given indicators:*

Particulars	***2018-19 (INR in Cr)***
Total Income	**3,391.61**
Depreciation	75.81
Tax expense	**0.12**
Total Expenses	**7,254.80**
Net Profit/(Loss)	**(3,959.64)**
Paid-up Capital	*5.75*
Reserves & Surplus	*5,980.75*

5. *Foreign Investment or Collaboration, if any:*

The Company has received Foreign Direct Investment under FDI guidelines. As on the date of this notice, out of total paid-up capital, 83.04% (approx.) is held by Foreign Investor under Foreign Direct Investment scheme of RBI. Further, the Company has following wholly owned subsidiaries and joint ventures overseas:

Name of the Entity	***Status***	***Country***
One97 Communications Singapore Private Limited	*Wholly owned Subsidiary*	*Singapore*
One97 Communications Nigeria Limited	*Wholly owned Subsidiary*	*Nigeria*
One97 USA Inc.	*Wholly owned Subsidiary*	*USA*
One97 Communications FZ-LLC	*Wholly owned Subsidiary*	*Dubai*
Ciqual Limited	*Joint Venture*	*United Kingdom*

II. *Information about the appointee:*

1. *Background Details: Mr. Vijay Shekhar Sharma is the Managing Director, Founder and Promoter of One97 Communications Limited. As a Managing Director, he is responsible for strategies and directions for sustainable growth of the Company. As he is the promoter of the Company, he is associated with One97 Communications Limited since its incorporation i.e. year 2000. Under his dynamic leadership, the Company has attained the respectable position and grown as a pioneer in the mobile VAS across leading telecom operator, become a leader in mobile wallet space, consolidate payment gateway aggregator services etc.*

   Mr. Vijay Shekhar Sharma has a Bachelor's degree in Engineering from Delhi College of Engineering.

2. *<u>Past Remuneration:</u> Remuneration drawn by Mr. Vijay Shekhar Sharma for the period April 01, 2018 to March 31, 2019 is Rs. 3 crores and other perquisites & allowances approved in the terms of appointment.*

3. *<u>Recognition or Awards:</u> In 2015, Vijay was recognized as Entrepreneur of year by Earns & Young and in same year as* ***Future Leaders*** *at the NASSCOM Future Leaders event. In addition, he is recognized among the most Innovative CEOs of 2014 by Inc India. In 2011, Vijay Shekhar Sharma was featured in Inc 500 survey about* ***India's Fastest Growing Mid-sized Companies.*** *In Addition, he won* ***Mobile Entrepreneur of the Year*** *at WAT Awards. In 2010, he was selected as the* ***VAS Person of the Year*** *at the IAMAI's India Digital Awards.*

4. *<u>Job Profile and his suitability:</u> Mr. Vijay Shekhar Sharma, Managing Director, is responsible for day-to-day management & strategic decisions of the Company, subject to overall superintendence, control and direction of the Board of Directors. Being a founder of the Company, he has brought the Company to great achievements. Taking into consideration his qualifications and expertise in the business segment and, he is best suited for the responsibilities of current assigned role.*

5. *<u>Remuneration Proposed for the FY 2019-20:</u> There is no increase in remuneration paid in FY 2019-20. Hence the remuneration proposed is INR 3,00,00,000 and other perquisites & allowances as detailed in the resolution.*

6. *<u>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):</u> With increased size and turnover, it is also imperative for any ITES company to have highly experienced professionals having specialized knowledge and skills to understand and project the market trend, consumer behavior, consumption pattern and many relevant indicators for better product mix. It also requires expertise for appropriate fund allocation, optimum utilization of various resources in the business. Mr. Vijay Shekhar Sharma has successfully proved his expertise in very effective manner and drove the Company towards the growth over the period of time. Hence, the Board of Directors considers that the remuneration proposed to them is justified commensurate with other organizations of the similar type, size and nature in the industry.*

7. *<u>Pecuniary Relationship directly or indirectly with the company or relationship with managerial personnel, if any:</u> Apart from receiving the remuneration proposed, Mr. Vijay Shekhar Sharma holds 90,51,624 equity shares in the Company. Additionally, his brother, Mr. Ajay Shekhar Sharma holds office and place of profit under Section 188(f) of the Companies Act, 2013. Mr. Vijay Shekhar Sharma or any of his relative does not have any other pecuniary relationship with the Company.*

III. ***Other Information:***

1. *<u>Reason of loss or inadequate profits:</u> The Company has incurred huge capital expenditure in creating a brand and establishing its business activity. We have incurred a considerable amount in various capital & operational expenditures which resulted into losses during the financial year.*

2. *<u>Steps taken or proposed to be taken for improvement:</u>*

   The Company is focusing on strengthening its position in various business segments like Payments Bank, Insurance and Insurance Broking, travel ticketing, hotel, mobile wallet services etc. and that would result into better turnover in coming fiscal years.

   We have created "Paytm" as a popular brand and platform which provides ease of online marketplace, mobile wallets, recharges and Payment Gateways Aggregator services, Payments Banking Services etc. We are committed to grow this business further and turn it into a profitable business in the years ahead.

3. *<u>Expected Increase in productivity and profits in measurable terms:</u>*

   The business and consumer confidence is expected to improve in the coming years, geared with a streamlined organizational design, the company intends to grow its businesses. The improvement in *consumer sentiment and increased consumer spending through online platforms will enable the growth momentum to pick up. The management continuous to be cautiously optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the ensuing financial years. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins. Further, a number of initiatives for productivity and profitability, increased investments in technology, customer engagements, loyalty programs and improving the customer experience, have shown encouraging results.*

IV. Disclosures:

The detailed elements of remuneration including other perquisites are given in the respective resolution & explanatory statement. The disclosures as required under this section shall be disclosed in the Board of Director's report for the FY 2019-20.

FORM NO. MGT.11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U72200DL2000PLC108985
Name of the company: **One97 Communications Limited**
Registered office: First Floor, Devika Tower, Nehru Place, New Delhi – 110019

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member(s) of …………………. shares of the above named company, hereby appoint

1. Name:
   Address:
   E-mail Id:
   Signature: …………………………….., or failing him
2. Name:
   Address:
   E-mail Id:
   Signature: …………., or failing him
3. Name:
   Address:
   E-mail Id:
   Signature: ………….

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual General Meeting of the company, to be held on the *Monday, September 30, 2019 at 09:00 a.m.* at registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

1. *To receive, consider and adopt*
   a. *the audited financial statement of the Company for the year ended March 31, 2019, the report of the Board of Director's and Auditor's thereon; and*
   b. *the audited consolidated financial statement of the Company for the year ended March 31, 2019 and the Auditor's report thereon,*
2. *To appoint a Director in place of Mr. Vijay Shekhar Sharma who retires by rotation and, being eligible offers himself for reappointment.*
3. *To appoint a Director in place of Mr. Jing Xiandong who retires by rotation and, being eligible offers himself for reappointment.*
4. *To approve the appointment of Mr. Todd Anthony Combs as Director.*
5. *To approve the appointment of Mr. Michael Yuen Jen Yao as Director.*
6. *To approve increase ESOP Pool grant options and amendment in One97 Employees Stock Option Scheme, 2008.*
7. *To approve creation and adoption of new One97 Employees Stock Option Scheme, 2019.*
8. *To approve remuneration of Mr. Vijay Shekhar Sharma, Managing Director for FY 2019-20.*

Signed this …………. day of …… 2019

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ONE97 COMMUNICATIONS LIMITED

Registered Office: First Floor, Devika Tower, Nehru Place, New Delhi – 110019

ATTENDANCE SLIP

Please complete this attendance slips and hand it over at the entrance of the hall.

Full name of the Shareholder in Block Letters:

Folio No. :
No. of Shares held:

I hereby record my presence at the 19th Annual General Meeting of the Company, held at First Floor, Devika Tower, Nehru Place, New Delhi - 110019 on Monday, September 30, 2019 at 09:00 A.M.

Signature of the Shareholder· ___________________________

Note: Only Shareholders of the Company or their Proxies will be allowed to attend the Meeting.

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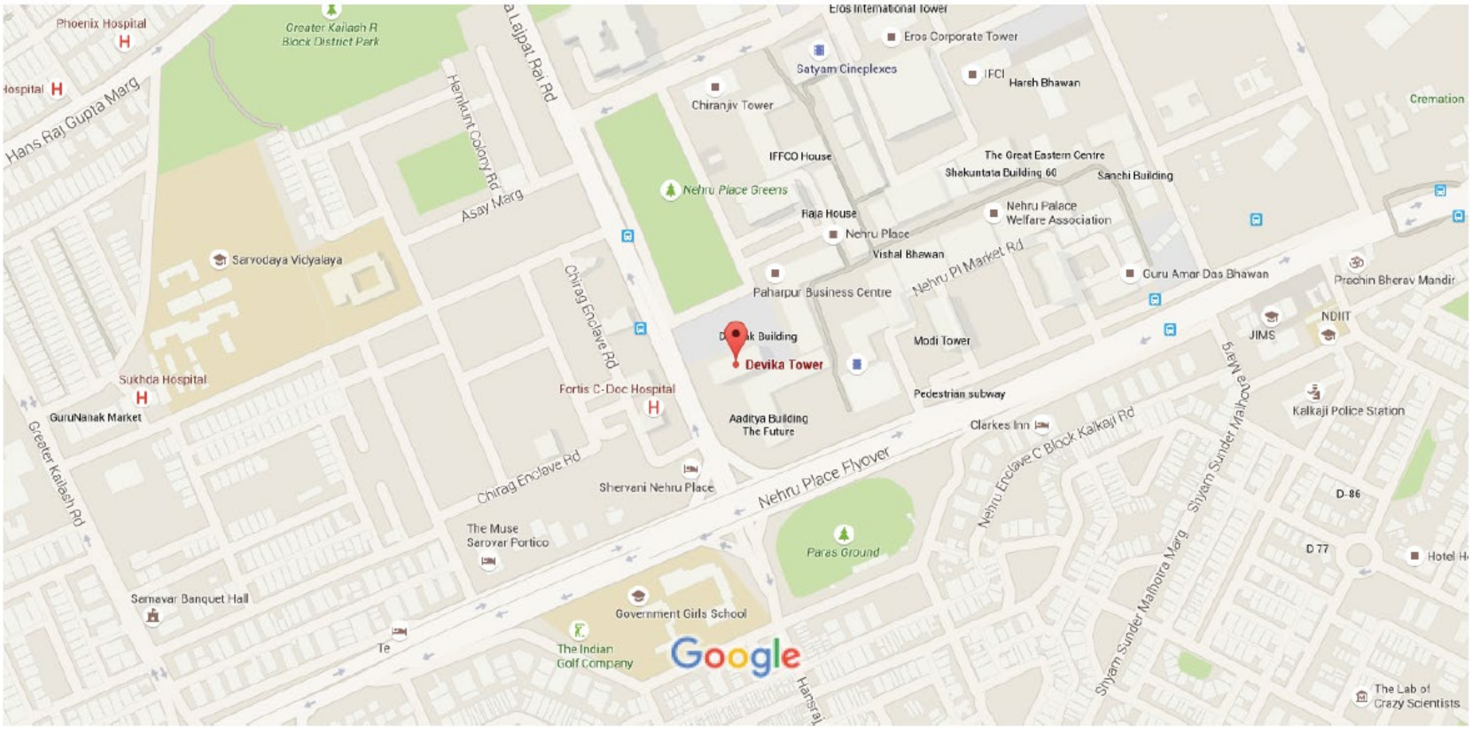
Route of Map of the Location of the Nineteenth Annual General Meeting to be held on Monday, September 30, 2019



Address: One97 Communications Limited, 1st Floor, Devika Tower, Nehru Place, New Delhi

Landmark: Devika Tower, Nehru Place

DIRECTORS' REPORT

Dear Members,

The Directors take pleasure in presenting the Nineteenth Directors' Report of the Company together with the Audited Financial Statements and Accounts for the year ended 31st March, 2019.

FINANCIAL HIGHLIGHTS

	Consolidated (INR in Crores)		Standalone (INR in Crores)	
	2018-19	**2017-18**	**2018-19**	**2017-18**
Revenue from Operations	3,232.01	3,052.90	3,049.87	2,982.22
Other Income	347.66	256.71	341.74	247.16
TOTAL REVENUE	**3,579.67**	**3,309.61**	**3,391.61**	**3,229.38**
Less: Expenses				
Employee Benefit Expense	856.22	613.98	627.78	528.66
Finance Cost	16.87	18.88	16.50	18.39
Depreciation and Amortization Expense	99.51	78.88	75.81	68.92
Other Expenses	6,757.54	4,152.79	6,534.71	4,082.11
TOTAL EXPENSES	**7,730.14**	**4,864.53**	**7,254.80**	**4,698.08**
Profit/Loss before share of result of associates and taxation from continuing operations	**(4,150.47)**	**(1,554.92)**	**(3,863.19)**	**(1,468.70)**
Share of result of associates / joint venture entities	**14.61**	**(30.81)**	**-**	**-**
Profit/Loss before exceptional items and tax from continuing operations	**(4,135.86)**	**(1,585.73)**	**(3,863.19)**	**(1,468.70)**
Exceptional items	(82.52)	3.40	(91.02)	(2.30)
Profit/Loss before Tax from Continuing Operations	**(4,218.38)**	**(1,582.33)**	**(3,954.21)**	**(1,471.00)**
Tax Expense	**(6.49)**	**1.53**	**0.12**	**(1.01)**
Profit/Loss from Continuing Operations	**(4,211.89)**	**(1,583.86)**	**(3,954.33)**	**(1,469.99)**
Profit/Loss for the period from discontinued operations	**(5.31)**	**(20.48)**	**(5.31)**	**(20.48)**
Profit/Loss for the year	**(4,217.20)**	**(1,604.34)**	**(3,959.64)**	**(1,490.47)**
Total Comprehensive Income/Loss	**(4,221.81)**	**(1,606.05)**	**(3,959.78)**	**(1,491.23)**
Loss attributable to Equity holders of the parent	**(4,167.98)**	**(1,589.46)**	**-**	**-**
Loss attributable to Non-controlling interests	**(49.22)**	**(14.88)**	**-**	**-**
Total Comprehensive Income/Loss attributable to Equity holders of the parent	**(4,172.93)**	**(1,591.17)**	**-**	**-**

Total Comprehensive Income/Loss attributable to Non-controlling interests	**(48.88)**	**(14.88)**	**-**	**-**
Basic & Diluted EPS for continuing operations	(742.17)	(311.42)	(705.02)	(291.77)
Basic & Diluted EPS for discontinued operations	(0.95)	(4.06)	(0.95)	(4.06)
Basic & Diluted EPS for continuing and discontinued operations	(743.12)	(315.48)	(705.97)	(295.83)

COMPANY'S PERFORMANCE

Our total revenue on standalone basis increased to INR 3,391.61 crores in FY 2018-19 from INR 3,229.38 crores in FY 2017-18. Our total income on consolidated basis increased to INR 3,579.67 crores in FY 2018-19 from INR 3,309.61 crores in FY 2017-18.

DIVIDEND

The Board of Directors have not recommended any dividend for the financial year 2018-19.

CHANGES IN THE CAPITAL STRUCTURE

Authorized Share Capital:

During the financial year under review, the authorized share capital of the Company has been reclassified on June 2, 2018 and as on date of the report, the authorized share capital of the Company is INR 1041,066,000 comprising of 10,41,06,600 Equity Shares of Rs. 10 each.

Issued, Subscribed, Paid-up Share Capital:

During the year under review, the Company has issued and allotted following equity shares:

(a) On May 18, 2018 27,619 equity shares of INR 10/- each were allotted to various employees under the Employees Stock option Scheme (ESOP 2008);

(b) On May 26, 2018 10,000 equity shares of INR 10/- each were allotted by way of preferential cum private placement basis. The Company had received collectively INR 8,00,00,000 in relation to the above equity shares issued;

(c) On June 09, 2018 1,16,001 equity shares of INR 10/- each were allotted by way of preferential cum private placement basis for consideration other than cash, i.e. in exchange of the equity shares of Orbgen Technologies Private Limited ("**OTPL**"), at a ratio of 1: 0.12, i.e. in exchange for every 1 equity share of OTPL held, 0.12 equity shares of the Company has been issued (at an implied issue price of INR 10,560 per equity share of the Company);

(d) On August 17, 2018 1,983 equity shares of INR 10/- each were allotted to various employees under the Employees Stock option Scheme (ESOP 2008);

(e) On September 27, 2018 17,02,713 equity shares of INR 10/- each were allotted by way of preferential cum private placement basis. The Company had received collectively INR 21,79,04,10,000 in relation to the above equity shares issued;

(f) On December 14, 2018 41,549 equity shares of INR 10/- each were allotted to various employees under the Employees Stock option Scheme (ESOP 2008);

(g) On February 21, 2019 2,17,034 equity shares of INR 10/- each were allotted by way of preferential cum private placement basis for consideration other than cash, i.e. in exchange of the equity shares of Little Internet Private Limited ("**Little Internet**"), at a ratio of 1: 0.020, i.e. in exchange for every 1 equity share of Little Internet held, 0.020 equity shares of the Company has been issued (at an implied issue price of INR 7,952.02 per equity share of the Company);

(h) On February 21, 2019 75,066 equity shares of INR 10/- each were allotted to various employees under the Employees Stock option Scheme (ESOP 2008); and

(i) On March 1, 2019 16,630 equity shares of INR 10/- each to various employees under the Employees Stock option Scheme (ESOP 2008)

Post issuance of above mentioned shares, the issued and paid up equity share capital of the Company as on date of this report stands at INR 57,53,38,660.

BOARD MEETINGS

The Board met 5 times in financial year 2018-19 viz., on 06.04.2018, 18.05.2018, 17.08.2018, 14.12.2018 and 01.03.2019. The maximum interval between any two meetings did not exceed 120 days.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the period under review, following Directors had resigned/ ceased to be director:

(a) Mr. Amitabh Kumar Singhal with effect from 01.03.2019.
(b) Mr. Kabir Misra with effect from 01.03.2019.
(c) Mr. Saurabh Jalan with effect from 01.03.2019.

Further, the following Directors were appointed during the period under review:
(a) Mr. Saurabh Jalan as an Alternate Director to Mr. Kabir Misra with effect from 06.04.2018.
(b) Mr. Mukul Arora as an Alternate Director to Mr. Ravi Chandra Adusumalli with effect from 18.05.2018.
(c) Mr. Munish Ravinder Varma as an Additional Director with effect from 01.03.2018- Investor Director by SVF India Holdings (Cayman) Limited. Further, he was appointed as a Director of the Company in the Extra-ordinary general meeting of the Company held on March 22, 2019.
(d) Mr. Kabir Misra and Ms. Pallavi Shardul Shroff who were appointed as additional director, regularized and were appointed as Director of the Company at the Annual General Meeting held on September 28, 2018.

The Company has received declaration from the Independent Directors declaring that they meet the criteria of Independence in terms of Section 149(6) of the Companies Act, 2013 and that there is no change in their status of Independence.

During the period under review, Mr. Madhur Deora and Mr. Vimal Chawla continue to hold the position of Chief Financial Officer and Company Secretary, respectively, of the Company.

Further, Mr. Vimal Chawla, Company Secretary of the Company has resigned from the Company with effect from May 8, 2019. The Company is in the process of identifying the replacement and shall make the appointment at the earliest.

In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Vijay Shekhar Sharma and Mr. Jing Xiandong, Directors of the Company, are liable to retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offer themselves for reappointment.

As on date of the report the composition of Board of Directors is as below:

Sl. No.	Name	Designation
1.	Mr. Vijay Shekhar Sharma	Managing Director
2.	Mr. Ravi Chandra Adusumalli	Director
3.	Mr. Jing Xiandong	Director
4.	Mr. Joesph Chung Tsai	Director
5.	Mr. Munish Ravinder Varma	Director
6.	Mr. Mark Schwartz	Director
7.	Ms. Pallavi Shardul Shroff	Director
8.	Mr. Chen Yan	Alternate Director
9.	Mr. Ting Hong Kenny Ho	Alternate Director
10.	Mr. Mukul Arora	Alternate Director

COMMITTEES OF BOARD OF DIRECTORS:

The Company has following statutory committees of Board as required under the Companies Act, 2013 as at 31st March, 2019:
1) Audit Committee
2) Nomination and Remuneration Committee
3) Corporate Social Responsibility Committee

As on the date of this report, the composition of the committees as per applicable provision of the Companies Act, 2013 and rules are as under:

Name of the Committee	Composition of Committee
Audit Committee	1. Mr. Mark Schwartz, Member 2. Mr. Ravi Chandra Adusumalli, Member 3. Ms. Pallavi Shardul Shroff, Member
Nomination and Remuneration Committee	1. Mr. Ravi Chandra Adusumalli, Member 2. Mr. Jing Xiandong, Member 3. Mr. Mark Schwartz, Member 4. Ms. Pallavi Shardul Shroff, Member
Corporate Social Responsibility Committee	1. Mr. Vijay Shekhar Sharma, Member 2. Mr. Ravi Chandra Adusumalli, Member 3. Mr. Mark Schwartz, Member

POLICY ON DIRECTORS APPOINTMENT AND POLICY ON REMUNERATION

Pursuant to Section 134(3)(e) and Section 178(3) of the Companies Act, 2013, the policy on appointment of Board Members including criteria for determining qualifications, positive attributes, independence of a Director and the policy on remuneration of Directors, KMP and other employees is attached as Annexure-1 to this report.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has undergone peer evaluation of all Board members, annual performance evaluation of its own performance, as well as the evaluation of the working of the Board Committees. This evaluation is led by the Chairman of the Board or Nomination and Compensation Committee with specific focus on the performance and effective functioning of the Board. The evaluation process also considers the time spent by each of the Board members, core competencies, personal characteristics, accomplishment of specific responsibilities and expertise.

The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation are as follows:

- That the composition of the Board is appropriate with the right mix of knowledge and skills sufficient to maximize Company performance in regard to future strategies;
- That the Board operates in a congenial environment which facilitates open and meaningful communication, equal participation and opportunity and timely resolution of issues;
- That the Board sets out the targets to be achieved every year with a clear vision and works toward its accomplishment;
- That the Board stays abreast of issues and trends affecting the business of the Company, anticipates problems and react to the situations in a timely manner;
- That the Board meetings are called at suitable intervals and proper notice and agenda is provided to all the Directors in a timely manner;
- That the Board meetings deliberates issues on length, takes decisions in a timely manner while maintaining a balance between presentations and discussions;
- That the Board receives accurate and useful information, based upon which decisions to be taken in a timely manner;
- That the Board speaks in "one voice" when directing or delegating to management and bring discussions to a conclusion with clear direction to management;
- That the number of meetings during the year is adequate for the Board to fulfill its responsibilities;
- That the Board is effective in implementing best corporate governance practices for creating transparency across the Company;
- That the Board follows a systematic approach for following-up the decisions taken during the meetings;
- That the Board provides ample time to all the members to provide their comments on the minutes of the meetings.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is committed to provide a healthy environment to all its employees and thus has zero tolerance on any discrimination and/or harassment in any form. The Company has in place a Prevention of Sexual Harassment (POSH) policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An internal complaints committee has been formed where complaint can be made by the aggrieved employees. The policy of "Prevention of Sexual Harassment" at workplace is available on intranet for employees. Penal consequences of Sexual Harassment ("SH") and the constitution of the Committee is displayed at conspicuous places. The posters are also displayed in regional languages at all offices. During the year, 1 (One) case was reported and dealt by Internal Complaints Committee under the policy.

EMPLOYEES STOCK OPTION SCHEME

The Nomination and Remuneration Committee and the Board inter alia, administer and monitor the Employees' Stock Option Scheme (ESOP Scheme) of the Company in accordance with the Companies Act, 2013 and applicable rule framed thereunder. The Company maintains a Register of Employees Stock Option wherein the particulars are being entered forthwith for option granted in terms of Section 62 of the Companies Act, 2013.

In terms of the Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 disclosure under ESOP scheme are made as under:

Option Granted	371,915
Options Vested	362,016 Vested options outstanding at the end of the year March 31, 2019
Option Exercised	157,960
Exercise Price	• INR 10 for 4,647 • INR 49 for 945 • INR 180 for 10,269 • INR 90 for 142,099
Option Lapsed	241,733 (Forfeit – 146,172; Cancelled – 95,561)
Variation of terms of options	During the year under review, the Company has cancelled 95,561 outstanding unvested employee stock options, with prior consent of the employees.
Money realized by exercise of option	INR 14,730,105
The total number of shares arising as a result of exercise of options	162,847
Total no. of Options in force	960,743
Employee wise details of option granted to:	
a. Key Managerial Personnel	Vimal Chawla, Company Secretary-476 options*
b. Any other employee who receives a grant of options in any one year of options amounting to 5% or more of options granted during that year	• N Ramkumar – 29,751 • Jose Baby Manikathuparambil – 20,405
c. Identified employees who were granted options during any one year equal to or exceeding of issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	Nil

* ESOP letter was issued during the financial year 2017-18.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATES:

As on 31st March 2019, your Company had the following subsidiaries, joint venture and associates:

Sr. No.	Name of Subsidiary Company	Percentage Holding
1.	One97 Communications India Limited	100%
2.	Paytm Entertainment Limited	100%
3.	Paytm Money Limited	100%
4.	Paytm Financial Services Ltd.	100%
5.	Wasteland Entertainment Private Limited	100%
6.	Orbgen Technologies Private Limited	100%
7.	Balance Technology Private Limited	100%
8.	Cube26 Software Private Limited	100%

9.	QorQl Private Limited	100%
10.	Little Internet Private Limited	63%
11.	Nearbuy India Private Limited#	63%
12.	Urja Money Private Limited	62%
13.	Xceed IT Solution Private Limited$	55%
14.	Gamepind Entertainment Private Limited**	55%
15.	Mobiquest Mobile Technologies Private Limited	55%
16.	Paytm Payments Bank Limited	49%
17.	Paytm Life Insurance Limited	49%
18.	Paytm General Insurance Limited	49%
19.	Loginext Solutions Private Limited	31%
20.	Socomo Technologies Private Limited	11%
21.	One97 Communications FZ-LLC	100%
22.	One97 Communications Nigeria Limited	100%
23.	One97 Communications Singapore Private Limited	100%
24.	One97 (U.S.A.) Inc.	100%
25.	One97 Communications Tanzania Private Limited*	100%
26.	One97 Communications Rwanda Private Limited*	100%
27.	One97 Communications Bangladesh Private Limited*	70%
28.	One97 Communications Uganda Limited*	100%
29.	One 97 Malaysia Sdn. Bdn.*	100%
30.	One 97 Benin SA*	100%
31.	One 97 Ivory Coast SA*	100%
32.	Paytm Labs Inc.*	100%
33.	One Nine Seven Communication Nepal Private Limited*	100%

* Subsidiary of One97 Communications Singapore Private Limited

** Joint venture of Paytm Entertainment Limited

Subsidiary of Little Internet Private Limited

$ Subsidiary of Mobiquest Mobile Technologies Private Limited

Your Company had complied with all applicable provisions under the Companies Act, 2013 and Foreign Exchange Management Act ("FEMA") 1999 in relation to investment and the certificate from statutory auditor in respect to downstream investment compliance under FEMA will be procured.

A report on the performance and financial position of each of the subsidiaries and associates as per the Companies Act, 2013 is provided in Annexure-2.

EXTRACT OF ANNUAL RETURN

In accordance with section 134(3)(a) of the Companies Act, 2013, an extract of the annual return in the prescribed format is appended as Annexure-3 to the Board Report.

PARTICULAR OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not provided any guarantees covered under section 186 of the Companies Act, 2013. The Investments and the Loans made by the Company are provided in the standalone financial statements. (Refer Note no. 5, 6, 7(a), 7(b) and 7(c)).

PARTICULAR OF CONTRACT AND ARRANGEMENT MADE WITH RELATED PARTIES

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract or arrangement with related parties which could be considered as 'material' (i.e. transactions which were required to be placed before the members of the Company) according to the policy of the Company on materiality of Related Party Transactions.

PUBLIC DEPOSITS

In terms of the provisions of Sections 73 of the Act read with the relevant Rules of the Act, the Company had no opening or closing balances and also has not accepted any deposits during the year under review and as such, no amount of principal or interest was outstanding as on March 31, 2019.

DISCLOSURES OF AMOUNTS, IF ANY, TRANSFERRED TO ANY RESERVES

Due to the losses incurred by the Company during the period under review it is not proposed to carry any amount to any reserves. Hence, disclosure under Section 134(3)(j) of the Companies Act, 2013 is not required.

INTERNAL CONTROL SYSTEM

Your Company has established a robust system of internal controls to ensure that assets are safeguarded and transactions are appropriately authorized, recorded and reported. The Company's internal control system comprises internal audit carried out by KPMG, Chartered Accountants and periodical review by management. The Audit Committee of the Board addresses significant issues raised by both, the Internal Auditors and the Statutory Auditors. The Company has also implemented compliance tool to centrally monitor the compliances of all applicable laws to the Company. The Company had engaged independent agency to conduct independent check on the effectiveness and robustness on the Internal Financial Control System. The Company believes that the overall internal control system is dynamic and reflects the current requirements at all times, hence ensuring that appropriate procedures and controls, in operating and monitoring practices are in place.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain any cost records as specified by the Central Government under Sub-section (1) of Section 148 of the Companies Act, 2013.

HUMAN RESOURCE MANAGEMENT

One97 recognizes human resource to be the most valuable asset of the Company. People development continues to be a key focus area at One97. The Company continues to pay a focused attention on the development of human relations within the organization. One97 believes in building a culture of innovation and creativity where our employees are inspired to achieve excellence in their area of functioning.

A statement containing the names of employees employed during the financial year ended 31st March, 2019 as under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 may be availed by the members by making a written request to the Company Secretary of the Company at the e-mail id: compliance@paytm.com.

RISK MANAGEMENT POLICY

The Company has a robust Risk Management Framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business segments. The Company has identified various risks and also has mitigation plans for each risk identified. The Board of Director periodically review the Risk Management Framework & approves the necessary changes required therein.

Risk mitigation continues to be a key area of concern for the Company, which has regularly invested in insuring itself against unforeseen risks. The Company's insurable assets like server, computer equipment, office equipment, furniture & fixtures etc. have been adequately insured against major risks. The Company has also taken appropriate Directors' & Officers' Liability Insurance Policy to cover the risk on account of claims, if any, filed against the Company.

CORPORATE SOCIAL RESPONSIBILITY

In terms of the Section 135(5) of Companies Act, 2013, the Company is not fulfilling the criteria of having average net profit for immediate three preceding financials years. Accordingly, the Company is not required to spend amount in the CSR activities during the financial year.

VIGIL MECHANISM/ ANTI BRIBERY & WHISTLE BLOWER POLICY

The Company has adopted a Vigil Mechanism/ Anti Bribery & Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The policy aims that its directors, officers and employees strictly comply with all applicable laws and regulations and observe the highest standards of business ethics in India and foreign countries.

In addition, the Company has also set up a whistle-blower helpline, to enable employees to report any violations of this Policy. The identity of the complainants are kept confidential during investigations and may be disclosed only on a 'need-to-know' basis to others. The Company also accepts anonymous complaints.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Total foreign exchange earned (accrual basis) by the Company during the year under review was INR 53,54,11,220 as compared to INR 35,46,51,903 during the previous financial year 2017-18.

Total foreign exchange expenditure incurred (accrual basis) by the Company during the year under review was INR 1,809,376,662 as compared to INR 34,71,23,525 during the previous financial year 2017-18.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Being in service sector, the particulars relating to conservation of energy, technology absorption as required to be disclosed under the Act are not applicable to the Company.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no material litigations outstanding as on March 31, 2019.

OTHER DISCLOSURE UNDER SECTION 134 OF THE COMPANIES ACT, 2013

Except as disclosed elsewhere in the report, there have been no material changes and commitments, which can affect the financial position of the Company between the end of the financial year and the date of report.

The Board of Directors informs the member that during the financial year there has been no material changes, except as disclosed elsewhere in the report:

- In the nature of Company's business.
- Generally in the classes of business in which the Company has interest.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b. the directors had 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 and loss of the Company for that period;

c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the directors had prepared the annual accounts on a going concern basis; and

e. the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATUTORY AUDITORS & AUDITOR'S REPORT

Statutory Auditors

At the 18th Annual General Meeting held on September 28, 2018, M/s. Price Waterhouse Chartered Accountants LLP (FRN No. 012754N/N500016), were appointed as statutory auditors of the Company to hold office till the conclusion of the 23rd Annual General Meeting of the Company.

The points raised in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report is enclosed with the Financials Statements of the Company. The Auditors' Report does not contain any adverse remarks or qualifications.

Secretarial Auditors and Secretarial Standards

M/s PI & Associates, Practicing Company Secretaries were appointed to conduct the secretarial audit of the Company for the FY 2018-19, as required under Section 204 of the Companies Act, 2013 and corresponding rules framed thereunder. The Secretarial Audit Report for fiscal 2018-19 forms part of the Annual Report as Annexure-4 to this Report. The

Secretarial Audit Report does not contain any qualification, reservation and adverse remark. The Company has adhered to the applicable Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India during the Financial Year 2018-19.

CORPORATE GOVERNANCE

Your Company strives to attain high standards of corporate governance while interacting with all the stakeholders. The increasing diversity of the investing community and the integrated nature of global capital markets render corporate governance a vital issue for investors. The Company believes that timely disclosures, transparent accounting policies and a strong independent Board go a long way in maintaining good corporate governance, preserving shareholders trust and maximizing long term corporate value. In pursuit of corporate goals, the Company accords high importance to transparency, accountability and integrity in its dealings. Our philosophy on Corporate Governance is driven towards welfare of all the Stakeholders and the Board of Directors remains committed towards this end.

The Board of Directors supports the broad principles of Corporate Governance and lays strong emphasis on its role to align and direct the actions of the Company in achieving its objectives.

ACKNOWLEDGEMENT

Your Directors wish to place on record their deep appreciation and gratitude for the valuable support received from the Government and regulatory Authorities, Company's Bankers, Financial Institutions, Customers and shareholders/Investors for their continuous support during the year and look forward to continued support and co-operation in future.

The Board also acknowledges and appreciates the exemplary efforts and hard work put in by all employees who are part of the One97 family and look forward to their continued support and participation in sustaining the growth of the Company in the coming years.

For and on behalf of the Board
One 97 Communications Limited

Sd/-
Mr. Vijay Shekhar Sharma
Chairman
DIN: 00466521

Date: May 16, 2019
Place: Delhi, India

Nomination and Remuneration Policy

Ver. 1.0

Date	Version	Key changes	Approval Authority
17/10/2014	1.0	New document created	Board of Directors

NOMINATION AND REMUNERATION POLICY

1) Objective and purpose

a) To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine remuneration of Directors, Key Managerial personnel and Other employees.

b) To determine remuneration based on the Company's size, financial position, trends and practices on remuneration prevailing in peer companies in the similar industry.

c) To provide them reward, linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.

d) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

2) Scope of the Policy

The policy shall be applicable to the following in the Company:

a) Directors

b) Key Managerial Personnel (KMP)

c) Senior Management

d) Other employees of the Company

3) Constitution of the Nomination and Remuneration Committee

a) The Board shall determine the membership of the Committee.

b) The Committee will comprise at least three members of non- executive directors, a majority of whom shall be independent directors.

c) One of the independent non-executive directors shall be designated by the Board to serve as the Committee's Chairman.

4) Appointment criteria and qualifications

a) Letter of appointment shall be issued based on the recommendations of the Committee on the basis of the guidelines for the same under the Companies Act, 2013 or the Company Internal policy.

b) The Committee shall identify and ascertain the integrity, qualification, expertise and experience for appointment to the position of Directors, KMPs & Senior Management.

c) A potential candidate should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee shall review qualifications, expertise and experience, as well as the ethical and moral qualities possessed by such person, commensurate to the requirement for the position.

d) The Committee shall determine the suitability of appointment of a person to the Board of Directors of the Company by ascertaining the 'fit and proper criteria' of the candidate. The candidate shall, at the time of appointment, as well as at the time of renewal of directorship, fill in such form as approved by the Committee to enable the Committee to determine the 'Fit and Proper Criteria'. The indicative form to be filled out is placed as Annexure 1 to this policy.

e) The Company shall not appoint or continue the employment of any person as whole time director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

f) The Committee shall ensure that there is an appropriate induction & training programme in place for new directors, members of senior management, and KMP.

g) The Committee shall make recommendations to the Board concerning any matters relating to the continuation in office of any director at any time including the suspension or termination of service of an executive director as an employee of the Company subject to the provision of the law and their service contract.

h) The Committee shall recommend any necessary changes to the Board.

5) Term / Tenure

a) **Managing Director/Whole-time Director**

i) The Company shall appoint or re-appoint any person as its Chairman & Managing Director, Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time.

ii) No re-appointment shall be made earlier than one year before the expiry of term of the Director appointed.

b) **Independent Director**

i) An Independent Director shall hold office for a term up to five years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

ii) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for re- appointment in the Company as Independent Director after the expiry of three years from the date of cessation as such in the Company. The Committee shall take into consideration all the applicable provisions of the Companies Act, 2013 and the relevant rules, as existing or as may be amended from time to time.

6) Remuneration

a) In discharging its responsibilities, the Committee shall have regard to the following policy objectives:

i) To ensure the Company's remuneration structures are equitable and aligned with the long-term interests of the Company and its shareholders;

ii) To attract and retain competent executives;

iii) To plan short and long-term incentives to retain talent;

iv) To ensure that any severance benefits are justified.

b) The remuneration / compensation / commission etc. to the whole-time director, KMP, senior management & other employees will be determined by the Committee and recommended to the Board for approval.

c) The remuneration to be paid to the MD and/or whole-time director shall be in accordance with the percentage/ slabs/ conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013 and the rules made there under.

d) Increments to the existing remuneration / compensation structure of the Senior Management excluding the Board of Directors comprising of members of Management one level below the Executive Director, including the Functional Heads will be jointly decided by the Chairman & Managing Director and Head- Human resources.

e) **Remuneration to Whole-time/ Managing Director, KMP, senior management:**

i) **Fixed pay** – The MD and/or whole-time director / KMP and senior management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee and the shareholders wherever applicable. The breakup of the pay scale and quantum of perquisites including, employer's contribution towards provident fund, pension scheme, medical expenses, club fees and other perquisites shall be decided and approved by the Board on the recommendation of the Committee.

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

f) **Remuneration to Non-Executive / Independent Director:**

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

ii) Sitting Fees – The Non- Executive/ Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the limits prescribed under Companies Act, 2013.

7) Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013 and rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend to the Board with reasons recorded in writing, removal of a director, KMP or senior management personnel or functional heads, subject to the provisions and compliance of the Act, rules and regulations.

8) Retirement

The director, KMP, senior management & functional heads shall retire as per the applicable provisions of the Companies Act, 2013 along with the rules made there under and the prevailing policy of the Company. The Board will have the discretion to retain the Directors, KMPs & Senior Management even after attaining the retirement age, for the benefit of the Company.

9) Diversity

a) The Company aims to enhance the effectiveness of the Board by diversifying it and obtain the benefit out of it by better and improved decision making. In order to ensure that the Company's boardroom has appropriate balance of skills, experience and diversity of perspectives that are imperative for the execution of its business strategy, the Company shall consider a number of factors, including but not limited to skills, industry experience, background, race and gender.

b) The policy shall confirm with the following two principles for achieving diversity on its Board:

i) Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; and

ii) For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

c) In order to ensure a balanced composition of executive, non-executive and independent directors on the Board, the Company shall consider candidates from a wide variety of backgrounds, without discrimination based on the following factors:

i) **Gender -** The Company shall not discriminate on the basis of gender in the matter of appointment of director on the Board. The Company encourages the appointment of women at senior executive levels to achieve a balanced representation on the Board.

ii) **Age -** Subject to the applicable provisions of Companies Act, 2013, age shall be no bar for appointment of an individual as director on the Board of the Company.

iii) **Nationality and ethnicity** - The Company shall promote having a boardroom comprising of people from different ethnic backgrounds so that the directors may efficiently contribute their thorough knowledge, sources and understanding for the benefit of Company's business;

iv) **Physical disability** - The Company shall not discriminate on the basis of any immaterial physical disability of a candidate for appointment on Company's Board, if he/she is able to efficiently discharge the assigned duties.

v) **Educational qualification** - The proposed candidate shall possess desired team building traits that effectively contribute to his/ her position in the Company. The Directors of the Company shall have a mix of finance, legal and management background, that taken together, provide the Company with considerable experience in a range of activities including varied industries, education, government, banking, and investment.

10) Minutes of Committee Meeting

Proceedings of all meetings must be recorded as minutes and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

11) Disclosure of this policy

The policy shall be disclosed in the Annual report of the Company, as required under Companies Act, 2013, Rules made there under and the Listing Agreement, as amended from time to time and as may be required under any other law for the time being in force.

12) Review

The Committee as and when required shall assess the adequacy of this policy and make any necessary or desirable amendments to ensure it remains consistent with the Board's objectives, current law and best practice.

Annexure-2

AOC-1

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

(Information in respect of each subsidiary are presented with amounts in Rs.)

Part A: Subsidiaries

S. No.	Name of Subsidiary Company	Reporting Period	Reporting Currency & exchange rate, if in foreign subsidiary	Share capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provisions for Taxation	Profit After Taxation	Proposed Dividend	% shareholding
1	One97 Communications India Limited	April to March	INR	831,500,000	(8,548,355)	827,950,256	4,998,611	724,335,000	2,382,548	(3,533,167)	-	(3,533,167)		100%
2	Paytm Entertainment Limited	April to March	INR	610,100,000	(7,147,906)	604,349,995	1,392,900	596,783,000	-	(6,387,810)	-	(6,387,810)		100%
3	Paytm Financial Services Limited	April to March	INR	20,000,000	1,232,542	21,513,670	281,130	-	1,167,372	834,280	303,517	530,760		100%
4	Paytm Money Limited	April to March	INR	788,700,000	(405,359,928)	468,228,871	84,888,800	201,587,000	7,626,216	(368,596,584)	-	(368,596,584)		100%
5	Mobiquest Mobile Technologies Private Limited	April to March	INR	2,745,830	(12,892,759)	118,012,640	128,159,570	-	152,130,880	(28,086,330)	-	(28,086,330)		55%
6	Wasteland Entertainment Private Limited	April to March	INR	443,410	534,487,804	652,455,343	117,524,130	-	173,150,000	(206,978,532)	-	(206,978,532)		100%
7	Urja Money Private Limited	April to March	INR	26,504,120	15,215,000	72,450,703	30,732,174	8,320,000	18,900,946	(60,045,647)	-	(60,045,647)		62%
8	Little Internet Private Limited	April to March	INR	223,833,960	2,585,887,000	2,858,187,000	48,466,000	2,746,536,000	141,323,000	(858,865,000)	19,000	(858,884,000)		63%
9	Orbgen Technoloiges private Limited	April to March	INR	9,748,800	247,456,103	320,226,904	63,022,000	-	201,184,000	(72,576,000)	-	(72,576,000)		100%
10	Qorql Private limited	April to March	INR	25,709,380	(29,769,424)	2,139,027	6,199,071	-	4,354	(16,513,114)	-	(16,513,114)		100%
11	Cube 26 Private limtied	April to March	INR	586,300	4,463,798	5,050,098	-	-	48,010	(49,835,085)	3,374,134	(53,209,219)		100%
12	Balance Tech limited	April to March	INR	150,000	520,280	808,615	138,335	-	976	(13,210,618)	22,519	(13,233,137)		100%
13	Xceed IT Solutions Private Limited	April to March	INR	500,000	112,110	767,696	155,586		6,094	(35,106)	-	(35,106)		55%
14	Nearbuy India Private Limited	April to March	INR	4,590,000	(65,611,383)	156,862,000	217,883,000	120,89,000	447,052,000	(509,318,428)	(234,815)	(509,083,613)	-	63%
15	One97 Communications Nigeria Limited	April to March	NGN 0.19160	29,59,872	(8,59,51,550)	10,74,50,816	19,04,42,493		5,56,91,407	(1,60,70,056)	35,75,244	(1,96,45,301)		100%
16	One97 Communications FZ-LLC	April to March	AED, 18.8698	2,08,47,000	(2,06,54,389)	98,580,188	98,387,577		9,42,39,502	4,82,26,014		4,82,26,014		100%
17	One97 Communications Rwanda Private Limited	April to March	RWF 0.0769	1,11,38,965	(72,70,278)	51,39,083	12,70,396		21,086	(11,15,610)		(11,15,610)		100%
18	One97 Communications Tanzania Private Limited	April to March	TZS 0.0299	4,97,57,607	(67,40,429)	7,11,19,160	2,81,01,982		2,73,34,275	56,05,096	-	56,05,096		100%

19	One97 Communications Bangladesh Private Limited	July to June*	BDT 0.8154	45,15,205	3,07,56,962	5,88,09,715	2,35,37,547		1,40,71,887	(6,97,48,436)		(6,97,48,436)		70%
20	One 97 Ivory Coast SA	Jan to Dec*	XOF 0.1185	11,85,300	(29,28,918)	19,09,048	36,52,666			(3,32,553)		(3,32,553)		100%
21	One 97 Benin SA	Jan to Dec*	XOF 0.1185	11,85,300	(2,15,57,423)	1,64,02,159	3,67,74,282		7,33,561	(1,54,56,166)	-	(1,54,56,166)		100%
22	One97 Communications Uganda Limited	April to March	UGX 0.0186	2,47,08,600	(1,79,09,404)	1,33,97,272	65,98,076		9,35,963	(96,48,906)	-	(96,48,906)		100%
23	One97 Communications Singapore Private Limited	April to March	SGD 51.1243	50,38,86,213	5,74,22,495	13,19,98,526	1,51,91,255	44,45,01,437	7,72,07,607	5,99,17,233		5,99,17,233		100%
24	Paytm Labs Inc	April to March	CAD 51.9106	31,57,24,545	(1,10,05,42,679)	31,37,63,168	1,09,85,81,302		86,38,90,413	(82,59,04,627)	(2,25,48,978)	(80,33,55,649)		100%
25	One97 (U.S.A.) Inc.	January to December*	USD 69.3220	3,47,57,660	(2,59,28,793)	96,75,511	8,46,644		(2,61,16,258)	(2,74,45,828)	(4,69,504)	(2,69,76,323)		100%
26	One 97 Malaysia Sdn Bdn	April to March	MYR 16.9720	16,97,200	20,97,316	9,18,24,934	8,80,30,417		9,01,63,771	31,62,981	5,37,713	26,25,268		100%
27	One Nine Seven Communication Nepal Private Limited	17 July to 16 July*	NPR 0.6206	31,02,900	(12,17,897)	31,02,900	12,17,897			(12,17,897)		(12,17,897)		100%

* The value provided in the table above are for the period from April to March.

Name of the Subsidiaries which have been liquidated or sold during the year

No subsidiary have been liquidated or sold during the year 2018-19

Part B: Associates and Joint Venture

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Venture

S. No.	Name of Subsidiary Company	Paytm Payment Bank Limited	Loginext Solutions Private Limited	Socomo Technologies Private Limited	Paytm General Insurance Limited	Paytm Life Insurance Limited	Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited)
1	Latest audited / unaudited Balance Sheet Date	31-03-2019 Audited	31-03-2019 Unaudited	31-03-2019 Unaudited	31-03-2019 Unaudited	31-03-2019 Unaudited	31-03-2019 Audited
2	Date on which the Associate/ Joint Venture was acquired	22-08-2016	10-09-2015	07-11-2015	21-02-2018	21-02-2018	13-11-2017
3	Shares of Associate/Joint Ventures held by the company on the year end						
	No.	19,59,04,900	2,79,443	28,800	49,000	49,000	59,678,300
	Amount of Investment in Associates/Joint Venture	INR 1,959.049Mn	INR 450.50 Mn	INR 427.89 Mn	INR 0.49 Mn	INR 0.49 Mn	INR 596.78 Mn
	Extend of Holding%	49%	31%	11%	49%	49%	55%
4	Description of how there is significant influence	The Company is holding significant stake in the Company.	The Company is holding significant stake in the Company.	Representation on the board of directors or equivalent governing body of the investee.	The Company is holding significant stake in the Company.	The Company is holding significant stake in the Company.	Joint Venture
5	Reason why the Joint Venture is not consolidated	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
6	Networth attributable to Shareholding as per latest audited Balance Sheet	INR 2091.49 Mn	INR 55.33 Mn	-	INR 0.47 Mn	INR 0.47 Mn	INR 577.83 Mn
7	Profit/Loss for the year (Share of Group)						
	(i). Considered in Consolidation	INR 320.52 Mn	INR (8.22) Mn	-	INR (0.02) Mn	INR (0.02) Mn	INR (164.57) Mn
	(ii). Not Considered in Consolidation	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

For One97 Communications Limited

Sd/-
Vijay Shekhar Sharma
Chairman
DIN: 00466521

Sd/-

Vikas Garg
Senior Vice President-Finance

Sd/-

Madhur Deora
Chief Financial Officer

Place: Noida, India
Date: May 16, 2019

Annexure-3

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2017
[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

CIN	U72200DL2000PLC108985
Registration Date	22.12.2000
Name of the Company	One 97 Communications Limited
Category/sub category	Company limited by shares/India-non Government Company
Address of registered office of the Company	1st Floor, Devika Tower, Nehru Place, New Delhi – 110019, India, In
Whether Listed Company - Yes/No	No

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

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

S. No.	Name and description of the main product/services	NIC Codes of the Product/Services	% to total turnover of the Company
1.	Payments	63999	56.86
2.	Commerce	63999	34.90

III. PARTICULAR OF HOLDING, SUBSIDIARY AND ASSOCIATE OF THE COMPANIES

Sr. No.	Name of Subsidiary Company	Address	CIN	Holding/ Subsidiary/ Associate	Percentage of Holding	Applicable Section under the Companies Act, 2013
1.	One97 Communications India Limited	1st floor Devika Towers Nehru place, New Delhi-110019, India. India	U67100DL2010PLC211612	Subsidiary	100%	2(87)
2.	Paytm Entertainment Limited	136, 1st Floor, Devika Tower, Nehru Place, New Delhi-110019, India, India	U74999DL2017PLC321165	Subsidiary	100%	2(87)
3.	Paytm Money Limited	136, 1st Floor, Devika Tower, Nehru Place, New Delhi-110019, India	U72900DL2017PLC323936	Subsidiary	100%	2(87)
4.	Paytm Financial Services Ltd.	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U65999DL2017PLC315115	Subsidiary	100%	2(87)
5.	Wasteland Entertainment Private	242, Floor-G, New Mahalaxmi Silk Mill,	U74120MH2015PTC271160	Subsidiary	100%	2(87)

	Limited	HLN Marg, Mathurdas Mill Compound, Delisle Road. Lower Parel, Mumbai. Mumbai City. Maharashtra-400013				
6.	Orbgen Technologies Private Limited	Sree Teja Tower New No.81, Old No. 130, 1st Floor, Nelson Manickam Road, Chennai, Tamil Nadu 600029	U72200TN2007PTC065476	Subsidiary	100%	2(87)
7.	Balance Technology Private Limited	Ground Floor, Essae Viashnavi Sammit, 6/B 7th Main, 80 Feet Road, 3rd Block, Industrial Layout Koramangala Bangalore, Karnataka -560034	U72900KA2016PTC094535	Subsidiary	100%	2(87)
8.	Cube26 Software Private Limited	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U72200DL2014PTC265019	Subsidiary	100%	2(87)
9.	QorQl Private Limited	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U72200DL2015PTC285987	Subsidiary	100%	2(87)
10.	Little Internet Private Limited	Nova Miller, Thimmaiah Road, Vasanth Nagar, Bangalore, Karnataka-560052	U72200KA2015PTC080287	Subsidiary	63%	2(87)
11.	Nearbuy India Private Limited[#]	Building No. 22, Mezzanine Floor, Pushp Vihar Commercial Complex, LSC Madangir, New Delhi-110062	U74900DL2010PTC259391	Subsidiary	63%	2(87)
12.	Urja Money Private Limited	Ground Floor, Khatau Building, 8, Alkesh Dinesh Mody Marg, Fort Mumbai, Maharashtra-400001	U93000MH2012PTC237284	Subsidiary	62%	2(87)
13.	Xceed IT Solution Private Limited[$]	F-1/171, Lajpat Nagar-1, Delhi-110024	U72200DL2005PTC139611	Subsidiary	55%	2(87)
14.	Gamepind Entertainment Private Limited[**] (Formerly known as Acumen Game Entertainment Private Limited	136, 1st Floor, Devika Tower, Nehru Place, New Delhi-110019, India	U74999DL2017PTC325912	Joint Venture	55%	2(6)

15.	Mobiquest Mobile Technologies Private Limited	F-1/171, Lajpat Nagar-1, Delhi-110024	U22130DL2007PTC158782	Subsidiary	55%	2(87)
16.	Paytm Payments Bank Limited	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U65999DL2016PLC304713	Associate	49%	2(6)
17.	Paytm Life Insurance Limited	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U67200DL2018PLC329711	Associate	49%	2(6)
18.	Paytm General Insurance Limited	136, Ist Floor, Devika Tower, Nehru Place, New Delhi – 110019, India	U67200DL2018PLC329710	Associate	49%	2(6)
19.	Loginext Solutions Private Limited	Flat No. 1901 Happiness Co-Op. Housing Society Ltd., J.S. Dosa Marg, Nr. Mulund Railway Station (W) Mumbai, Mumbai City, Maharashtra, 400080	U63090MH2014PTC253522	Associate	31%	2(6)
20.	Socomo Technologies Private Limited	Plot No. 57, Industrial Area Phase 1, Chandigarh, 160002 India	U72900CH2012PTC034269	Associate	11%	2(6)
21.	One97 Communications FZ-LLC	106, First Floor, Building No. 11, Dubai Internet City Dubai, UAE.	Foreign Company	Subsidiary	100%	2(87)
22.	One97 Communications Nigeria Limited	Adol House 15, CIPM Avenue, Alausa, Ikeja – Lagos	Foreign Company	Subsidiary	100%	2(87)
23.	One97 Communications Singapore Private Limited	137 Telok Ayer Street #08-01, Singapore 068602	Foreign Company	Subsidiary	100%	2(87)
24.	One97 (U.S.A.) Inc.	251 Little Falls Drive, Wilmington, DE 19808	Foreign Company	Subsidiary	100%	2(87)
25.	One97 Communications Tanzania Private Limited *	5th Floor, Tanzanite Park, Plot No. 38 South Ursino, New Bagamoyo Road, Dar Es Salaam, Tanzania PO BOX 105646	Foreign Company	Subsidiary	100%	2(87)
26.	One97 Communications Rwanda Private Limited *	Kigali City Tower, Plot No. 6418, 14th Floor, Avenue Du Commerce, Kigali, Rwanda	Foreign Company	Subsidiary	100%	2(87)
27.	One97 Communications Bangladesh Private Limited*	Apt-B/5, Level-5 (East -North Side), Bashati Dream, House # 3, Road # 20,	Foreign Company	Subsidiary	70%	2(87)

		Gulshan -1, Dhaka 1212				
28.	One97 Communications Uganda Limited*	Plot 1B Kira Road, P.O Box 24544 Kampala, Uganda	Foreign Company	Subsidiary	100%	2(87)
29.	One 97 Malaysia Sdn. Bdn.*	230A, Jalan Bandar 13, Taman Malawati, Kuala Lumpur	Foreign Company	Subsidiary	100%	2(87)
30.	One 97 Benin SA*	Square 918, Quartier St Jean`Rue House Civil Society, 01 BP 2466, Cotonou, Benin	Foreign Company	Subsidiary	100%	2(87)
31.	One 97 Ivory Coast SA*	Abidjan Cocody Riviera II, Cabinet NBA,04 BP 1502, Abidjan 04, Ivory Coast	Foreign Company	Subsidiary	100%	2(87)
32.	Paytm Labs Inc. *	1 Richmond Street West, Suite 200, Toronto, Ontario Canada M5H 3W4	Foreign Company	Subsidiary	100%	2(87)
33.	One Nine Seven Communication Nepal Private Limited*	Kathmandu Metropolitan City-06, Kathmandu, 3	Foreign Company	Subsidiary	100%	2(87)

* Subsidiary of One97 Communications Singapore Private Limited
** Joint Venture of Paytm Entertainment Limited
# Subsidiary of Little Internet Private Limited
$ Subsidiary of Mobiquest Mobile Technologies Private Limited

IV. Shareholding Pattern (Equity Share Capital Breakup as % to Total Equity)

(i) Category wise shareholding

Category	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 (1) Indian									
a. Individual/HUF	9,051,624	-	9,051,624	16.36%	9,051,624	-	9,051,624	15.73%	(0.63%)
b. Central Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corporate	-	-	-	-	-	-	-	-	-
e. Bank/FI	-	-	-	-	-	-	-	-	-
f. Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1) :-	**9,051,624**	**-**	**9,051,624**	**16.36%**	**9,051,624**	**-**	**9,051,624**	**15.73%**	**(0.63%)**
(2) Foreign									
a. NRIs	-	-	-	-	-	-	-	-	-
b. Other	-	-	-	-	-	-	-	-	-
c. Bodies Corporate	-	-	-	-	-	-	-	-	-
d. Banks/FI	-	-	-	-	-	-	-	-	-
e. Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(2) :-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**9,051,624**	**-**	**9,051,624**	**16.36%**	**9,051,624**	**-**	**9,051,624**	**15.73%**	**(0.63%)**
(B) Public Shareholding									
1. Institutions									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Banks/FI	-	-	-	-	-	-	-	-	-
c. Central Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital Fund	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	-	-	-
g. FIIs	-	-	-	-	-	-	-	-	-
h. Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-
i. other (specify)	-	-	-	-	-	-	-	-	-
	-	-	-	-					
Sub Total (B)(1)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

:-									
2. Non Institution									
a. **Body Corporate**									
i. Indian	3,34,944	7,500	3,42,444	0.62%	3,20,483	7,500	3,27,983	0.57%	(0.05%)
ii. Overseas	4,46,61,596	8,85,417	4,55,47,013	82.33	4,56,64,547	19,96,094	4,76,60,641	82.84	0.51%
b. Individuals									
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	81,719	1,236	82,955	0.15%	1,07,533	11,236	1,18,769	0.21%	0.06%
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1,91,371	1,09,864	3,01,235	0.54%	2,66,652	1,08,197	3,74,849	0.65%	0.11%
Other (specify)	-	-	-	-	-	-	-	-	
Sub Total (B)(2) :-	**4,52,69,630**	**10,04,017**	**4,62,73,647**	**83.64%**	**4,63,59,215**	**21,23,027**	**4,84,82,242**	**84.27%**	**0.63%**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**4,52,69,630**	**10,04,017**	**4,62,73,647**	**83.64%**	**4,63,59,215**	**21,23,027**	**4,84,82,242**	**84.27%**	**0.63%**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**5,43,21,254**	**10,04,017**	**5,53,25,271**	**100%**	**5,54,10,839**	**21,23,027**	**5,75,33,866**	**100%**	**-**

(ii) Shareholding of Promoter

S. No.	**Shareholder's Name**	**Shareholding at the beginning of the year**			**Shareholding at the end of the year**			**% change in share holding during the year**
		No. of Shares	**% of total shares**	**% of share pledged /encumbered to total shares**	**No. of Shares**	**% of total shares**	**% of share pledged/ encumbered to total shares**	
1.	**Mr. Vijay Shekhar Sharma**	90,51,624	16.36%	NIL	90,51,624	15.73%	NIL	(0.63%)
	Total	**90,51,624**	**16.36%**	**NIL**	**90,51,624**	**15.73%**	**NIL**	**(0.63%)**

(iii) Change in Promoters' Shareholding (Please specify, if there is no change)

S.No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
1.	**Vijay Shekhar Sharma**	**No. of Shares**	**% of total shares**	**No. of Shares**	**% of total shares**
	At the beginning of the year	90,51,624	16.36%	90,51,624	15.73%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No Change		No Change	
	At the end of the year	90,51,624	16.36%	90,51,624	15.73%

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

S. No.	For each of the top 10 Shareholders	Reason of increase/decrease	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
			No. of Shares	**% of total shares**	**No. of Shares**	**% of total shares**
1.	**Alipay Singapore E-Commerce Private Limited**					
	At the beginning of the year		1,75,44,525	31.71%	-	-
	Date wise increase/decrease	**No Change during the year**				
	At the end of the year		-	-	1,75,44,525	30.49%*
2.	**SVF India Holding (Cayman) Limited**					
	At the beginning of the year		1,13,26,223	20.47%	-	-
	Date wise increase/decrease	**No Change during the year**				
	At the end of the year				1,13,26,223	19.69*%
3.	**SAIF III Mauritius Company Limited**					
	At the beginning of the year		74,91,061	13.54%	-	-

	Date wise increase/decrease	**Date wise increase/decrease**				
	At the end of the year				74,91,061	13.02*%
4.	**Alibaba.com Singapore E-Commerce Private Limited**					
	At the beginning of the year		44,28,214	9.42%	**-**	**-**
	Date wise increase/decrease	**No Change during the year**				
	At the end of the year		**-**	**-**	44,28,214	7.70*%
5.	**SAIF Partners India IV Limited**					
	At the beginning of the year		30,54,370	5.52%		
	Date wise increase/decrease					
	21.02.2019	Allotment	1,25,832	0.22%	31,80,202	5.54%
	At the end of the year				31,80,202	5.53%
6.	**BH International Holdings**					
	At the beginning of the year		**-**	**-**	-	-
	Date wise increase/decrease					
	27.09.2018	Allotment	17,02,713	2.98%	17,02,713	2.98%
	At the end of the year				17,02,713	2.96%
7.	**Mountain Capital Fund L.P.**					
	At the beginning of the year		6,06,668	1.10%	-	-
	Date wise increase/decrease					
	12.03.2019	Transfer	(68,456)	0.12%	5,38,212	0.94%
	13.03.2019	Transfer	(68,456)	0.12%	4,69,756	0.82%
	15.03.2019	Transfer	(35,207)	0.06%	4,34,549	0.76%
	At the end of the year		-	-	4,34,549	0.76%
8.	**SAIF India V FII Holdings Limited**					

	At the beginning of the year		4,23,300	0.77%	**-**	**-**
	Date wise increase/decrease	**No Change during the year**				
	At the end of the year		**-**	**-**	4,23,300	0.74*%
9.	**SAIF Partners India V Limited**					
	At the beginning of the year		3,57,491	0.65%	-	-
	Date wise increase/decrease	**No Change during the year**				
	At the end of the year		**-**	**-**	3,57,491	0.62*%
10.	**One97 Employees Welfare Trust**					
	At the beginning of the year		3,26,639	0.59%	-	-
	Date wise increase/decrease					
	02.05.2018	Transfer of Shares	(6,593)	0.01%	3,20,046	0.58%
	09.05.2018	Transfer of Shares	(221)	0.00%	3,19,825	0.58%
	06.07.2018	Transfer of Shares	(901)	0.00%	3,18,924	0.57%
	18.09.2019	Transfer of Shares	(21,787)	0.04%	2,97,137	0.54%
	14.01.2019	Transfer of Shares	(475)	0.00%	2,96,662	0.52%
	26.02.2019	Transfer of Shares	(18,925)	0.03%	2,77,737	0.48%
	At the end of the year		**-**	**-**	2,77,737	0.48%

Note- During the year, the Company raised funds by issuance of equity shares through Private Placement cum preferential basis and under ESOP scheme. Hence, there is a change in the percentage of holding of the shareholders, though there is no actual change in the no. of shares held by them.

(v) Shareholding of Directors and Key Managerial Personnel (KMP):

S. No.	**For each of the Directors of the Company and KMP**	**Shareholding at the beginning of the year**		**Cumulative Shareholding during the Year**	
		No. of Shares	**% of total shares**	**No. of Shares**	**% of total shares**
1.	**Mr. Vijay Shekhar Sharma**				
	At the beginning of the year	90,51,624	16.36%	-	-

	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	**No Change during the year**			
	At the end of the year			90,51,624	15.73%
2.	**Mark Schwartz**				
	At the beginning of the year	83,597	0.15%	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	May 26, 2018 (allotment)	5,000	0.009%	88,597	0.16%
	At the end of the year	-	-	83,597	0.15%

V. Indebtedness

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

(Amount in INR)

	Secured Loans excluding deposits	**Unsecured Loans**	**Deposit**	**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	 2,416,475,599 - -	 NIL	 NIL	 2,416,475,599 - -
Change in Indebtedness during the financial year i. Addition ii. Reduction	 4,538,514,335	 -	 -	 4,538,514,335
Net Change	4,538,514,335			4,538,514,335
Indebtedness at the end of the financial year i. Principal Amount ii. Interest due but not paid iii. Interest accrued but not due	 6,954,989,934 - -	 NIL	 NIL	 6,954,989,934 - -
Total (i+ii+iii)	**6,954,989,934**	**NIL**	**NIL**	**6,954,989,934**

VI. Remuneration of Director and Key Managerial Personnel

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

(Amount in INR)

S. No.	**Particulars of Remuneration**	**Name of MD/WTD/Manager**	**Total Amount**
		Vijay Shekhar Sharma Managing Director	
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	3,00,00,000	3,00,00,000
2.	Stock Options		
3.	Sweat Equity		
4.	Commission - as % of profit - others, specify…		
	Others, please specify		
	Total A	3,00,00,000	3,00,00,000
	Ceiling as per Act	Pursuant to the provision of the Companies Act, 2013 (the “Act”) Managerial Personnel eligible to be paid exceeding ceiling under Schedule V of the Act.	

B. Remuneration to other directors

S. No.	**Particulars of Remuneration**	**Name of Directors**		**Total Amount**
A: Independent Directors				
1.	Fee for attending board committee meetings	NIL	NIL	NIL
2.	Commission	NIL	NIL	NIL
3.	Others (specify)	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL
B: Other non-executive Directors				
4.	Fee for attending board committee meetings	NIL	NIL	NIL
5.	Commission	NIL	NIL	NIL
6.	Others (specify)	NIL	NIL	NIL
	Total (B)	NIL	NIL	NIL
	Total (A+B)	NIL	NIL	NIL
	Overall ceiling as per Act	-	-	-

C. Remuneration to Key Managerial Personnel other than MD / Manager /Whole time Director

(Amount in INR)

S. No.	**Particulars of Remuneration**	**Name of KMP**		
		Vimal Chawla (Company Secretary)	**Madhur Deora (CFO)**	**Total Amount**
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	60,00,000	2,00,21,604	2,60,21,604
	(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	-	-	-
2.	Stock Options	11,44,074	81,104,160	9,47,53,321
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-
	Others, please specify	-	-	-
	Total A	71,44,074	11,36,30,851	12,07,74,925
	Ceiling as per Act	**Not Applicable**		

VII. Penalties / Punishment/ Compounding of Offences

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. Companies					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	Section 460(b)	Condonation of delay under section 460 of the Companies Act, 2013 in filing e-form MGT-14 with regard to resolution passed at the meeting of Board of Directors dated 21.06.2017 to avail unsecured loan amounting to Rs. 500 crores from ICICI Bank and Rs. 1,145 crores from certain other banks.	Payment of fee and additional fees under the provisions of Companies Act, 2013 and rules made thereunder, in order to file the e-form MGT-14.	Ministry of Corporate Affairs, Government of India	N.A.
B. Directors					
Penalty	**NIL**				
Punishment					
Compounding					
C. Other Officers in default					
Penalty	**NIL**				
Punishment					
Compounding					

For and on behalf of the Board
One 97 Communications Limited

Sd/-
Mr. Vijay Shekhar Sharma
Chairman
DIN: 00466521

Date: May 16, 2019
Place: Delhi India

Annexure -4

FORM NO. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule no.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Board of Director,
One 97 Communications Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **One 97 Communications Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company, books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, during the audit period covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent based on the management representation letter/ confirmation, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019, according to the provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made thereunder;
ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; ***(not applicable)***
iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; ***(not applicable)***
iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (FEMA);
v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***(not applicable)***
   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***(not applicable)***
   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***(not applicable)***
   d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***(not applicable)***
   e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***(not applicable)***

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ***(not applicable)***

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***(not applicable)*** and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; ***(not applicable)***

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ***(not applicable)***

It is further reported that with respect to the compliance of other applicable laws, we have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances under general laws (incl. Labour Laws, Tax Laws, etc) and as informed to us, there are no laws which are specifically applicable to the Company.

We have also examined compliance of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs: The Company is generally regular in complying with the standards.

(ii) The Listing Agreements entered into by the Company with the Stock Exchange(s) and Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. ***(not applicable)***

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except that *the Company had granted a loan amounting to Rs. 250 crores to an unrelated party which was not previously approved by the Board of Directors however, it was subsequently ratified by the board of directors.*

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance except few Board Meetings and Committee meetings which were held on shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any are captured and recorded as part of the minutes.

We further report that as informed to us**,** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, as per the management representation letter.

We further report that during the audit period the following events have occurred in the Company:

i. In its Extra – Ordinary General Meeting held on April 09, 2018, the Company has entered into a Business Transfer Agreement (BTA) and Business Cooperation Agreement (BCA) for transferring the online gaming/ contests business in India by the Company to Acumen Game Entertainment Limited on slump sale basis, as a going concern, for a consideration of USD 5 million and AGTech Holdings Limited to provide services for the online gaming/ contests business.
ii. In its Extra – Ordinary General Meeting held on June 02, 2018, the Company has reclassified the Authorized Share Capital of the Company from Rs. 104,10,66,000/- divided into 5,61,00,000 Equity Shares of Rs.10/- each and 27,59,000 Preference Shares of Rs. 174 each to Rs. 104,10,66,000/- divided into 10,41,06,600 equity shares of Rs.10/- each, by reclassifying 27,59,000 preference shares of Rs. 174 each to 4,80,06,600 Equity Shares of Rs. 10 each.
iii. In its Extra – Ordinary General Meeting held on September 10, 2018, the Company has approved the allotment of 1,702,713 fully paid up equity shares ("Subscription Shares") having a par value of INR 10 per share to BH International Holdings ("Investor") at an issue price of INR equivalent of US$ 300,000,000 at approximately US$ 176.189 per share on a preferential cum private placement basis.
iv. In its Extra – Ordinary General Meeting held on September 28, 2018, the Company has approved the adoption of amended and restated Articles of Association of the Company.
v. In its Extra – Ordinary General Meeting held on December 21, 2018, the Company has approved the issuance and allotment of equity shares to SAIF Partners India IV Limited and GAMNAT Pte. Ltd. on share swap basis in terms of the Companies Act, 2013 and FEMA.
vi. In its Extra – Ordinary General Meeting held on March 22, 2019, the Company has approved the amendment in the existing ESOP Scheme namely One97 Employees Stock Option Scheme 2008.

For PI & Associates,
Company Secretaries

Sd/-
Nitesh Latwal
Partner
ACS No.: 32109

Date: May 16, 2019
Place: New Delhi

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

"Annexure A"

To,
The Members,
One 97 Communications Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For PI & Associates,
Company Secretaries

Sd/-
Nitesh Latwal
Partner
ACS No.: 32109
C P No.: 16276

Date: May 16, 2019
Place: New Delhi

Independent Auditor's Report

To the Members of One97 Communications Limited

Report on audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of One97 Communications Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2019, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and 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, 2019, and total comprehensive income (comprising loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for opinion

3. 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

4. We draw your attention to Note 37 to the Standalone Financial Statements regarding the non settlement of foreign currency payables as at March 31, 2019 amounting to Rs 2.61 crores and Rs 0.10 crores, due for more than six months and three years, respectively from the date of imports and non realisation of foreign currency receivables as at March 31, 2019 amounting to Rs 21.39 crores and Rs 0.28 crores, due for more than nine months and three years, respectively from the date of exports, being the time period permitted under the RBI Master Direction on Import of Goods and Services vide FED Master Direction No. 17/2016-17 dated January 1, 2016 (as amended) and RBI Master Direction on Export of goods and Services vide FED Master Direction No. 16/2015-16 dated January 1, 2016 (as amended), respectively, issued by the Reserve Bank of India. The Company has applied to the Authorised Dealer seeking permission for extension of time period for settlement of the payables and realisation of the receivables and for write-off of certain receivables outstanding for a period exceeding three years. Our opinion is not modified in respect of this matter.

Price Waterhouse Chartered Accountants LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

Other Information

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged With Governance for the Standalone Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

7. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

8. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

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

Price Waterhouse Chartered Accountants LLP
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- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

10. 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.

11. 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.

Other Matters

12. The Standalone Financial Statements of the Company for the year ended March 31, 2018, were audited by another firm of chartered accountants under the Act who, vide their report dated May 18, 2018, expressed an unmodified opinion on those Standalone Financial Statements. Our opinion is not modified in respect of this matter.

Report on other legal and regulatory requirements

13. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

14. 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.

Price Waterhouse Chartered Accountants LLP
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Gurugram

(c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(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 has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 28 (c) to the Standalone Financial Statements;

ii. The Company did not have any derivative contracts and in respect of long-term contracts there are no material foreseeable losses as at March 31, 2019;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2019.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2019.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amitesh Dutta
Partner
Membership Number: 058507

Place: Gurgaon
Date: June 15, 2019

Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Standalone Financial Statements for the year ended March 31, 2019

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of One97 Communications Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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.

5. 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 with reference to financial statements.

Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Standalone Financial Statements for the year ended March 31, 2019

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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 with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2019, 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 Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amitesh Dutta
Partner
Membership Number: 058507

Place: Gurgaon
Date: June 15, 2019

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Standalone Financial Statements for the year ended March 31, 2019

i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of property, plant and equipment and intangible assets.

(b) The property, plant and equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the property, plant and equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of immovable properties, as disclosed in Note 3 on property, plant and equipment to the Standalone Financial Statements, are held in the name of the Company.

ii. The Company is in the business of rendering services, and consequently, does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.

iii. 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. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.

iv. 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 the loans and investments made, and guarantees and security provided by it.

v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the services provided by the Company.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, except for dues in respect of professional tax, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, income tax and goods and service tax though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including employees' state insurance, sales tax, service tax, duty of customs , duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Also refer note 28 (c)(iii) to the Standalone Financial Statements regarding management's assessment on certain matters relating to provident fund. The extent of the arrears of statutory dues outstanding as at March 31, 2019, for a period of more than six months from the date they became payable are as follows:

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Standalone Financial Statements for the year ended March 31, 2019

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Due Date	Date of Payment
Kerala Municipal Act, 1994	Professional tax	208	Apr-18	31-Aug-18	Not yet paid
		208	May-18		Not yet paid
Tamil Nadu Municipal Laws Second Amendment Act 59 of 1998		5,182	Apr-18	30-Sep-18	Not yet paid
		6,269	May-18		Not yet paid
		8,190	Jun-18		Not yet paid
		7,523	Jul-18		Not yet paid
		37,588	Aug-18		Not yet paid
The Andhra Pradesh Tax on Professions, Trades, Callings and Employments Rules, 1957		1,103	Aug-18	10-Sep-18	Not yet paid

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax or goods and services tax which have not been deposited on account of any dispute.

viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.

ix. The Company has not raised any moneys by way of initial public offer, 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.

x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Standalone Financial Statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Standalone Financial Statements for the year ended March 31, 2019

xiv. The Company has made private placement of shares during the year under review, in compliance with the requirements of Section 42 of the Act. The amounts raised have been used for the purpose for which funds were raised.

xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amitesh Dutta
Partner
Membership Number: 058507

Place: Gurgaon
Date: June 15, 2019

Standalone Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Standalone Balance Sheet as at March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	3	268.72	154.19
Capital work in progress		50.58	18.49
Intangible assets	4	17.42	11.91
Intangible assets under development		0.22	1.03
Investment in subsidiaries	5	693.44	400.27
Investment in associates	6	174.10	180.55
Financial assets			
Investments	7(b)	100.19	206.73
Loans	7(c)	104.39	32.16
Other financial assets	7(d)	136.81	243.64
Current tax assets		458.64	279.00
Other non-current assets	9	141.04	53.70
Total Non-Current Assets		**2,145.55**	**1,581.67**
Current assets			
Financial assets			
Investments	7(a)	2,472.65	4,399.97
Trade receivables	8	242.21	504.76
Cash and cash equivalents	10(a)	235.22	261.99
Bank balances other than cash and cash equivalents	10(b)	6.21	24.93
Loans	7(c)	303.63	6.31
Other financial assets	7(d)	1,892.83	1,107.36
Other current assets	9	1,384.83	669.28
Total Current Assets		**6,537.58**	**6,974.60**
TOTAL ASSETS		**8,683.13**	**8,556.27**
EQUITY AND LIABILITIES			
EQUITY			
Share capital	11 (a)	57.53	55.32
Instruments entirely equity in nature	11 (a)	-	173.63
Other equity	11 (b)	5,978.50	7,346.60
Total Equity		**6,036.03**	**7,575.55**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	13(a)	26.96	-
Provisions	12	8.65	8.30
Total Non-Current Liabilities		**35.61**	**8.30**
Current liabilities			
Financial liabilities			
Borrowings	13(a)	695.50	241.65
Trade payables			
(a) Total Outstanding dues of micro and small enterprises	13(b)	11.24	0.88
(b) Total Outstanding dues other than (a) above	13(b)	662.04	425.47
Others financial liabilities	13(c)	699.18	227.84
Contract Liabilities		352.87	-
Other current liabilities	14	153.03	47.85
Provisions	12	37.63	28.73
Total Current Liabilities		**2,611.49**	**972.42**
Total Liabilities		**2,647.10**	**980.72**
TOTAL EQUITY AND LIABILITIES		**8,683.13**	**8,556.27**

The above Standalone Balance Sheet should be read in conjunction with the accompanying notes

This is the Standalone Balance Sheet referred to in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurgaon
Date: 15/06/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No: 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

Standalone Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Standalone Statement of Profit and Loss for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
Continuing operations			
Income			
Revenue from operations	15	3,049.87	2,982.22
Other income	16	341.74	247.16
Total income*		**3,391.61**	**3,229.38**
*excluding total income from discontinued operations for the year ended March 31, 2019: INR 1.53 (March 31, 2018 : INR 35.58) (Refer note 32)			
Expenses			
Employee benefits expense	17	627.78	528.66
Finance costs	18	16.50	18.39
Depreciation and amortization expense	19	75.81	68.92
Other expenses	20	6,534.71	4,082.11
Total expenses*		**7,254.80**	**4,698.08**
*excluding expenses of discontinued operations for the year ended March 31, 2019: INR 6.84 (March 31, 2018 : INR 56.06) (Refer note 32)			
Loss before exceptional items and tax from continuing operations		**(3,863.19)**	**(1,468.70)**
Exceptional items	21	(91.02)	(2.30)
Loss before tax from continuing operations		**(3,954.21)**	**(1,471.00)**
Income Tax expense			
Current tax	27	0.12	-
Tax expense related to earlier years	27	-	(1.01)
Total Tax expense		**0.12**	**(1.01)**
Loss for the year from continuing operations		**(3,954.33)**	**(1,469.99)**
Loss for the year from discontinued operations	32	**(5.31)**	**(20.48)**
Loss for the year		**(3,959.64)**	**(1,490.47)**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent years			
Re-mesurement gains/ (losses) on defined benefit plans	26	(1.43)	(0.76)
Changes in fair value of equity instruments at FVTOCI		1.29	-
Total Other Comprehensive Income/(Loss) for the year		**(0.14)**	**(0.76)**
Total Comprehensive Income/ (Loss) for the year		**(3,959.78)**	**(1,491.23)**
Basic & Diluted Earnings per share from continuing operations (INR per Share)	22	(705.02)	(291.77)
Basic & Diluted Earnings per share from discontinued operations (INR per Share)	22	(0.95)	(4.06)
Basic & Diluted Earnings per share from continuing and discontinued operations (INR per Share)	22	(705.97)	(295.83)

The above Standalone Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugram
Date: 16/05/2019

For and on behalf of Board of Directors of
One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No: 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

Standalone Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Standalone Statement of Changes in Equity for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

a) Equity Share Capital

Equity shares of INR 10 each issued, subscribed and fully paid	No. of Shares	Amount
At April 1, 2017	46,626,540	46.99
Shares issued during the year	8,127,633	8.09
Shares issued during the year - ESOP	244,459	0.24
At March 31, 2018*	54,998,632	55.32
Shares issued during the year	2,094,650	2.05
Shares issued during the year - ESOP	162,847	0.16
At March 31, 2019*	57,256,129	57.53

* Net of treasury shares 277,737 (March 31, 2018: 326,639) at nil cost through employee welfare trust

b) Instruments entirely equity in nature

Obligation to issue fixed number of shares	Amount
At April 1, 2017	-
Changes during the year	173.63
At March 31, 2018	173.63
Changes during the year (Refer note 11(a))	(173.63)
At March 31, 2019	-

c) Other Equity

Particulars	Share application money pending allotment	Reserves and Surplus			Other reserves (refer note 11(b))	Total Other Equity
		Security Premium	Retained earnings	ESOP Reserve	FVTOCI	
As at April 1, 2017	0.22	4,883.28	(2,617.26)	65.94	(3.54)	2,328.64
Loss for the year	-	-	(1,490.47)	-	-	(1,490.47)
Other Comprehensive income	-	-	(0.76)	-	-	(0.76)
Total comprehensive income	-	-	(1,491.23)	-	-	(1,491.23)
Exercise of share options	(0.22)	-	-	-	-	(0.22)
Adjustment on forfeiture of ESOP	-	-	3.10	(3.10)	-	-
Share based payment expenses (Refer note 24)	-	-	-	72.47	-	72.47
Receipt of share application money	0.05	-	-	-	-	0.05
Amount received on issue of shares	-	6,435.46	-	-	-	6,435.46
Amount utilised for share issue expenses	-	(6.91)	-	-	-	(6.91)
Share based payment for employees of group companies (Refer Note 24)	-	-	-	4.79	-	4.79
Amount transferred to security premium on exercise of options	-	12.40	-	(12.40)	-	-
Other adjustments	-	-	3.55	-	-	3.55
As at March 31, 2018	0.05	11,324.23	(4,101.84)	127.70	(3.54)	7,346.60
Loss for the year	-	-	(3,959.64)	-	-	(3,959.64)
Other Comprehensive income	-	-	(1.43)	-	1.29	(0.14)
Total comprehensive income	-	-	(3,961.07)	-	1.29	(3,959.78)
Exercise of share options	(0.05)	-	-	-	-	(0.05)
Adjustment on forfeiture of ESOP	-	-	3.44	(3.44)	-	-
Adjustment on cancellation of unvested ESOP	-	-	19.07	(19.07)	-	-
Share based payment expenses (Refer note 24)	-	-	-	86.06	-	86.06
Amount received on issue of shares	-	2,187.41	-	-	-	2,187.41
Shares issued for consideration other than cash	-	294.75	-	-	-	294.75
Amount utilised for share issue expenses	-	(2.39)	-	-	-	(2.39)
Share based payment for employees of group companies (Refer Note 24)	-	-	-	25.90	-	25.90
Amount transferred to security premium on exercise of options	-	18.69	-	(18.69)	-	-
As at March 31, 2019	-	13,822.69	(8,040.40)	198.46	(2.25)	5,978.50

The above Standalone Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurgaon
Date: 15/06/2019

For and on behalf of Board of Directors of
One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

Standalone Statement of Cash Flows for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
Cash flow from operating activities:			
Loss before tax from			
Continuing operations		(3,954.21)	(1,471.00)
Discontinued operations		(5.31)	(20.48)
Adjustments for			
Depreciation and amortization expense	19	75.81	68.92
Interest income	16	(66.90)	(23.05)
Interest Income on unwinding of discount - measured at amortized cost	16	(45.47)	(50.92)
Interest on borrowings at amortised cost	18	15.00	12.29
Trade receivables / advance written off	20	*	0.33
Provision for doubtful advances and unbilled receivables	20	12.27	2.87
Provision for impairment of trade receivables	20	12.69	30.36
Gain on sale of gaming business/ wallet business	21	(42.20)	(62.99)
Liabilities / Provision no longer required written back	16	(5.91)	-
Provision for impairment of investments in associates and subsidiaries	21	133.22	65.29
Property, plant and equipment and intangibles written off	20	0.06	0.11
Rent equalisation reserve		0.31	0.18
Non-cash employee share based payment expenses	24	86.06	72.47
Provision for employee incentive		(9.85)	37.70
Fair value gain on financial instruments measured at FVTPL (net)	16	(101.32)	(166.03)
Gain on sale of current investments measured at FVTPL (net)	16	(114.86)	-
Gain on disposal of property, plant and equipment and intangibles (net)	16	(0.82)	(0.47)
Operating loss before working capital changes		**(4,011.43)**	**(1,504.42)**
Working capital adjustments:			
Increase in trade payables		259.61	204.82
Increase in provisions		9.14	21.80
Increase in other current liabilities and contract liabilities		458.05	9.82
Increase/(decrease) in other financial liabilities		440.03	(953.82)
(Increase)/decrease in trade receivables		249.86	(445.62)
(Increase)/decrease in other financial assets		(690.05)	688.46
(Increase) in other current and non-current assets		(803.43)	(417.85)
(Increase) in loans		(87.18)	(20.33)
Cash used in operations		**(4,175.40)**	**(2,417.14)**
Income taxes paid (net off refunds)		(179.64)	(164.46)
Net cash outflow from operating activities (A)		**(4,355.04)**	**(2,581.60)**
Cash flow from investing activities:			
Purchase of property, plant and equipment including intangible assets, capital work in progress and capital advances		(158.04)	(41.98)
Proceeds from sale of property, plant and equipment		4.75	0.64
Proceeds from sale of gaming business	32	33.91	-
Investment in bank deposits (having original maturity of more than 12 months)		(138.19)	(117.63)
Investment in bank deposits (having original maturity of more than 3 months but less than 12 months)		(62.72)	(75.54)
Maturity of bank deposits (having original maturity of more than 12 months)		174.81	74.49
Maturity of bank deposits (having original maturity of more than 3 months but less than 12 months)		81.43	73.08
Investments in subsidiaries and associates		(272.55)	(345.10)
Inter corporate loans given		(272.43)	(2.20)
Proceeds from sale of non current investments		750.37	78.26
Payment for purchase of current investments		(3,296.34)	(10,302.74)
Proceeds from sale of current investments		4,797.10	6,317.68
Interest received		66.74	74.30
Net cash inflow / (outflow) from investing activities (B)		**1,708.84**	**(4,266.74)**

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Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 ★ Gurugram ★

One97 Communications Limited ★

Standalone Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Standalone Statement of Cash Flows for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
Cash flow from financing activities:			
Proceeds from issue of shares		2,189.29	6,443.81
Share issue expenses		(2.39)	(6.89)
Share application money received during the year		-	0.05
Share application money utilised during the year		-	(0.22)
Interest paid		(14.09)	(12.29)
Repayment of secured loans		-	(23.65)
Payment of deferred payment liabilities		(7.24)	*
Net cash inflow from financing activities (C)		**2,165.57**	**6,400.81**
Net increase/(decrease) in cash and cash equivalents (A+B+C)		**(480.62)**	**(447.53)**
Cash and cash equivalent at the beginning of the year		20.34	467.87
Cash and cash equivalent at the end of the year		**(460.28)**	**20.34**

Cash and cash equivalents as per above comprises of following		As at March 31, 2019	As at March 31, 2018
Cash on hand		0.03	0.11
Balance with banks			
- On current accounts		235.19	261.12
- Deposits with original maturity of less than 3 months		*	0.76
Other bank balances			
- Bank overdraft		(695.50)	(241.65)
Total cash and cash equivalents	10 (a)	**(460.28)**	**20.34**

* amount below rounding off norms adopted by the Company

For non-cash investment and financing activities refer notes 5, 11(a) and 13(a), respectively.

The above Standalone Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Standalone Statement of Cash Flows referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugaon
Date: 15/06/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

1. Corporate information

One97 Communications Limited ("the Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 2013 ("the Act"). The registered office of the Company is located at 1st Floor, Devika Tower, Nehru Place, New Delhi - 110019. The principal place of business of the Company is in India.

The Company is in the business of providing payment services primarily as payment facilitator and providing voice and messaging platforms to the telecom operators and enterprise customers.

These Standalone Financial Statements were authorised for issue in accordance with a resolution of the Board of Directors on May 16, 2019.

2. Significant accounting policies

2.1 Basis of preparation

These standalone financial statements ("Financial Statements") of the Company have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under Section 133 of the Act, Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use (also refer note 2.2 d below).

All the amounts included in the financial statements are presented in Indian Rupees ('Rupees' or 'Rs.' or 'INR') and are rounded to the nearest crores up to two decimal places, except per share data and unless stated otherwise.

2.2 Summary of significant accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle, held primarily for the purpose of trading, expected to be realised within twelve months after the reporting period, or cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when it is expected to be settled in normal operating cycle, it is held primarily for the purpose of trading, it is due to be settled within twelve months after the reporting period, or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities, are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

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LLPIN AAC-5001
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Gurugram

One97 Communications Limited

b. Foreign currencies

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which it operates i.e. the "functional currency". The Company's financial statements are presented in INR, which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company's functional currency at exchange rates prevailing at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income ("OCI") or statement of profit and loss, are also recognised in OCI or statement of profit and loss, respectively).

c. Fair value measurement

The Company measures certain financial instruments (e.g. investments) at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liabilities takes place either in the principal market for the asset or liability or in absence of principal market, in the most advantageous market for the asset or liability.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.
All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (Unadjusted) marked prices in the active markets for identical assets or liabilities
Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management or its expert verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

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

d. Revenue recognition

Accounting policy applied till March 31, 2018

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties. Where the Company acts as an agent for selling goods or services, only the commission income is included within revenue. The specific revenue recognition criteria described below must also be met before revenue is recognized.

Sale of services
Revenue from services is recognized by reference to stage of completion as and when services are rendered as per the terms of the agreement with customer. Revenues are disclosed net of the service tax charged on such services. In terms of the contract, excess of revenue over the billed at the year-end is carried in the Financial Statement as unbilled revenue under other financial assets.

Commission
The Company facilitates recharge of talk time, bill payments and availability of bus tickets and earns commission for the respective services. Commission income is recognized when the services have been provided by the Company.

Service fees
The Company earns service fee from merchants and recognizes such revenue when the services have been provided by the Company. Such service fee is generally determined as a percentage of transaction value executed by the merchants. Amount received by the Company pending settlement are disclosed as payable to the merchants under financial liabilities. Service fee also includes royalty charged to customers for providing brand and technical support. Such fee is determined as a percentage of transaction value executed by the customers.

Interest income
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

(Amounts in INR Crores, unless otherwise stated)

Changes in accounting policies

The Company has adopted Ind AS 115 "Revenue from Contracts with Customers" from April 1, 2018, which resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. In accordance with the transition provisions in Ind AS 115, the Company has adopted the modified transitional approach to implementation where any transitional adjustment is recognized in retained earnings at April 1, 2018 without adjustment of comparatives and the new standard is only applied to contracts that remain in force at that date.

Impact of adoption

The Company provides incentives to users in various forms including cashbacks. Prior to the adoption of Ind AS 115, cashbacks given to users where the Company recovers a convenience fees were classified in the statement of profit and loss as a marketing expense. Following the adoption of Ind AS 115, cashbacks given to users where the Company recovers a convenience fees are classified as a reduction of revenue. However, such adjustment does not have an impact on retained earnings of the Company on the date of transition.

Typically, the Company has a right to payment before or at the point that services are delivered. Cash received before the services delivered is recognised as a contract liability. The amount of consideration does not contain a significant financing component as payment terms are less than one year.

i) **Impact on financial statements:**
The following table show the adjustments recognised for each individual line item. Line items that were not affected by the changes have not been included.

	March 31, 2019		
	As presented under Ind AS 115	**Adjustments on account of Ind AS 115**	**Amounts prior adoption of Ind AS 115**
Revenue from operations	3,049.87	194.14	3,244.01
Other expenses	6,534.71	194.14	6,728.85
Profit/(loss) for the year for continuing operation	(3,954.33)	-	(3,954.33)
Profit/(loss) for the year for discontinuing operation	(5.31)	-	(5.31)
Basic and diluted Earnings per share for continuing operations	(705.02)	-	(705.02)
Basic and diluted Earnings per share for discontinuing operations	(0.95)	-	(0.95)
Contract liability	352.87	352.87	-
Other current liability- Advance from customer	-	352.87	352.87

During the year ended March 31, 2019, the Company recognized revenue of INR 26.09 arising from advance from customer as of April 1, 2018.

Accounting policy applied from April 1, 2018

Revenue is measured based on the consideration specified in a contract with a customer net of variable consideration e.g. discounts, volume rebates, any payments made to a customer (unless the payment is for a distinct good or service received from the customer) and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control over a product or service to a customer. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

The Company provides incentives to its users in various forms including cashbacks. Incentives which are consideration payable to the customer that are not in exchange for a distinct good or service are generally recognized as a reduction of revenue at the later of when revenue is recognized or when the Company pays or promises to pay the incentive.

Where the Company acts as an agent for selling goods or services, only the commission income is included within revenue. The specific revenue recognition criteria described below must also be met before revenue is recognized. Typically, the Company has a right to payment before or at the point that services are delivered. Cash received before the services are delivered is recognised as a contract liability. The amount of consideration does not contain a significant financing component as payment terms are less than one year.

Sale of services
Revenue from services is recognized when the control in services is transferred as per the terms of the agreement with customer i.e. as and when services are rendered. Revenues are disclosed net of the Goods and Service tax charged on such services. In terms of the contract, excess of revenue over the billed at the year-end is carried in the balance sheet as unbilled revenue under other financial assets where the amount is recoverable from the customer without any future performance obligation. Cash received before the services are delivered is recognised as a contract liability.

Commission
The Company facilitates recharge of talk time, bill payments and availability of bus tickets and earns commission for the respective services. Commission income is recognized when the control in services is transferred to the customer when the services have been provided by the Company.

Service fees from merchants
The Company earns service fee from merchants and recognizes such revenue when the control in services have been transferred by the Company i.e. as and when services have been provided by the Company. Such service fee is generally determined as a percentage of transaction value executed by the merchants. Amount received by the Company pending settlement are disclosed as payable to the merchants under contract liabilities.

Interest income
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

e. **Taxes**

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside statement of profit and loss is recognised either in other comprehensive income or in equity. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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 utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised 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.

Minimum alternate tax

Credit of MAT is recognised as deferred tax asset only when it is probable that taxable profit will be available against which the credit can be utilised. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is no longer probable that the Company will pay normal income tax during the specified period.

Taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST/value added/ service taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or disclosed separately in statement of profit and loss, as applicable, or
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of other current/ non- current assets or other current liabilities in the balance sheet.

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One97 Communications Limited

f. Non-current assets held for sale and discontinued operations

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification , and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the Balance Sheet.
Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:
- Represents a separate major line of business or geographical area of operations or
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

Additional disclosures are provided in Note 32. All other notes to the financial statements mainly include amounts for continuing operations, unless otherwise mentioned.

g. Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and any accumulated impairment, if any. Property, plant and equipment is depreciated on a written down value basis to its residual value over its estimated useful life.

Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the management.

Subsequent costs are capitalised on the carrying amount or recognised as a separate asset, as appropriate, only when future economic benefits associated with the item are probable to flow to the Company and cost of the item can be measured reliably. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All repair and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under the non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work in progress'.

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One97 Communications Limited

(Amounts in INR Crores, unless otherwise stated)

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss on the date of disposal or retirement.

Depreciation is provided using the written down value method and charged to statement of profit and loss as per the rates prescribed under schedule II of the Companies Act, 2013, given below:

Assets	Rate of Depreciation (per annum)
Servers and networking equipment (Computers)	39.30%
Laptops and desktops (Computers)	63.16%
Office equipment	45.07%
Furniture and fittings	25.89%
Vehicles	31.23%

Leasehold improvements are depreciated over lower of the period of the lease and useful life.

Leasehold land is depreciated over the period of the lease.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h. Intangible assets

Separately acquired intangible assets, such as software are measured initially at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Intangible assets with finite useful lives are carried at cost and are amortised on a written down value basis over their estimated useful lives and charged to statement of profit and loss.

Software and licenses acquired are amortized at the rate of 40% per annum on written down value method.

The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Research and development costs

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the Company can demonstrate all the following:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale
- Its intention to complete the asset
- Its ability to use or sell the asset
- How the asset will generate future economic benefits
- The availability of adequate resources to complete the development and to use or sell the asset
- The ability to measure reliably the expenditure attributable to the intangible asset during development.

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Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight line basis over the period of expected future benefit from the related project, i.e., the estimated useful life of one to five years. Amortization is recognized in the statement of profit and loss. During the period of development, the asset is tested for impairment annually.

i. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in the statement of profit and loss in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

j. Impairment of non-financial assets

For all non-financial assets, the Company assesses whether there are indicators of impairment. If such an indicator exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs.

The recoverable amount for an asset or CGU is the higher of its value in use and fair value less costs of disposal. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the asset or CGU is considered impaired and the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss.

In assessing value in use, the estimated future cash flows of the asset or CGU are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's or CGU's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

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k. Provisions and contingencies

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the 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 recognised as a finance cost.

Contingencies

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

l. Retirement and other employee benefits

For defined benefit plans (gratuity), the liability or asset recognised in the balance sheet is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by an independent actuary using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in the subsequent periods.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

The Company's contributions to defined contribution plans (provident fund) are recognized in profit or loss when the employee renders related service. The Company has no further obligations under these plans beyond its periodic contributions.
The Company provides for liability at year end on account of un-availed earned leave as per actuarial valuation using projected unit credit method.

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as employee benefit payable under other financial liabilities in the balance sheet.

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m. Share-based payments

i) Equity-settled transactions

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in Employee Stock Option Plan (ESOP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

ii) Cash-settled transactions

For awards classified as cash settled share based transactions, the goods or services acquired are measured and the liability incurred, at the fair value of liability. Until the liability is settled, the fair value of the liability is re-measured at the end of each reporting period and at the date of settlement, with any changes in fair value recognised in statement of profit and loss for the period.

The cost of cash-settled transactions is determined by the fair value of equity instruments at each reporting date using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in liability, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for cash-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

The Company has set up an Employee Welfare Trust (EWT) for administering certain types of share-based payment arrangements including awards given to employees of the outside group companies as well for awards of options of other companies given to its employees. The Company uses EWT as a vehicle for distributing shares under the ESOP schemes. The EWT holds shares of the

Company, for giving shares to employees. The Company treats EWT as its extension and shares of the Company held by EWT are treated as treasury shares. Other assets held by EWT are consolidated on a line-by-line basis with Company's financial statements. Shares of other companies held by EWT for distribution to its employees are separately disclosed under investments.

n. Financial instruments

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

Financial assets

Initial recognition and measurement

All 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.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables and is most relevant to the Company.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments in subsidiaries, associates and joint ventures are measured at cost. The investments are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, policy for impairment of non-financial assets is followed.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

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The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head other expenses in the statement of profit and loss. For the financial assets measured as at amortised cost ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.
All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.
The Company's financial liabilities include trade and other payables, including bank overdrafts and other borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are

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substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

If the hybrid contract contains a host that is a financial asset within the scope of Ind AS 109, the Company does not separate embedded derivatives. Rather, it applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value though profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss, unless designated as effective hedging instruments.

Offsetting of financial instruments

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

o. Cash and cash equivalents

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

p. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. All other leases are classified as operating leases. Payments made under operating leases are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss.

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A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

q. Earnings/ (loss) per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

r. Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in other reserve.

s. Segment reporting

Identification of segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Only those business activities are identified as operating segment for which the operating results are regularly reviewed by the CODM to make decisions about resource allocation and performance measurement.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

t. Use of estimates

The Company is required to make estimates and assumptions that affect the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgements about carrying values of assets and liabilities.

u. Exceptional Items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the financial statements. Significant impact on the financial statements arising from impairment of investments and gain/ loss from slump sale of business lines are considered and reported as an exceptional items.

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v. Contributed Equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

w. Accounting standard and amendment issued but not effective as at March 31, 2019

i) Nature of Change for Ind AS 116

Ind AS 116 was notified by Ministry of Corporate Affairs on March 30, 2019 and it is applicable from annual reporting periods beginning on or after April 1, 2019.

Ind AS 116 will affect primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The standard removes the current distinction between operating and finance leases and requires recognition of an asset (the right-of-use the leased item) and a financial liability to pay rentals for virtually all lease contracts. An optional exemption exists for short-term and low-value leases.

The Company is currently assessing the impact of adopting Ind AS 116 on the standalone financial statements.

ii) Uncertainty over Income tax Treatments, to Ind AS 12, 'Income Taxes' – Appendix C

The appendix explains how to recognise and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. In particular, it discusses:

- how to determine the appropriate unit of account, and that each uncertain tax treatment should be considered separately or together as a group, depending on which approach better predicts the resolution of the uncertainty;
- that the entity should assume a tax authority will examine the uncertain tax treatments and have full knowledge of all related information, i.e. that detection risk should be ignored;
- that the entity should reflect the effect of the uncertainty in its income tax accounting when it is not probable that the tax authorities will accept the treatment;
- that the impact of the uncertainty should be measured using either the most likely amount or the expected value method, depending on which method better predicts the resolution of the uncertainty; and
- that the judgements and estimates made must be reassessed whenever circumstances have changed or there is new information that affects the judgements.

The Company has substantially completed assessing its existing models and processes which it has developed to account for tax uncertainties against the specific guidance in the appendix C to Ind AS 12 to consider the impact on income tax accounting in respect of its tax jurisdictions. Basis such assessment, the application of this guidance is not expected to have material impact on its financial statements.

iii) Prepayment Features with Negative Compensation – Amendments to Ind AS 109, 'Financial Instruments'

The narrow-scope amendments made to Ind AS 109 enable entities to measure certain prepayable financial assets with negative compensation at amortised cost. These assets, which include some loan and debt securities, would otherwise have to be measured at fair value through profit or loss. To qualify for amortised cost measurement, the negative compensation must be 'reasonable compensation for early termination of the contract' and the asset must be held within a 'held to collect' business model. These amendments are not expected to have any impact on the Financial Statements of the Company.

iv) Prepayment Features with Negative Compensation – Amendments to Ind AS 109, 'Financial Instruments'

The amendments to Ind AS 19 clarify the accounting for defined benefit plan amendments, curtailments and settlements. They confirm that entities must :

- calculate the current service cost and net interest for the remainder of the reporting period after a plan amendment, curtailment or settlement by using the updated assumptions from the date of the change;
- any reduction in a surplus should be recognised immediately in profit or loss either as part of past service cost, or as a gain or loss on settlement. In other words, a reduction in a surplus must be recognised in profit or loss even if that surplus was not previously recognised because of the impact of the asset ceiling; and
- separately recognise any changes in the asset ceiling through other comprehensive income.

These amendments will apply to any future plan amendments, curtailments, or settlements of the Company on or after 1 April 2019.

v) Ind AS 12, 'Income Taxes'

The amendments clarify that the income tax consequences of dividends on financial instruments classified as equity should be recognised according to where the past transactions or events that generated distributable profits were recognised. These requirements apply to all income tax consequences of dividends. Previously, it was unclear whether the income tax consequences of dividends should be recognised in profit or loss, or in equity, and the scope of the existing guidance was ambiguous.

These amendments are not expected to have any material impact on the financial statements of the Company.

vi) Ind AS 23, 'Borrowing Costs'

The amendments clarify that if a specific borrowing remains outstanding after the related qualifying asset is ready for its intended use or sale, it becomes part of general borrowings. The Company's current practice is in line with these amendments and accordingly these amendments are not expected to have any material impact on the financial statements of the Company.

(Amounts in INR crores, unless otherwise stated)

3. Property, plant and equipment

Particulars	Computers	Furniture and Fittings	Leasehold Improvements	Vehicles	Office Equipments	Leasehold Land	Total
Gross carrying amount							
As at April 1, 2017	140.63	4.52	19.41	0.80	10.90	-	176.26
Additions	77.00	1.49	5.32	0.67	4.90	-	89.38
Transfers	-	-	-	-	-	-	-
Disposals	4.08	-	-	-	0.03	-	4.11
As at March 31, 2018	**213.55**	**6.01**	**24.73**	**1.47**	**15.77**	-	**261.53**
As at April 1, 2018	213.55	6.01	24.73	1.47	15.77	-	261.53
Additions	83.00	2.41	1.78	-	14.90	85.08	187.17
Discontinued Operation (Refer note 32)	0.28	-	-	-	0.05	-	0.33
Disposals	9.97	0.21	-	-	0.03	-	10.21
As at March 31, 2019	**286.30**	**8.21**	**26.51**	**1.47**	**30.59**	**85.08**	**438.16**
Accumulated depreciation / amortisation							
As at April 1, 2017	38.07	1.61	3.42	0.35	4.22	-	47.67
For the year	55.79	0.96	2.53	0.17	3.65	-	63.10
Disposals	3.42	-	-	-	0.01	-	3.43
As at March 31, 2018	**90.44**	**2.57**	**5.95**	**0.52**	**7.86**	-	**107.34**
As at April 1, 2018	90.44	2.57	5.95	0.52	7.86	-	107.34
For the year	57.43	1.14	4.14	0.29	5.48	0.72	69.20
Discontinued Operation (Refer note 32)	0.20	-	-	-	0.04	-	0.24
Disposals	6.71	0.13	-	-	0.02	-	6.86
As at March 31, 2019	**140.96**	**3.58**	**10.09**	**0.81**	**13.28**	**0.72**	**169.44**
Net carrying amount							
As at March 31, 2019	**145.34**	**4.63**	**16.42**	**0.66**	**17.31**	**84.36**	**268.72**
As at March 31, 2018	**123.11**	**3.44**	**18.78**	**0.95**	**7.91**	-	**154.19**

Notes:

(i) Capital work in progress

Capital work in progress mainly comprises of servers and network switches.

(ii) Leasehold land represent assets where Company is a lessee under finance lease. The lease term in respect of the leasehold land acquired under finance lease is for ninety years. (refer note 13)

(iii) Refer to note 28 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

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(Amounts in INR crores, unless otherwise stated)

4. Intangible assets

Particulars	Software	Internally Generated Software	Total
Gross carrying amount			
As at April 1, 2017	22.33	0.11	22.44
Additions	5.11	-	5.11
Disposals	-	-	-
As at March 31, 2018	**27.44**	**0.11**	**27.55**
As at April 1, 2018	27.44	0.11	27.55
Additions	12.70	-	12.70
Disposals	1.34	-	1.34
As at March 31, 2019	**38.80**	**0.11**	**38.91**

Particulars	Software	Internally Generated Software	Total
Accumulated amortisation			
As at April 1, 2017	9.72	0.10	9.82
For the year	5.82	-	5.82
Disposals	-	-	-
As at March 31, 2018	**15.54**	**0.10**	**15.64**
As at April 1, 2018	15.54	0.10	15.64
For the year	6.61	-	6.61
Disposals	0.76	-	0.76
As at March 31, 2019	**21.39**	**0.10**	**21.49**

Net carrying amount

Particulars	Software	Internally Generated Software	Total
As at March 31, 2019	**17.41**	**0.01**	**17.42**
As at March 31, 2018	**11.90**	**0.01**	**11.91**

(Amounts in INR Crores, unless otherwise stated)

5. Investment in subsidiaries - Non Current

	As at March 31, 2019	As at March 31, 2018
Investment in equity instruments		
Unquoted equity shares (Fully paid up)		
One97 Communications Nigeria Limited 10,000,000 (March 31, 2018: 10,000,000) equity shares of NGN 1 each	0.30	0.30
One97 Communications FZ LLC 1,500 (March 31, 2018 1,500) equity shares of AED 1000 each	2.08	2.08
One97 Communications India Limited 83,150,000 (March 31, 2018 40,150,000) equity shares of INR10 each	83.15	40.15
One97 Communications Singapore Private Limited 3,356,100 (March 31, 2018 : 3,356,100) equity shares of SGD 1 each	33.10	18.89
One97 USA Inc 532,000 (March 31, 2018 : 532,000) equity shares of USD 1 each	3.32	3.32
Paytm Financial Services Limited 2,000,000 (March 31, 2018 : 2,000,000) equity shares of face value of INR 10 each	2.00	2.00
Paytm Entertainment Limited 61,010,000 (March 31, 2018 : 10,000) equity shares of face value of INR 10 each	63.83	0.01
Paytm Money Limited 78,870,000 (March 31, 2018 : 10,000,000) equity shares of face value of INR 10 each	80.35	10.00
Wasteland Entertainment Private Limited 44,337 (March 31, 2018 : 22,996) equity shares of INR 10 each	119.68	35.00
Orbgen Technologies Private Limited (Refer notes (i) & (iv) below) 974,880 (March 31, 2018 : Nil) equity shares of INR 10 each	58.81	-
Urja Money Private Limited 1,637,912 (March 31, 2018 : 1,173,580) equity shares of INR 10 each	14.00	6.00
Mobiquest Mobile Technologies Private Limited 115,035 (March 31, 2018 115,035) equity shares of INR 10 each	8.04	8.04
Little Internet Private Limited (Refer note (ii) below) 13,477,263 (March 31, 2018 : 13,477,263) equity shares of face value of INR 10 each	205.11	257.15
QorQL Private Limited (Refer note (iii) below) 25,60,938 (March 31, 2018 : Nil) equity shares of face value of INR 10 each	-	-
Cube 26 software private limited (Refer note (i) below) 586,300 (March 31, 2018 : Nil) equity shares of face value of INR 10 each	0.74	-
Balance Technology Private Limited (Refer note (i) below) 15,000 (March 31, 2018 : Nil) equity shares of face value of INR 10 each	1.60	-
Total (A)	**676.11**	**382.94**
Unquoted compulsorily convertible preference shares (Fully paid up)		
Mobiquest Mobile Technologies Private Limited 35,710 (March 31, 2018 35,710) compulsory convertible preference shares of INR 10 each	2.17	2.17
Little Internet Private Limited 520,000 (March 31, 2018 : 520,000) Compulsorily Convertible Preference shares of face value of INR 10 each	15.16	15.16
Total (B)	**17.33**	**17.33**
Grand Total [A+B]	**693.44**	**400.27**
Aggregate amount of unquoted investments	693.44	400.27
Aggregate amount of impairment in the value of investment	128.67	-

(i) Investments acquired during the year.
(ii) Net of provision for impairment amounting to INR 51.00 (March 31, 2018: NIL). Also refer notes 11(a)(e) and 21.
(iii) Converted to investment in subsidiary during the year ended March 31, 2019. Net of provision for impairment amounting to INR 2.56 (March 31, 2018 : Nil). Also refer note 21.
(iv) Orbgen Technologies Private Limited was acquired during the year for consideration other than cash, through swap of Company's equity shares with the previous shareholders of Orbgen Technologies Private Limited. The amount of investment disclosed above is net of provision for impairment amounting to INR 75.11 (March 31, 2018 : NIL). Also refer note 21.
(v) For acquisition of Little Internet Private Limited in previous year (refer note 11(a)(e)), equity shares were issued during the year for consideration other than cash, through swap of Company's equity shares with the previous shareholders of Little Internet Private Limited.

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6. Investment in associates - Non Current

	As at March 31, 2019	As at March 31, 2018
Unquoted equity shares (Fully paid up)		
Paytm Payments Bank Limited 156,003,900 (March 31, 2018 : 156,003,900) equity shares of INR 10 each	156.00	156.00
Paytm General Insurance Corporation Ltd* 49,000 (March 31, 2018 : Nil) equity shares of INR 10 each	0.05	-
Paytm Life Insurance Corporation Limited* 49,000 (March 31, 2018 : Nil) equity shares of INR 10 each	0.05	-
Total (A)	**156.10**	**156.00**
Unquoted compulsorily convertible preference shares (Fully paid up)		
Loginext Solutions Private Limited** 279,443 (March 31, 2018 : 279,443) Compulsorily Convertible Preference share of face value of INR 10 each	18.00	22.55
Socomo Technologies Private Limited** 28,800 (March 31, 2018 : 28,800) Compulsorily Convertible Preference share of face value of INR 1 each	-	-
Total (B)	**18.00**	**22.55**
Unquoted compulsorily convertible debenture (Fully paid up)		
QorQL Private Limited # Nil (March 31, 2018 : 2,000,000) Compulsorily Convertible Debentures of INR 10 each	-	2.00
Total (C)	-	**2.00**
Grand Total [A+B+C]	**174.10**	**180.55**
Aggregate amount of unquoted investments	**174.10**	**180.55**
Aggregate amount of impairment in the value of investment	**69.84**	**65.29**

** Net of provision for impairment amounting INR 27.05 (March 31, 2018 : 22.50) and INR 42.79 (March 31, 2018 : 42.79) for Loginext Solutions Private Limited and Socomo Technologies Private Limited, respectively

Converted to investment in subsidiary during the year ended March 31, 2019.
* Investments made during the year.

7. Financial assets

7 (a) Investments - Current

	As at March 31, 2019	As at March 31, 2018
Investments at fair value through profit and loss		
Mutual Funds (Quoted)		
Aditya Birla Sun Life Cash Plus - Growth - Direct Plan Nil units (March 31, 2018 : 20,294,811 units)	-	566.86
Aditya Birla Sun Life Floating Rate Fund - Long Term - Growth-Direct Nil units (March 31, 2018 :14,398,760 units)	-	310.04
Aditya Birla Sun Life Savings Fund - Growth - Direct Plan Nil units (March 31, 2018 :7,457,811 units)	-	256.49
Axis Liquid Fund- Direct Growth 217,056 units (March 31, 2018 :Nil units)	45.01	-
DSP BlackRock Liquidity Fund-Direct Plan-Growth Nil units (March 31, 2018 :146,000 units)	-	36.29
HDFC Floating Rate Income Fund Short -Direct Plan - Wholesale Growth Option Nil units (March 31, 2018 :33,850,370 units)	-	102.85
HDFC Liquid Fund - Direct Plan-Growth Nil units (March 31, 2018 :2,316,075 units)	-	793.00
ICICI Prudential Flexible Income - Direct Plan - Growth Nil units (March 31, 2018 :1,670,459 units)	-	55.94
ICICI Prudential Liquid - Direct Plan - Growth 22,681,730 units (March 31, 2018 :22,14,137 units)	626.96	568.99
ICICI Prudential Liquid Regular Plan Growth Nil units (March 31, 2018 :45,932 units)	-	1.18
ICICI Prudential Liquid - Direct Plan - Growth (refer note (i) below) 5,139,147 units (March 31, 2018 :Nil units)	142.05	-
IDFC Cash Fund Direct Plan - Growth 10,068 units (March 31, 2018 :352,191 units)	2.28	74.32
Reliance Liquid Fund - Treasury Plan - Direct Growth Plan - Growth Option Nil units (March 31, 2018 :208,025 units)	-	88.20

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	As at March 31, 2019	As at March 31, 2018
Reliance Liquid Fund - Direct Plan Growth Plan - Growth Option 1,677,500 units (March 31, 2018 :Nil units)	765.26	-
Reliance Medium Term Fund Direct Plan Growth Nil units (March 31, 2018 :68,389,527 units)	-	254.42
Reliance Money Manager Fund Direct Plan Growth Nil units (March 31, 2018 :1,051,459 units)	-	256.42
SBI Magnum Insta Cash Fund - Direct Plan - Growth Nil units (March 31, 2018 :27,156 units)	-	10.44
SBI Liquid Fund- Direct - Growth (Formerly SBI Premier Liquid Fund) 2,597,386 units (March 31, 2018 :77,954 units)	760.67	21.24
UTI- Liquid Fund-Cash Plan-Growth Direct 102,459 units (March 31, 2018 :Nil units)	31.36	-
UTI-Treasury Advantage Fund-Institutional Plan-Direct Plan-Growth Nil units (March 31, 2018 :1,061,933 units)	-	256.30
Total (A)	**2,373.59**	**3,652.98**
Debentures (unquoted)		
Ciqual Limited (refer note (iii) and (iv) below) Nil (March 31, 2018 : 27,876,274) Convertible Loan Notes of GBP 0.01 each	-	-
Total (B)	-	-
Investments at amortised cost		
Debt Instruments (quoted)		
Kotak Mahindra Prime Ltd 8.019% NCD 29 Jan 2019 Nil (March 31, 2018 : 150) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	15.03
Kotak Mahindra Prime Ltd 8.70% NCD 10 Aug 2018 Nil (March 31, 2018 : 100) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	10.49
Kotak Mahindra Prime Ltd 8.03% NCD 14 Feb 2019 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	50.16
Kotak Mahindra Investments Ltd 8.10% CP 21 Feb 2019 Nil (March 31, 2018 : 4000) Commercial Papers of INR 500,000 each	-	185.05
HDFC 7.40% NCD 22 Nov 2018 Nil (March 31, 2018 : 175) Redeemable Non Convertible Debentures of INR 10,000,000 each	-	177.49
HDFC 0% ZCB 30 Oct 2018 Nil (March 31, 2018 : 1000) Zero Coupon Bonds of INR 1,000,000 each	-	150.07
LIC Housing Finance Limited 9.65% NCD 25 Mar 2019 Nil (March 31, 2018 : 250) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	27.61
LIC Housing Finance Limited 9.7624% NCD 8 Mar 2019 Nil (March 31, 2018 : 250) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	25.33
LIC Housing Finance Limited 8.70% NCD 17 Dec 2018 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	53.61
Tata Capital Financial Services Limited 8.20% NCD 8 Mar 2019 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	52.15
LIC Housing Finance Limited 7.085% NCD 23 Apr 2019 1000 (March 31, 2018 : Nil) Redeemable Non Convertible Debentures of INR 1,000,000 each	99.06	-
Total (C)	**99.06**	**746.99**
Total current investments [A+B+C]	**2,472.65**	**4,399.97**

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7(b) Investments - Non Current

	As at March 31, 2019	As at March 31, 2018
Investments at fair value through OCI (refer note (ii) below)		
Unquoted equity shares (Fully paid up)		
Ciqual Limited (refer note (iii) and (iv) below) 29,43,276 (March 31, 2018 127,489) equity shares of GBP 0.01 each	-	-
Highorbit Careers Private Limited 235 (March 31, 2018 : 235) equity shares of INR 10 each	0.38	0.36
ZEPO Technologies Private Limited 3,458 (March 31, 2018 : 3,458) Equity shares of face value INR 10 each	2.28	2.28
Pilani Experts Technology Labs Private Limited 1,277 (March 31, 2018 : 1,277) equity shares of INR 10 each	1.84	0.49
Red Pixels Ventures Limited 1,093 (March 31, 2018 : 1,093) Equity shares of face value INR 10 each	0.37	0.44
Total (A)	**4.87**	**3.57**
Investments at fair value through Profit and loss		
Unquoted Compulsorily Convertible Preference shares (Fully paid up)		
Raining Clouds Tech Private Limited (refer note (iii) below) 3,620 (March 31, 2018 : 3,620) Redeemable Convertible Preference Shares of INR 10 each	-	-
Busy Bees Logistics Solution Private Limited 18,121 (March 31, 2018 : 18,121) Compulsorily Convertible Preference share of face value of INR 10 each	82.16	48.58
Avenues Payments India Private Limited 11,379 (March 31, 2018 : 11,379) Compulsorily Convertible Preference share of face value of INR 100 each	7.00	7.00
Pilani Experts Technology Labs Private Limited 289 (March 31, 2018 : Nil) Compulsorily Convertible Preference share of face value INR 100 each	0.42	-
	89.58	55.58
Unquoted equity shares (Fully paid up)		
Paytm E-commerce Private Limited 1,792 (March 31, 2018 : 11,276) Equity shares of face value INR 10 each held by Employee Welfare Trust	5.74	45.13
Total (B)	**95.32**	**100.71**
Investments at amortised cost		
Debt instruments (quoted)		
LIC Housing Finance Limited 7.085% NCD 23 Apr 2019 Nil (March 31, 2018 : 1000) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	102.45
Total (C)	-	**102.45**
Total Non Current investments [A+B+C]	**100.19**	**206.73**
Total Current Investments	2,472.65	4,399.97
Total Non-Current Investments	100.19	206.73
	2,572.84	4,606.70
Aggregate book value of unquoted investments	**100.19**	**104.28**
Aggregate book value of quoted investments	**2,472.65**	**4,502.42**
Aggregate market value of quoted investments	**2,472.65**	**4,502.42**
Aggregate amount of impairment in the value of investments	**4.67**	**4.67**

Notes to 7 (a) and 7 (b) above

(i) ICICI Prudential Liquid - Direct Plan - Growth is marked under lien by banks for bank overdraft amounting to INR 142.05 (March 31, 2018 NIL) and for guarantees INR Nil (March 31, 2018 INR 0.70) issued against various contracts.

(ii) Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. Refer note 30 for determination of their fair values.

(iii) The Company holds these investments, however the fair value is Nil.

(iv) In current year, Ciqual Limited has converted 27,876,274 loan notes of GBP 0.01 each into 2,815,787 ordinary shares of GBP 0.01 each

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(Amounts in INR Crores, unless otherwise stated)

7 (c) Loans

	Non-Current As at March 31, 2019	Non-Current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Inter Corporate Loans#				
with related parties (refer note 25)	-	-	2.42	2.20
Others	-		272.21	-
Security deposits	104.50	32.27	29.00	4.11
Less: Loss allowance for security deposits	(0.11)	(0.11)	-	-
	104.39	32.16	303.63	6.31

Break-up of security details

	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Secured, considered good	-	-	-	-
Unsecured, considered good	104.39	32.16	303.63	6.31
Security deposit which have significant increase in credit risk	0.11	0.11	-	-
Security deposit Credit Impaired	-	-	-	-
	104.50	32.27	303.63	6.31
Loss allowance	(0.11)	(0.11)	-	-
Total Loans	104.39	32.16	303.63	6.31

#The inter corporate loans include loans given to a subsidiary and two other parties after complying with the provisions of section 186 of the Companies act, 2013. The loans have been given in accordance with terms and conditions of the underlying agreements. The loan given to the one of the parties, is at the rate of 8% per annum, is repayable on demand, from the date of drawing of the loan, from the specified limit of amount extended as borrowing to the party. For other parties including the related party the amounts are repayable within twelve months. The loan to the related party and remaining other party carries a rate of interest of 11% per annum and 10% per annum for respective amounts.

7 (d) **Other financial assets**

		Non Current As at March 31, 2019	Non Current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Bank balances					
Deposits with original maturity for more than 12 months (Refer note 10(a)(b) & 10(a)(c))		2.99	8.07	98.48	130.01
Others					
Loan to employees		-	-	3.24	-
Other advances recoverable in cash		-	-	18.21	-
Accrued Interest on Debt Instruments measured at amortised cost		-	6.08	7.43	-
Interest accrued but not due on fixed deposits		0.32	0.49	3.69	4.70
Unbilled revenue		-	-	204.34	52.09
Less: Loss allowance for unbilled revenue		-	-	(17.80)	(7.35)
	A	3.31	14.64	317.59	179.45
Amount recoverable from Payment Gateway banks*					
Unsecured, considered good					
Amount recoverable from other parties		-	-	650.71	290.16
Amount recoverable from related parties (Refer note 25)				511.03	115.57
Unsecured, considered doubtful					
Amount recoverable from other parties		-	-	3.04	3.02
		-	-	1,164.78	408.75
Less :Loss allowance		-	-	(3.04)	(3.02)
	B	-	-	1,161.74	405.73
Unsecured, considered good					
Amount recoverable from related parties (Refer note 25)		25.09	22.53	116.25	81.49
Amount recoverable from other parties (Refer note 35)		108.41	206.47	297.25	440.69
Unsecured, considered doubtful					
Amount recoverable from related parties (Refer note 25)		-	-	3.39	3.39
		133.50	229.00	416.89	525.57
Less: Loss allowance for recoverable from related parties		-	-	(3.39)	(3.39)
	C	133.50	229.00	413.50	522.18
Total [A+B+C]		136.81	243.64	1,892.83	1,107.36

* The amount represent recoverable from payment gateway banks on account of credit card/debit card and net banking transactions related to third party merchants.

Break up of financial assets carried at amortised cost

	Non-current As at March 31, 2019	Non-current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Trade receivables (Note 8)	-	-	242.21	504.76
Cash and cash equivalents (Note 10(a))	-	-	235.22	261.99
Bank balances other than cash and cash equivalents (Note 10(b))	-	-	6.21	24.93
Security deposits (Note 7(c))	104.39	32.16	29.00	4.11
Inter corporate loans (Note 7(c))	-	-	274.63	2.20
Others (Note7(d))	136.81	243.64	1,892.83	1,107.36
Investments (Note 7(a) and 7(b))	-	102.45	99.06	746.99
	241.20	378.25	2,779.16	2,652.34

Break up of financial assets carried at fair value

	Non-current As at March 31, 2019	Non-current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Investments at fair value through OCI (Refer note 7(b))	4.87	3.57	-	-
Investments at fair value through Profit and loss (Refer note 7(a) &7(b))	95.32	100.71	2,373.59	3,652.98
	100.19	104.28	2,373.59	3,652.98

(Amounts in INR Crores, unless otherwise stated)

8. Trade receivables

	As at March 31, 2019	As at March 31, 2018
Trade Receivables	260.61	196.93
Receivables from related parties (Refer Notes (i) & (ii) below)	51.87	93.98
Receivables from other parties (Refer note 35)	1.80	273.23
Less: Loss allowance	(72.07)	(59.38)
	242.21	**504.76**
Current	242.21	504.76
Non-current	-	-

Break-up of security details	As at March 31, 2019	As at March 31, 2018
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	262.84	543.53
Trade receivable which have significant increase in credit risk	-	-
Trade receivable Credit Impaired	51.44	20.61
	314.28	**564.14**
Less: Loss allowance	(72.07)	(59.38)
Total Trade receivables	**242.21**	**504.76**

(i) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member, except as disclosed above.

(ii) For related party receivables, refer note 25

(iii) Trade receivables are non-interest bearing and carry a credit period of upto 90 days.

9. Other assets

		Non-current		Current	
		As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Capital advances					
Unsecured, considered good		2.27	1.02	-	-
Doubtful		0.08	0.08	-	-
		2.35	1.10	-	-
Less Provision for doubtful advances		(0.08)	(0.08)	-	-
	A	2.27	1.02	-	-
Advances other than capital advances					
Advances to vendors					
Unsecured, considered good		99.91	36.59	842.44	392.21
Doubtful		-	-	6.86	5.06
		99.91	36.59	849.30	397.27
Less Provision for doubtful advances		-	-	(6.86)	(5.06)
	B	99.91	36.59	842.44	392.21
Others					
Balances with government authorities :					
Goods and service tax input credit		-	-	366.68	36.84
Value Added Tax (VAT) credit receivable		-	-	0.19	0.19
Prepayments		38.86	16.09	63.50	50.61
Advances to related parties* (refer note 25)		-	-	112.02	165.88
Advances to other parties (refer note 35)		-	-	-	23.55
	C	38.86	16.09	542.39	277.07
Total (A+B+C)		**141.04**	**53.70**	**1,384.83**	**669.28**

*No advances are recoverable from directors or other officers of the Company either severally or jointly with any other person. Nor any advance are recoverable from firms or private companies respectively in which any director is a partner, a director or a member, except as disclosed above.

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10(a). Cash and cash equivalents

	As at March 31, 2019	As at March 31, 2018
Cash on hand	0.03	0.11
Balance with banks		
- On current accounts	235.19	261.12
- Deposits with original maturity for less than 3 months	-	0.76
	235.22	261.99

Notes :

(a) There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

(b) Fixed deposits included in note 7(d) and 10(b) are marked under lien by banks for guarantees amounting to INR 107.38 (March 31, 2018 : INR 241.93) issued against various contracts.

(c) Fixed deposits included in note 7(d), 10(a) and 10(b) with a carrying amount of INR 0.30 (March 31, 2018 : INR 62.11) are subject to first charge to secure the Company's Working Capital facility.

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	As at March 31, 2019	As at March 31, 2018
Cash on hand	0.03	0.11
Balance with banks		
- On current accounts	235.19	261.12
- Deposits with original maturity of less than 3 months	-	0.76
	235.22	261.99
Other bank balances		
Bank overdraft	(695.50)	(241.65)
Margin money deposit	-	-
Balance with other banks	-	-
	(695.50)	(241.65)
Cash and cash equivalents for the purpose of cash flow statement	(460.28)	20.34

10(b). Bank balances other than cash and cash equivalents

	As at March 31, 2019	As at March 31, 2018
Deposits with original maturity of more than 3 months but less than 12 months (Refer note 10(a)(b) & 10(a)(c))	6.21	24.93
	6.21	24.93

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11 (a). Share Capital

	Number of Shares	Amount
Authorised equity share capital		
As at April 01, 2017	56,100,000	56.10
Increase/ (decrease) during the year	-	-
As at March 31, 2018	**56,100,000**	**56.10**
Increase/ (decrease) during the year	48,006,600	48.01
As at March 31, 2019	**104,106,600**	104.11
Authorized preference share capital		
As at April 01, 2017	2,759,000	48.01
Increase/ (decrease) during the year	-	-
As at March 31, 2018	**2,759,000**	**48.01**
Increase/ (decrease) during the year*	(2,759,000)	(48.01)
As at March 31, 2019	-	-

*Converted into authorised equity share capital in the ratio 1: 17.4

Terms/ rights attached to equity shares

All the equity shares issued to investors and other shareholders shall rank pari passu and have a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held only.

Issued, subscribed and fully paid up shares	As at March 31, 2019	As at March 31, 2018
57,533,866 (March 31, 2018 : 55,325,271) equity shares of INR 10 each fully paid up	57.53	55.32
Total issued, subscribed and fully paid-up share capital	**57.53**	**55.32**

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity shares	March 31, 2019 Number	March 31, 2019 Amount	March 31, 2018 Number	March 31, 2018 Amount
Shares outstanding at the beginning of the year*	54,998,632	55.32	46,626,540	46.99
Shares issued during the year	2,094,650	2.05	8,127,633	8.09
Shares issued during the year - ESOP (Refer note 24)	162,847	0.16	244,459	0.24
Shares outstanding at the end of the year*	**57,256,129**	**57.53**	**54,998,632**	**55.32**

* Net of treasury shares 277,737 (March 31, 2018: 326,639) at nil cost through employee welfare trust (refer note 2.2(m))

b. Details of shareholders holding more than 5% shares in the Company

Name of shareholder	March 31, 2019 Number of Shares held	March 31, 2019 % holding	March 31, 2018 Number of Shares held	March 31, 2018 % holding
Alipay Singapore E-Commerce Private Limited	17,544,525	30.49%	17,544,525	31.71%
SVF India Holding (Cayman) Limited	11,326,223	19.69%	11,326,223	20.47%
Mr.Vijay Shekhar Sharma	9,051,624	15.73%	9,051,624	16.36%
SAIF III Mauritius Company Limited	7,491,061	13.02%	7,491,061	13.54%
Alibaba.com Singapore E-Commerce Private Limited	4,428,214	7.70%	4,428,214	8.00%
SAIF Partners India IV Limited	3,180,202	5.53%	3,054,370	5.52%

c. Shares reserved for issue under options

For details of shares reserved for issue under the employee stock options plan (ESOP) of the Company (refer note 24).

Share application money pending allotment amounting to INR Nil (March 31, 2018 : INR 0.05) represents amount received from employees for exercising the employee stock options.

d. Aggregate number of bonus shares issued, shares bought back and share issued for consideration other than cash during the period of five years immediately preceding the reporting date:

The Company has issued 333,035 shares for consideration other than cash during the year, no such shares issued in the previous five years. The Company has not issued bonus shares and has not bought back shares during the period of five years immediately preceding the reporting date.

e. Instruments entirely equity in nature

Consequent to framework agreement entered on November 30, 2017 between the Company, Little Internet Private Limited ('LI'), Shareholders of LI, Nearbuy India Private Limited ('NBI'), and Shareholders of NBI, the shareholders of NBI swapped their shares in NBI with shares in LI, resulting in their becoming 37% shareholders of LI and NBI becoming wholly owned subsidiary of LI. The Company through further restructuring of its existing investments in LI (5%) and Little Singapore Pte Limited ('LS') (27%), as well as through its obligation to issue further shares amounting to INR 173.63 to other shareholders of LI, became 63% shareholder in LI. The restructuring of existing investment in LI and LS, as discussed above, resulted in LS buying back 27% stake of the Company in LS for INR 77.40 and the Company further infusing INR 83.53 in LI. The buyback resulted in the Company recording gain of INR 44.11. Company's obligation to issue further shares amounting to INR 173.63 to other shareholders of LI was disclosed as "Instruments entirely equity in nature" under Equity in the previous year.
During the current year, the Company has allotted shares amounting to Rs. 172.59 Crores based on the share swap report. This has resulted in an adjustment of Rs. 1.04 Crores in the carrying value of investments in Little India Private Limited.

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11 (b). Other equity

	As at March 31, 2019	As at March 31, 2018
1. Reserve and Surplus		
Securities premium	13,822.69	11,324.23
Employee stock options outstanding account (ESOP Reserve)	198.46	127.70
Retained earnings	(8,040.40)	(4,101.84)
Total reserve and surplus (A)	**5,980.75**	**7,350.09**
(i) Securities premium		
Opening balance	11,324.23	4,883.28
Add: transferred from ESOP Reserve on exercise of stock options	18.69	12.40
Add: amount received during the year on issue of shares	2,187.41	6,435.46
Add: shares issued for consideration other than cash	294.75	-
Less: amount utilized towards share issue expenses	(2.39)	(6.91)
Balance at the end of the year	**13,822.69**	**11,324.23**
(ii) Employee stock options outstanding account (ESOP Reserve)		
Opening balance	127.70	65.94
Add: Share based payment expense (refer note 24)	86.06	72.47
Add : Share based payment for employees of group companies (refer note 24)	25.90	4.79
Less: amount transferred to securities premium on exercise of stock options	(18.69)	(12.40)
Less: reversal on forfeiture of stock options (refer note 24)	(3.44)	(3.10)
Less: adjustment on cancellation of unvested stock options (refer note 24)	(19.07)	-
Balance at the end of the year	**198.46**	**127.70**
(iii) Retained earnings		
Opening balance	(4,101.84)	(2,617.26)
Loss for the year	(3,959.64)	(1,490.47)
Less: remeasurement of post-employee benefit obligation	(1.43)	(0.76)
Add: transfer from employee stock options outstanding account (refer note 24)	3.44	3.10
Add: adjustment on cancellation of unvested ESOP (refer note 24)	19.07	-
Add : other adjustments	-	3.55
Balance at the end of the year	**(8,040.40)**	**(4,101.84)**
2. Share application money pending allotment		
Opening balance	0.05	0.22
Less: Exercise of share options	(0.05)	(0.22)
Receipt of share application money	-	0.05
Balance at the end of the year (B)	-	**0.05**
3. Other reserves- FVTOCI		
Opening balance	(3.54)	(3.54)
Net change in fair value of equity instruments at FVTOCI	1.29	-
Balance at the end of the year (C)	**(2.25)**	**(3.54)**
Total other equity (A+B+C)	**5,978.50**	**7,346.60**

Nature and purpose of reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(ii) Employee stock options outstanding account (ESOP Reserve)

Employee stock options outstanding account is used to recognise the grant date fair value of options issued to employees under the One 97 Employee Stock Option Plan.

(iii) FVTOCI Reserve

The Company has elected to recognise changes in the fair values of the certain investments in equity instruments in other comprehensive income. These changes are accumulated within the FVTOCI reserve within equity. The Company transfers amounts from this reserve to retained earning when relevant equity securities are derecognised.

12. Provisions

	Non-current		Current	
	As at		As at	
	March 31, 2019	March 31, 2018	March 31, 2019	As at March 31, 2018
Provision for employee benefits				
Provision for gratuity (refer note 26)	8.65	8.30	-	-
Provision for leave benefits*	-	-	37.63	28.73
	8.65	**8.30**	**37.63**	**28.73**

*The entire amount of the provision of INR 37.63 (March 31, 2018 INR 28.73) is presented as current, since the company does not have an unconditional right to defer settlement for any of these obligations. However based on past experience, the company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. The amount not expected to be settled within next twelve months is INR 28.05 (March 31, 2018 INR 21.15).

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13. Financial liabilities

(a) Borrowings	Non-current As at March 31, 2019	Non-current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Secured				
Loan repayable on demand- bank overdraft (refer note (i) below)	-	-	695.50	241.65
	-	-	**695.50**	**241.65**
Unsecured				
Deferred payment liabilities from Noida authority* (refer note (ii) below)	36.91	-	-	-
	36.91	-	-	-
Total borrowings	**36.91**	-	**695.50**	**241.65**
Less: Current maturities of deferred payment liablities (Refer note 13(c))	9.95	-	-	
Total borrowings (as per Balance Sheet)	26.96	-	695.50	241.65

Note:
(i) Bank Overdraft (borrowing in INR) are repayable on demand and carry interest at I-MCLR and "spread" per annum. As on the reporting date, I-MCLR is 8.75% (March 31, 2018: 8.15%) and spread is 1.2% (March 31, 2018: 1.45%). Bank overdraft are secured by way of hypothecation on the entire current assets, pledge on mutual funds and also backed by irrevocable and personal guarantee of Mr. Vijay Shekhar Sharma, Chairman and Managing Director.
(ii) Deferred payment liabilities to Noida Authority (in INR) is in respect of land acquired on finance lease, is repayable in eight equal half yearly installments, with first instalment starting from December 31, 2018 and carry interest at the rate of 11 percent per annum compounded half yearly. The lessor has a right to cancel the allotment in the event of default. (Refer Note 3)

*New Okhla Industrial Development Authority, Uttar Pradesh

Net debt reconciliation	March 31, 2019 Non current borrowings*	March 31, 2019 Current borrowings	March 31, 2018 Non current borrowings	March 31, 2018 Current borrowings
Opening net debt	-	241.65	-	90.27
Cash flows/ assets acquired	36.00	453.85	-	151.38
Interest expense	4.43	10.57	-	12.29
Interest paid	(3.52)	(10.57)	-	(12.29)
Closing net debt	**36.91**	**695.50**	-	**241.65**

*includes INR 9.95 Cr. classified as current maturities of deferred payment liablities under other financial liabilities

	As at March 31, 2019	As at March 31, 2018
(b) Trade payables		
Current		
Trade payables#	543.20	366.23
Trade payables to related parties (Refer note 25)	120.54	59.32
Trade payables to other parties (Refer note 35)	9.54	0.80
	673.28	**426.35**
#refer note 29 for MSMED disclosure		
(i) Total Outstanding dues of micro and small enterprises	11.24	0.88
(ii) Total Outstanding dues other than (i) above	662.04	425.47
	673.28	**426.35**
(c) Other financial liabilities		
Current		
Payable to merchants	270.03	111.92
Payable to merchants- related parties (Refer note 25)	244.69	2.89
Payable to merchants- Other parties (Refer note 35)	42.67	31.10
Current maturities of deferred payment liablities (including interest accrued and not due) (Refer note 13(a))	9.95	-
Payable on purchase of fixed assets	41.99	12.37
Payable on purchase of fixed assets- related parties (Refer note 25)	1.60	-
Employee benefits payable	57.17	61.46
Other amount received from customers	24.75	-
Other amount received from customers- related parties (Refer note 25)	0.15	-
Others	2.53	7.16
Others- related parties (Refer note 25)	3.10	-
Others- Other parties (Refer note 35)	0.55	0.94
	699.18	**227.84**

Terms and conditions of the above financial liabilities:
(i) Trade and other payables are non-interest bearing and carry credit period of upto 60 days.

Note: All financial liabilities are carried at amortized cost

14. Other current liabilities

	As at March 31, 2019	As at March 31, 2018
Advance from customers	- *	25.95
Advance from customers- related parties (Refer note 25)	-	0.14
Other payable	*	0.08
Statutory dues payable:		
Tax deducted at source payable	29.65	14.98
GST Payable	115.07	5.05
Tax collected at source payable	6.76	-
Provident fund payable	1.46	1.57
Other statutory dues	0.09	0.08
	153.03	**47.85**

* amount below rounding off norms adopted by the Company

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	March 31, 2019	March 31, 2018
15. Revenue from operations		
Revenue from contracts with customers		
Sale of services (refer notes below)	3,049.87	2,982.22
	3,049.87	**2,982.22**

i) Refer note 2.2d for change in accounting policies consequent to adoption of IND AS 115
ii) Refer note 34 for disaggregated details of revenue from operations.

	March 31, 2019	March 31, 2018
16. Other Income		
Fair value gain on investments measured at FVTPL (net)	101.32	166.03
Gain on sale of current investments measured at FVTPL (net)	114.86	-
Profit on sale of property, plant and equipment (net)	0.82	0.47
Liabilities / Provision no longer required written back	5.91	-
Exchange differences (net)	2.82	1.60
Miscellanous Income	0.65	1.77
Interest income		
-on bank deposits	11.42	10.27
-Interest on Income tax refund	4.19	2.60
-Interest on assets given on finance lease to related parties (Refer note 25)	-	1.59
-Interest on Inter corporate loans - measured at amortized cost	1.07	0.11
-Interest Income on unwinding of discount - measured at amortized cost	45.47	50.92
-Interest Income on debentures -measured at amortized cost	50.22	8.48
Other non operating income	2.99	3.32
	341.74	**247.16**

	March 31, 2019	March 31, 2018
17. Employee benefits expense		
Salaries, bonus and incentives	487.67	407.18
Contribution to provident and other funds	11.06	9.55
Share based payment expenses (refer Note 24)	85.95	72.03
Leave Encashment Expense	20.51	22.22
Gratuity expenses (refer Note 26)	6.01	4.65
Staff welfare expenses	16.58	13.03
	627.78	**528.66**

	March 31, 2019	March 31, 2018
18. Finance costs		
Interest		
- on borrowings at amortised cost	15.00	12.29
- Interest on late deposit on statutory dues	0.37	0.05
- on others	1.13	6.05
	16.50	**18.39**

	March 31, 2019	March 31, 2018
19. Depreciation and amortization expense		
Depreciation/ amortisation of property, plant and equipment	69.20	63.10
Amortisation of intangible assets	6.61	5.82
	75.81	**68.92**

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	March 31, 2019	March 31, 2018
20. Other expenses		
Payment gateway expenses	2,241.56	1,199.51
Connectivity and content fees	277.62	147.08
Customer and merchant onboarding expenses	43.68	73.01
Contest expenses	12.20	14.25
Communication costs	29.97	27.29
Legal and professional fees	90.95	54.71
Marketing and business promotion expenses	2,805.01	1,891.80
Advertisement expenses	561.54	293.52
Subcontract expenses	271.20	211.59
Corporate Social Responsibility (CSR) expenditure (Refer Note 39)	1.59	2.28
Fixed assets written off	0.06	0.11
Insurance	8.15	6.41
Logistic, packing & collection cost	-	0.29
Bank Charges	3.52	9.35
Payment to auditors (Refer details below)	1.23	1.94
Postage and Courier	3.54	2.36
Power and fuel	9.38	7.07
Printing and stationery	1.48	1.77
Trade receivables / advance written off	*	1.39
Less: utilisation from provision for impairment of trade receivables/advances	-	(1.06)
Provision for doubtful advances and unbilled receivables	12.27	2.87
Provision for impairment of trade receivables	12.69	30.36
Repair and maintance - Buildings	14.24	11.60
Repair and maintance - Others	17.95	3.08
Repair and maintance - Plant and machinery	39.52	15.37
Rates and taxes	5.36	4.71
Rent (Refer Note 28)	17.89	11.74
Service tax expense	7.88	24.03
Travelling and conveyance	34.27	29.76
Miscellaneous expenses	9.96	3.92
	6,534.71	**4,082.11**

Payment to Auditors		
As auditors		
-Audit fee	0.40	1.10
-Tax audit fee	0.02	0.05
-Limited Review (Including fee paid to previous auditors in the current year)	0.70	0.60
In other capacity		
-Other Services (Certification fees)	0.06	0.11
-Reimbursement of expenses (Including fee paid to previous auditors in the current year)	0.05	0.08
	1.23	**1.94**

* Amount below rounding off norms adopted by the Company

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(Amounts in INR Crores, unless otherwise stated)

21. Exceptional items

	March 31, 2019	March 31, 2018
Gain on sale of gaming business (refer note 32)	42.20	-
Gain on sale of wallet business (refer note 32)	-	62.99
Provision for impairment of investments in associates and subsidiaries	(133.22)	(65.29)
	(91.02)	(2.30)

a) On April 9, 2018, shareholders of the Company approved the transfer of online gaming business on a going concern basis by way of slump sale, to Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited). Gamepind Entertainment Private Limited, is an Indian joint venture company with 55% shares held by Paytm Entertainment Limited (wholly owned subsidiary of the Company) and 45% shares held by AGTech Media Holdings Limited. The Company has transferred its online gaming business on June 1, 2018 to Gamepind Entertainment Private Limited on a going concern basis for a consideration of INR 33.91. The net liabilities of the business transferred were INR 8.29. The Company has recognised a gain of INR 42.20 which has been disclosed as exceptional gain in the Standalone Statement of Profit and Loss for the year ended March 31, 2019.

b) The Company basis its assessment of future business projections of its subsidiaries i.e. Orbgen Technologies Private Limited and Little Internet Private Limited has recognized provision for impairment in the carrying value of its investments of INR 75.11 and INR 51 respectively which has been shown as exceptional item in the Standalone Statement of Profit and Loss for the year ended March 31, 2019. The impairment loss for Orbgen Technologies Private Limited and Little Internet Private Limited was based on the equity value calculated based on cash flow projections with the business plan used for impairment testing using discounted cash flow method. The management has computed equity value of Orbgen Technologies Private Limited and Little Internet Private Limited based on discount rate of 15% and terminal growth rate used in extrapolating cash flows beyond the planning period of 2 and 3.5 times of revenue, respectively, of the terminal year.

c) The Company basis its assessment of future business projections of one of its associates i.e. Loginext Solutions Private Limited has recognized provision of INR 4.55 for impairment in the carrying value of its investment which has been shown as exceptional item in the statement of Profit and loss for the year ended March 31, 2019.

d) During the year ended March 31, 2019, the investments in compulsory convertible debentures (CCDs) in QorQL Private limited (QorQL) were converted into equity shares. Such conversion resulted in QorQL becoming a wholly owned subsidiary of the Company. On conversion, the Company, basis its assessment of operations of QorQL and its future business projections, recognised provision of INR 2.00 towards impairment in the carrying value of its investment. During the year ended March 31, 2019, the Company has further invested INR 0.56 in QorQl, which has been fully impaired.

e) The Company basis its assessment of future business projections of one of its associates i.e. Socomo Technologies Private Limited had recognized provision of INR 65.29 for impairment in the carrying value of its investment which has been shown as exceptional item in the Standalone Statement of Profit and loss for the year ended March 31, 2018.

f) During the previous year, Company transferred its Wallet business on a going concern basis, by way of slump sale, to Paytm Payments Bank Limited. Total sale consideration of INR 65, the fair value of which is INR 63.10 (discounted at 9.75%) and net assets transferred is INR 0.11 resulting a total gain of INR 62.99.

22. Earnings per shares (EPS)

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.
Diluted EPS amounts are calculated by dividing the profit/ (loss) attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	March 31, 2019	March 31, 2018
Loss attributable to equity holders:		
Continuing operations	(3,954.33)	(1,469.99)
Discontinued operation	(5.31)	(20.48)
Loss attributable to equity holders for basic earnings	**(3,959.64)**	**(1,490.47)**
Weighted average number of equity shares for basic EPS	56,087,996	50,381,366
Earnings per share for continuing operations		
Basic and Diluted earnings per equity share (INR per Share)*	(705.02)	(291.77)
Earnings per share for discontinued operations		
Basic and Diluted earnings per equity share (INR per Share)*	(0.95)	(4.06)
Earnings per share for continuing and discontinued operations		
Basic and Diluted earnings per equity share (INR per Share)*	(705.97)	(295.83)

* In view of losses during the current year and previous year, the options which are anti-dilutive have been ignored in the calculation of diluted earnings per share. Accordingly, there is no variation between basic and diluted earnings per share.

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23. Significant accounting judgements, estimates and assumptions

The preparation of the Company's Standalone Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Deferred taxes

Deferred tax assets can be recognised for deductible temporary differences (including unused tax losses) only to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. As the Company is yet to generate operating profits, Management has assessed that as at March 31, 2019 it is not probable that such deferred tax assets can be realised in excess of available taxable temporary differences. Management re-assesses unrecognised deferred tax assets at each reporting date and recognises to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. For details about deferred tax assets, refer note 27.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in India. The mortality rate is based on publicly available mortality tables for India. The mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. For further details about gratuity obligations, refer note 26.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the standalone balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model, Price of Recent Investment (PORI) method and Comparable Company Multiples (CCM) method. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. For further details about Fair value measurement, refer note 30.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit risk associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 31 details how the Company determines whether there has been a significant increase in credit risk.

Impairment reviews

Investments in subsidiaries and associates are tested for impairment at-least on an annual basis and when events that occur / changes in circumstances - indicate that the recoverable amount is less than its carrying value. In calculating the value in use, the Company is required to make judgements, estimates and assumptions inter-alia concerning the growth in EBITDA, long-term growth rates; discount rates to reflect the risks involved. For details about impairment reviews, refer note 21.

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24. Employee share based payments

During the year ended March 31, 2009, the Company introduced One 97 Employee Stock Option Plan – I for the benefit of employees as approved by the Board of Directors in the meeting held on September 08, 2008 and by the members in the Extra Ordinary General Meeting held on October 22, 2008 for a total of 951,355 options. The Company has appropriated 795,056 options of INR10 each to be granted to eligible employees which were granted on December 31, 2008. These options were granted to all eligible, permanent employees who were on rolls of Company as at December 31, 2008 and to be settled in equity. These options have a vesting period of 4 years and were vested at one year interval in the following proportion:

Date of vesting	% of total options vesting
December 31, 2009	10%
December 31, 2010	20%
December 31, 2011	30%
December 31, 2012	40%

Out of 795,056 options granted, exercise price of 233,602 options granted to employees who joined the Company till March 31, 2007 is INR10 per option and for 561,454 options granted to employees joining between April 01, 2007 and December 31, 2008 the exercise price is Rs 49 per option.

On September 03, 2010, the Company has appropriated 252,101 options of INR 10 each to be granted to eligible employees (including grant of 30,000 options to independent non-executive directors) at an exercise price of INR 180 each. Options granted to independent non-executive directors were approved in Extra-Ordinary General meeting of members held on November 22, 2010. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
September 03, 2011	10%
September 03, 2012	20%
September 03, 2013	30%
September 03, 2014	40%

On September 01, 2011, the Company increased the ESOP pool by adding 107,407 options taking total ESOP pool to 1,058,762 as approved by the Board of Directors in the meeting held on August 02, 2011 and by the members in the Extra Ordinary General Meeting held on August 19, 2011.

On January 30, 2012, the Company has appropriated 4,330 options of INR 10 each to be granted to one eligible employee at an exercise price of INR 232 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
January 30, 2012	10%
January 30, 2013	20%
January 30, 2014	30%
January 30, 2015	40%

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On December 29, 2012, the Company has appropriated 196,163 options of INR 10 each to be granted to eligible employee at an exercise price of INR 180 each as approved by the Board of Directors in the meeting held on November 29, 2012 and by the members in the Extra Ordinary General Meeting held on December 29, 2012.
These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
December 29, 2012	10%
December 29, 2013	20%
December 29, 2014	30%
December 29, 2015	40%

On August 01, 2013, the Company has appropriated 166,668 options of INR 10 each to be granted to eligible employees at an exercise price of INR 180 each as approved by the Board of Directors in the meeting held on January 31, 2014. 30% of these options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
August 1, 2014	10%
August 1, 2015	20%
August 1, 2016	30%
August 1, 2017	40%

Remaining 70% of the options will be vested upon achievement of certain performance targets.

On March 31, 2014, the Company increased the ESOP pool by adding 260,000 options taking total ESOP pool to 1,318,762 as approved by the Board of Directors in the meeting held on January 31, 2014 and by the members in the Extra Ordinary General Meeting held on August 31, 2014.

On April 01, 2014 the Company has appropriated 313,446 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each as ratified by the Board of Directors in the meeting held on June 10, 2015.

Date of vesting	% of total options vesting
April 1, 2015	10%
April 1,2016	20%
April 1,2017	30%
April 1,2018	40%

On April 01, 2015, the Company has appropriated 491,722 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2016	10%
April 1,2017	20%
April 1,2018	30%
April 1,2019	40%

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On September 30, 2015, the Company increased the ESOP pool by adding 604,858 options taking total ESOP pool to 1,923,620 as approved by the Board of Directors in the meeting held on July 24, 2015 and by the members in the Annual General Meeting held on September 30, 2015.

On October 01, 2015 the Company has appropriated 104,864 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2016	10%
October 1,2017	20%
October 1,2018	30%
October 1,2019	40%

On April 01, 2016 the Company has appropriated 395,325 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2017	10%
April 1,2018	20%
April 1,2019	30%
April 1,2020	40%

On October 01, 2016 the Company has appropriated 97,031 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2017	10%
October 1,2018	20%
October 1,2019	30%
October 1,2020	40%

On April 01, 2017 the Company has appropriated 361,128 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2018	10%
April 1,2019	20%
April 1,2020	30%
April 1,2021	40%

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On October 01, 2017 the Company has appropriated 29,044 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2018	10%
October 1,2019	20%
October 1,2020	30%
October 1,2021	40%

On April 01, 2018 the Company has appropriated 243,899 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2019	10%
April 1,2020	20%
April 1,2021	30%
April 1,2022	40%

On July 01, 2018 the Company has appropriated 45,649 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
July 1,2019	10%
July 1,2020	20%
July 1,2021	30%
July 1,2022	40%

Certain options will be vested upon achievement of operational performance targets as determined by the Board of Directors.

On October 01, 2018 the Company has appropriated 34,409 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2019	10%
October 1,2020	20%
October 1,2021	30%
October 1,2022	40%

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On January 01, 2019 the Company has appropriated 47,958 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
January 1,2020	10%
January 1,2021	20%
January 1,2022	30%
January 1,2023	40%

Certain options will be vested upon achievement of operational performance targets as determined by the Board of Directors.

All the above options issued by the Company are Equity Settled and the vested employee stock options expire in 5 years from the date of vesting.

On March 22, 2019, the Company's shareholders in an extra ordinary general meeting authorized the Chief Executive Office/Managing Director of the Company to approve the cancellation/modification of unvested employee stock options with the prior consent of the employees. Pursuant to this, the Company has cancelled 95,561 outstanding unvested employee stock options, with prior consent of the employees. This cancellation has resulted into an accelerated share based payment expense of INR 6.16 in the Standalone Statement of Profit and Loss.

The total options outstanding as at March 31, 2019 are 960,743 (March 31, 2018: 988,521) out of which 15,141 (March 31, 2018: 19,785) options have an exercise price of INR 10 each, 2,868 (March 31, 2018: 5,016) options have an exercise price of INR 49 each, 127,544 (March 31, 2018: 137,813) options have an exercise price of INR 180 each and 815,190 (March 31, 2018: 825,907) options have an exercise price of INR 90 each.

Grant Date	**Number of Options outstanding**	**Number of Options outstanding**	**Exercise Price**
	March 31, 2019	**March 31, 2018**	
December 31, 2008	15,141	19,785	10
December 31, 2008	2,868	5,016	49
September 03, 2010	250	250	180
December 29, 2012	127,294	137,563	180
April 01, 2014	9,420	70,863	90
April 01, 2015	38,148	153,457	90
October 01, 2015	24,362	33,238	90
April 01, 2016	123,260	165,182	90
October 01, 2016	66,473	85,932	90
April 01, 2017	203,226	293,191	90
October 01, 2017	20,552	24,044	90
April 01, 2018	212,596	-	90
July 01, 2018	45,649	-	90
October 01, 2018	23,546	-	90
January 01, 2019	47,958	-	90
	960,743	**988,521**	

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Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year:

Particulars	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
		INR		INR
	March 31, 2019		**March 31, 2018**	
Outstanding at the beginning of the year	988,521	100.74	1,139,075	96.31
Options granted during the year	371,915	90.00	390,172	90.00
Options exercised during the year**	(157,960)	93.25	(226,034)	77.18
Options forfeited during the year	(146,172)	89.66	(314,692)	88.37
Options cancelled during the year	(95,561)	90.00	-	-
Options expired during the year	-	-	-	-
Options outstanding at the end of the year	960,743	100.56	988,521	100.74
Vested options outstanding at the end of the year (exercisable)	362,016	118.04	385,779	117.51

** The weighted average share price at the date of exercise of options exercised during the year ended March 31, 2019 was INR 6,513.33 per share (March 31, 2018: INR 4,959.04 per share).

The weighted average remaining contractual life for the share options outstanding as at March 31, 2019 was 5.71 years (March 31, 2018: 5.87 years).

The weighted average fair value of options granted during the year was INR 6,181.35 per option (March 31, 2018 was INR 4,894.71 per option).

The expense recognised for employee services received during the year is shown in the following table:

	March 31,2019	March 31,2018
Expense arising from equity-settled share-based payment transactions (refer note 17)*	86.06	72.47
Investment (ESOP issued to employees of subsidiary companies)	25.90	4.79
Total expense arising from share-based payment transactions	111.96	77.26

*Including expenses of discontinued operations for the year ended March 31, 2019: INR 0.11 (March 31, 2018: INR 0.44)

The weighted average fair value of options granted under the One 97 ESOP Scheme during the year ended on March 31, 2019 (computed using Black-Scholes model) was INR 6,015.60 per option for grant date April 1, 2018, INR 6,017.90 per option for grant date July 1, 2018, INR 6,762.90 per option for grant date October 1, 2018 and INR 6,762.60 per option for grant date January 1, 2019. The estimation of fair value on date of grant was made using the Black-Scholes model with the following assumptions:

(Amounts in INR Crores, unless otherwise stated)

Grant Date:- April 1, 2018

Share price	INR 6,076 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.20-7.40%
Annualized Volatility	59.00-64.00%

Grant Date:- July 1, 2018

Share price	INR 6,076 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.82-8.10%
Annualized Volatility	59.00-62.00%

Grant Date:- October 1, 2018

Share price	INR 6,821 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.94-8.03%
Annualized Volatility	58.00-74.00%

Grant Date:- January 1, 2019

Share price	INR 6,823 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.10-7.40%
Annualized Volatility	51.00-52.00%

The weighted average fair value of options granted under the One 97 ESOP Scheme during the year ended on March 31, 2018 (computed using Black-Scholes model) was INR 4,894.71 per option for grant date April 1, 2017 and October 1, 2017. The estimation of fair value on date of grant was made using the Black-Scholes model with the following assumptions:

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Grant Date:- April 1, 2017

Share price	INR 4,959.04 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	6.63%
Annualized Volatility	56.46%

Grant Date:- October 1, 2017

Share price	INR 4,959.04 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	6.48%
Annualized Volatility	54.87%

Notes:

1. Weighted average share price is based on the value of Equity Shares arrived at by using Backsolve method and share prices based on secondary transactions, where available.
2. Dividend yield is considered zero, as no dividend payout is expected in the foreseeable future.
3. Risk free return is based on the yield to maturity of Indian treasury securities, with a maturity corresponding to the expected term of ESOP.
4. Annualized volatility is based on the median weekly volatility of selected comparables companies for a time period commensurate with the expected term.

(This space is intentionally left blank)

(Amounts in INR crores, unless otherwise stated)

25. Related party transactions

A. Entities over which company exercise control

Name	Country of Incorporation
Indian Subsidiaries	
One97 Communications India Limited	India
Paytm Financial Services Limited	India
Paytm Entertainment Limited (w.e.f. July 25, 2017)	India
Paytm Money Limited (w.e.f. September 20, 2017)	India
Wasteland Entertainment Private Limited (w.e.f. July 6, 2017)	India
Mobiquest Mobile Technologies Private Limited (w.e.f. August 10, 2017)	India
Urja Money Private Limited (w.e.f. October 16, 2017)	India
Little Internet Private Limited (w.e.f. December 6, 2017)	India
QoRQL Private Limited (w.e.f June 01, 2018)	India
Orbgen Technologies Private Limited (w.e.f June 01, 2018)	India
Balance Technology Private Limited (w.e.f July 31, 2018)	India
Cube26 Software Private Limited (w.e.f November 1, 2018)	India
Foreign Subsidiaries	
One97 Communications Nigeria Limited	Nigeria
One97 Communications FZ-LLC	Dubai
One97 Communications Singapore Private Limited	Singapore
One97 USA Inc.	USA
Subsidiaries of Subsidiaries	
One97 Communications Rwanda Private Limited	Rwanda
One97 Communications Tanzania Private Limited	Tanzania
One97 Communications Bangladesh Private Limited	Bangladesh
One97 Uganda Limited	Uganda
One97 Ivory Coast SA	Ivory Coast
One97 Benin SA	Benin
Paytm Labs Inc.	Canada
One97 Communications Malaysia Sdn. Bdn	Malaysia
Nearbuy India Private Limited (w.e.f. December 6, 2017)	India
Xceed IT Solution Private Limited (w.e.f. August 10, 2017)	India
One Nine Seven Nepal Private Limited (w.e.f. November 20, 2018)	Nepal
Controlled Trust	
One97 Employee welfare Trust*	India

* Consolidated in these standalone financial statements of the Company.

B. Joint Venture of Paytm Entertainment Limited

Name	Country of Incorporation
Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited)	India

C. Entities over which company exercise significant influence

Name	Country of Incorporation
Loginext Solutions Private Limited	India
Socomo Technologies Private Limited	India
Little Internet Singapore Pte. Limited (till November 30, 2017)	Singapore
QoRQL Private Limited (till May 31,2018)	India
Indi Yuva Limited (till November 30, 2017)	Mauritius
Paytm Payments Bank Limited (w.e.f from May 23, 2017)	India
Mobiquest Mobile Technologies Private Limited (till August 09, 2017)	India
Little Internet Private Limited (till December 05, 2017)	India
Paytm General Insurance Limited (w.e.f February 21, 2018)	India
Paytm Life Insurance Limited (w.e.f February 21, 2018)	India

D. Key Management Personnel

Vijay Shekhar Sharma	Chairman and Managing Director
Madhur Deora	Chief Financial Officer (from June 10, 2017)
Amit Sinha	Chief Financial Officer (from April 01, 2017 to June 10, 2017)

E. Entities having significant influence over the Company

SAIF III Mauritius Company Limited
SAIF Partners India V Limited
SAIF Partners India IV Limited
SAIF India V FII Holdings Limited
Alipay Singapore E-Commerce Private Limited
Alibaba.com Singapore E-Commerce Private Limited
Alipay Labs (Singapore) Pte Limited
SVF India Holdings (Cayman) Limited

F. Relatives of Individuals owning interest in the voting power of the Company that gives the control or significant influence

Ajay Shekhar Sharma — Brother of Mr. Vijay Shekhar Sharma

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Details of transactions with related parties during the year ended March 31, 2019 and March 31, 2018:-

Particulars	March 31, 2019	March 31, 2018
Rendering of services to related parties		
One97 Communications Nigeria Ltd	0.14	0.45
One97 Communications FZ-LLC	0.20	0.34
Mobiquest Mobile Technologies Private Limited	6.16	4.87
Paytm Payments Bank Limited	927.75	490.86
Wasteland Entertainment Private Limited	1.10	0.83
Nearbuy India Private Limited	2.64	0.64
Socomo Technologies Private Limited	0.02	0.15
Little Internet Private Limited	0.90	2.50
Orbgen Technologies Private Limited	0.64	-
Paytm Labs Inc.	0.12	0.33
One97 Communications Tanzania Private Limited	0.14	0.21
One97 Uganda Limited	0.02	0.33
One97 Benin SA	0.02	0.01
Paytm Money Limited	0.74	-
Gamepind Entertainment Private Limited	1.41	-
One97 Communications Bangladesh Private Limited	-	0.08
One Nine Seven Nepal Private Limited	0.05	-
	935.55	**501.60**
Reimbursement of expenses incurred on behalf of related parties		
Paytm Payments Bank Limited	146.59	117.75
Mobiquest Mobile Technologies Private Limited	0.15	0.26
Paytm Money Limited	1.51	0.39
Gamepind Entertainment Private Limited	2.26	-
Paytm Labs Inc.	13.94	16.70
One97 Communications Malaysia Sdn. Bdn	8.58	-
	173.03	**135.10**
Assets given on Finance Lease to related parties		
Paytm Payments Bank Limited	-	23.24
	-	**23.24**
Repayment for assets given on finance lease to related parties		
Paytm Payments Bank Limited	-	21.66
	-	**21.66**
Interest income earned from related parties		
Paytm Payments Bank Limited	3.86	5.78
Urja Money Private Limited	0.24	0.11
	4.10	**5.89**
Gain on sale of business		
Gamepind Entertainment Private Limited	42.20	-
Paytm Payments Bank Limited	-	62.99
	42.20	**62.99**
Purchase of property, plant & equipment from related parties		
Paytm Labs Inc.	-	0.05
QoRQL Private Limited	0.17	-
Balance Technology Private Limited	0.01	-
	0.18	**0.05**
Sale of property, plant & equipment to related parties		
Paytm Money Limited	0.15	-
	0.15	-
Services received from related parties		
-Payment gateway expenses		
Paytm Payments Bank Limited	918.30	369.08
	918.30	**369.08**
-Legal and professional fees		
Paytm Labs Inc.	63.42	31.22
	63.42	**31.22**
-General expenses		
Paytm Payments Bank Limited	7.11	3.98
Alipay Labs (Singapore) Pte Limited	51.03	24.11
Orbgen Technologies Private Limited	5.46	-
One97 USA Inc.	-	1.32
	63.60	**29.41**

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Issue of equity shares		
SVF India Holdings (Cayman) Limited	-	8.09
SAIF Partners India IV Limited	0.13	-
	0.13	**8.09**
Security premium received		
SVF India Holdings (Cayman) Limited	-	6,433.81
SAIF Partners India IV Limited	99.94	-
	99.94	**6,433.81**
Investment in subsidiaries		
One97 Communications India Limited	43.00	17.90
Paytm Entertainment Limited	61.00	0.01
Wasteland Entertainment Private Limited	84.68	35.00
Mobiquest Mobile Technologies Private Limited	-	10.21
Paytm Money Limited	68.87	10.00
Balance Technology Private Limited	1.60	-
Urja Money Private Limited	8.00	6.00
Orbgen Technologies Private Limited	126.53	-
Paytm Financial Services Limited	-	2.00
Little Internet Private Limited (refer note 11(a)(e))	(1.04)	272.31
Cube26 Software Private Limited	0.74	-
QoRQL Private Limited	0.56	-
	393.94	**353.43**
Inter corporate loan given		
Urja Money Private Limited	0.22	2.20
	0.22	**2.20**
Stock Options granted to employees of Group Companies		
One97 Communications Singapore Private Limited	14.21	4.75
Paytm Entertainment Limited	2.82	-
Orbgen Technologies Private Limited	7.39	-
Paytm Money Limited	1.48	-
	25.90	**4.75**
Gain on sale of investment in associates		
Little Internet Singapore Pte. Limited	-	7.27
Indi Yuva Limited	-	0.78
	-	**8.05**
Sale of Investment in Associates		
Little Internet Singapore Pte. Limited	-	33.29
Indi Yuva Limited	-	0.08
	-	**33.37**
Investment in associates		
Paytm Payments Bank Limited	-	71.00
Paytm General Insurance Limited	0.05	-
Paytm Life Insurance Limited	0.05	-
	0.10	**71.00**
Advances given during the year		
Wasteland Entertainment Private Limited	-	6.22
Paytm Labs Inc.	-	46.28
	-	**52.50**

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Details of balances outstanding with related parties as at March 31, 2019 and March 31, 2018:-

Particulars	March 31, 2019	March 31, 2018
Other financial assets (Other receivable for expenditure incurred)		
One97 Benin SA	0.46	0.45
One97 Communications FZ-LLC	0.02	0.18
One97 Communications Nigeria Limited	1.11	1.26
One97 Communications Rwanda Private Limited	-	0.56
One97 Communications Tanzania Private Limited	-	0.12
One97 Ivory Coast SA	0.20	0.34
One97 Uganda Limited	0.01	1.48
One97 Communications Bangladesh Private Limited	1.86	1.75
Paytm Labs Inc.	71.21	16.98
Paytm Money Limited	0.88	0.57
Gamepind Entertainment Private Limited	1.22	-
Mobiquest Mobile Technologies Private Limited	0.44	0.28
Alibaba.com Singapore E-Commerce Private Limited	0.08	0.08
Paytm Payments Bank Limited	16.71	6.97
One97 Communications India Limited	0.25	0.26
One Nine Seven Nepal Private Limited	0.05	-
One97 Communications Malaysia Sdn. Bdn	8.55	-
	103.05	**31.28**
Loss allowance for other receivable for expenditure incurred		
One97 Communications Nigeria Limited	0.55	0.55
One97 Communications Rwanda Private Limited	0.46	0.46
One97 Communications Bangladesh Private Limited	0.63	0.63
One97 Ivory Coast SA	0.33	0.33
One97 Benin SA	0.45	0.45
One97 Uganda Limited	0.76	0.76
Paytm Labs Inc.	0.21	0.21
	3.39	**3.39**
Amount receivable for sale of business (Other financial assets)		
Paytm Payments Bank Limited	40.98	54.29
	40.98	**54.29**
Other current asset		
Paytm Payments Bank Limited	105.98	-
Wasteland Entertainment Private Limited	5.86	6.22
Little Internet Private Limited	0.18	0.02
Paytm Labs Inc.	-	34.20
Paytm Payments Bank Limited	-	125.44
	112.02	**165.88**
Inter corporate loan receivable		
Urja Money Private Limited	2.42	2.20
	2.42	**2.20**
Amount receivable from payment gateway		
Paytm Payments Bank Limited	511.03	115.57
	511.03	**115.57**
Trade receivables		
One97 Communications Nigeria Limited	15.99	16.35
One97 Benin SA	0.01	-
One97 Communications Bangladesh Private Limited	0.07	-
One97 Uganda Limited	0.04	-
Mobiquest Mobile Technologies Private Limited	6.04	2.17
Paytm Money Limited	0.34	-
Nearbuy India Private Limited	-	0.08
Paytm Labs Inc.	12.06	-
Paytm Payments Bank Limited	16.14	75.38
Wasteland Entertainment Private Limited	1.18	-
	51.87	**93.98**
Loss allowance for Trade receivables		
One97 Communications Nigeria Limited	6.00	6.70
	6.00	**6.70**
Other financial assets		
One97 Communications Nigeria Limited	-	0.26
One97 Communications Bangladesh Private Limited	-	0.08
One97 Benin SA	-	0.01
One97 Communications FZ-LLC	-	16.38
One97 Communications Tanzania Private Limited	-	0.11
One97 Uganda Limited	-	0.04
One97 Communications Rwanda Private Limited	-	0.01
Paytm Payments Bank Limited	0.13	4.95
Orbgen Technologies Private Limited	0.11	-
Mobiquest Mobile Technologies Private Limited	0.46	-
	0.70	**21.84**

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Particulars	March 31, 2019	March 31, 2018
Trade payables (including accrued expenses)		
One97 Communications Singapore Private Limited	-	0.03
One97 USA Inc.	-	2.53
Paytm Labs Inc.	45.42	-
Alipay Labs (Singapore) Pte Limited	40.88	11.47
Paytm Payments Bank Limited	16.73	45.26
Orbgen Technologies Private Limited	7.79	-
Wasteland Entertainment Private Limited	9.46	0.03
Paytm Money Limited	0.26	-
	120.54	**59.32**
Other financial liability		
-Payable to merchants		
Socomo Technologies Private Limited	0.02	0.02
Little Internet Private Limited	0.12	0.18
Paytm Payments Bank Limited	241.29	2.48
Nearbuy India Private Limited	1.93	0.21
Orbgen Technologies Private Limited	1.24	-
Gamepind Entertainment Private Limited	0.09	-
	244.69	**2.89**
-Payable on purchase of fixed assets		
Orbgen Technologies Private Limited	1.42	
QoRQL Private Limited	0.17	-
Balance Technology Private Limited	0.01	-
	1.60	**-**
-Others		
One97 Communications Tanzania Private Limited	0.53	-
One97 Uganda Limited	0.05	-
One97 USA Inc.	2.52	-
	3.10	**-**
Balances with banks on current account		
Paytm Payments Bank Limited	*	1.16
	*	**1.16**
Other amount received from customers (Other financial liabilities)		
Socomo Technologies Private Limited	0.02	-
Wasteland Entertainment Private Limited	0.02	-
Little Internet Private Limited	0.11	-
	0.15	**-**
Advance received from customers (Other current liabilities)		
Socomo Technologies Private Limited	-	0.02
Wasteland Entertainment Private Limited	-	0.01
Little Internet Private Limited	-	0.11
	-	**0.14**
Contract Liabilities		
Orbgen Technologies Private Limited	0.02	-
	0.02	**-**
Investments		
For details of investments in subsidiaries and associates refer notes 5 and 6		

* Amount below rounding off norms adopted by the Company

Remuneration to KMP & Relatives of Individuals owning interest in the voting power of the Company that gives the control or significant influence

Particulars	March 31, 2019	March 31, 2018
Salaries, bonus and incentives	6.08	5.83
ESOP Expenses	9.37	12.40
Total compensation paid	**15.45**	**18.23**

No remuneration is paid to any other director of the Company.

Terms and conditions of transactions with related parties

(i) The services provided and received from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

(ii) The remuneration to the key managerial personnel ('KMP') does not include the provisions made for gratuity, leave benefits as they are determined on an actuarial basis for the Company as a whole.

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26. Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised fund/insurer in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. Disclosures given below are as per actuarial valuation report of independent Actuary.

The following tables summarize the components of net benefit expenses recognized in the Standalone Statement of Profit and Loss and the funded status and amount recognized in the Standalone Balance Sheet.

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2019:

		Defined benefit obligation	**Fair value of plan assets ***	**Benefit liability (Net)**
	As at April 01, 2018	(15.09)	6.79	(8.30)
Gratuity cost charged to profit or loss	Current Service cost	(5.36)	-	-
	Net interest (expense)/ income	(1.18)	-	-
	Return on plan assets (excluding amounts included in net interest expense)	-	0.53	-
	Sub-total included in profit or loss	**(6.54)**	**0.53**	**(6.01)**
Remeasurement gains/ (losses) in other comprehensive income	Actuarial changes arising from changes in demographic assumptions	-	-	-
	Actuarial changes arising from changes in financial assumptions	(0.10)	-	-
	Experience adjustments	(1.43)	0.10	-
	Sub-total included in OCI	**(1.53)**	**0.10**	**(1.43)**
	Net liability transferred on transfer of employees	2.39	-	2.39
	Benefits paid	1.04	(0.87)	0.17
	Contributions by employer	-	4.53	4.53
	As at March 31, 2019	**(19.73)**	**11.08**	**(8.65)**

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2018:

		Defined benefit obligation	**Fair value of plan assets ***	**Benefit liability (Net)**
	As at April 01, 2017	(9.98)	4.35	(5.63)
Gratuity cost charged to profit or loss	Current Service cost	(4.23)	-	-
	Net interest (expense)/ income	(0.75)	-	-
	Return on plan assets (excluding amounts included in net interest expense)	-	0.33	-
	Sub-total included in profit or loss	**(4.98)**	**0.33**	**(4.65)**
Remeasurement gains/(losses) in other comprehensive income	Actuarial changes arising from changes in demographic assumptions	-	-	-
	Actuarial changes arising from changes in financial assumptions	0.15	-	-
	Experience adjustments	(1.04)	0.13	-
	Sub-total included in OCI	**(0.89)**	**0.13**	**(0.76)**
	Net liability transferred on transfer of employees	-	-	-
	Benefits paid	0.76	(0.76)	-
	Contributions by employer	-	2.74	2.74
	As at March 31, 2018	**(15.09)**	**6.79**	**(8.30)**

* Fair value of the total plan assets are 100% in funds managed by Insurer.

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The net liability disclosed above relates to funded and unfunded plans are as follows:

	March 31, 2019	March 31, 2018
Present value of the obligations at end	(19.73)	(15.09)
Fair value of plan assets	11.08	6.79
Deficit of funded plan	**(8.65)**	**(8.30)**
Unfunded plans	-	-
Deficit of gratuity plan	**(8.65)**	**(8.30)**

The principal assumptions used in determining defined benefit obligations are shown below:

(i) Economic Assumptions

Particulars	March 31, 2019	March 31, 2018
	%	%
Discount rate	7.66	7.80
Future salary increases	10.00	10.00

(i) Demographic Assumptions

Particulars	March 31, 2019	March 31, 2018
Retirement Age (Years)	60	60
Mortality rates inclusive of provision for disability	100% of IALM (2006 - 08)	
Ages	Withdrawal Rate %	
Up to 30 Years	30	30
From 31 to 44 years	30	30
Above 44 years	30	30

A quantitative sensitivity analysis for significant assumption as at March 31, 2019 is as shown below:

Assumptions	March 31, 2019 Discount rate		March 31, 2019 Future salary increases	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.35)	0.36	0.32	(0.32)

A quantitative sensitivity analysis for significant assumption as at March 31, 2018 is as shown below:

Assumptions	March 31, 2018 Discount rate		March 31, 2018 Future salary increases	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.26)	0.27	0.24	(0.24)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The methods and types of assumptions used in preparing the sensivity analysis did not change compared to the prior period.

Expected contributions to post-employment benefit plans for the year ending March 31, 2020 are INR 6.79 (March 31, 2018- 5.34).

The weighted average duration of the defined benefit obligation is 2.76 (March 31, 2018- 2.76).

The expected maturity analysis of gratuity is as follows:

	March 31, 2019	March 31, 2018
Within the next 12 months (next annual reporting period)	3.24	2.78
Between 1-2 years	2.62	1.89
Between 2 and 5 years	6.07	5.68
Beyond 5 years	7.80	4.74
Total expected payments	**19.73**	**15.09**

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Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility: The plan assets are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, there will be a deficit of the plan asset investments in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk to an acceptable level.

Changes in bond yields: The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Inflation risks: The payments are not linked to inflation, so this is a less material risk.

Life expectancy: Obligations are to provide benefits for the life of the member, so increases in life expectancy and inflation will result in an increase in the plans' liabilities. This is particularly significant where inflationary conditions result in higher sensitivity to changes in life expectancy.

Major categories of plans assets are as follows:

	March 31, 2019		March 31, 2018	
Particulars	**Amount**	**in %**	**Amount**	**in %**
Government securities	4.52	40.79	3.12	45.85
Non convertible debentures	5.77	52.12	2.55	37.58
Others	0.79	7.09	1.12	16.57
Total	**11.08**	**100.00**	**6.79**	**100.00**

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27. Income Tax

The major components of income tax expense for the years ended March 31, 2019 and March 31, 2018 are:

Standalone Statement of Profit and Loss:

	March 31, 2019	March 31, 2018
Current income tax:		
Current income tax charge	0.12	-
Adjustments in respect of current income tax of previous year expense/(credit)	-	(1.01)
Deferred tax:		
Relating to origination and reversal of temporary differences	-	-
Income tax expense reported in the Standalone Statement of Profit and Loss	0.12	(1.01)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2019 and March 31, 2018:

	March 31, 2019	March 31, 2018
Accounting profit before income tax including discontinued operations	(3,959.52)	(1,491.48)
Tax at India's statutory income tax rate of 31.20% (31 March 2018: 30.90%)	(1,235.37)	(460.87)
Adjustments in respect of current income tax of previous years	-	(1.01)
Tax expense during the year for One97 Employee Welfare Trust (Refer note 25)	0.12	-
Other non-deductible expenses	(0.74)	(0.71)
Losses on which deferred taxes not recognised*	1,202.71	398.04
Unabsorbed depreciation on which deferred taxes not recognised*	26.76	16.93
Other temporary differences on which deferred taxes not recognised*	6.65	46.61
Income tax expense reported in the statement of profit and loss	0.12	(1.01)

Deferred tax relates to the following:

	March 31, 2019			March 31, 2018	
	Temporary Differences	Tax	Movement in statement of Profit and Loss	Temporary Differences	Tax
Deferred tax liabilities					
Accelerated depreciation for tax purposes	(30.73)	(9.59)	(3.41)	(19.99)	(6.18)
Unrealised gain on investments	(113.65)	(35.46)	(31.64)	(12.35)	(3.82)
Deferred tax assets					
Unabsorbed depreciation	144.38	45.05	35.03	32.34	10.00
Net deferred tax assets/(liabilities)*	Nil	Nil	Nil	Nil	Nil

* Deferred tax has been recognised to the extent of available deferred tax liabilities since it is not probable that taxable profits will be available against which the unutilised tax losses and temporary differences can be utilised, as assessed at March 31,2019.

Deductible temporary differences for which no deferred tax asset is recognised in the Standalone Balance Sheet:

Particulars	**Expiry Date (Year ending March 31,)**	**As of March 31, 2019**	**As of March 31, 2019 Tax Impact @ 31.20%**
Tax Losses	2023	331.61	103.46
	2024	1,494.29	466.22
	2025	717.55	223.87
	2026	1,340.99	418.39
	2027	3,854.83	1,202.71
Total tax losses		**7,739.27**	**2,414.65**
Unabsorbed depreciation	No expiry period	104.41	32.57
Other temporary differences		404.01	126.05
Total		**8,247.69**	**2,573.27**

Particulars	**Expiry Date (Year ending March 31,)**	**As of March 31, 2018**	**As of March 31, 2018 Tax Impact @ 30.90%**
Tax Losses	2023	331.61	102.47
	2024	1,494.29	461.73
	2025	717.97	221.85
	2026	1,288.15	398.04
Total tax losses		**3,832.02**	**1,184.09**
Unabsorbed depreciation	No expiry period	130.66	40.37
Other temporary differences		267.56	82.68
Total		**4,230.24**	**1,307.14**

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28. Commitments and contingencies

a. Leases

Operating lease: Company as Lessee

The Company has taken certain office space on operating lease. Rental expense towards leases charged to Standalone Statement of Profit and Loss for the year ended March 31, 2019 amount to INR 17.89 (March 31, 2018 INR 11.74).

The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

Future minimum rentals payable under non-cancellable operating leases are as follows:

Particulars	March 31, 2019	March 31, 2018
Not later than one year	16.26	10.41
Later than one year but not later than five years	17.02	18.71
Later than five years	-	1.32
Total	**33.28**	**30.44**

b. Capital commitments

Estimated amount of contracts towards property, plant & equipment remaining to be executed on capital account and not provided for is INR 39.75 (Net of capital advance of INR 1.97) [March 31 2018: INR 3.59 (Net of capital advances of INR 0.29)].

c. Contingent liabilities

i)

	March 31, 2019	March 31, 2018
Claims against the Company not acknowledged as debts	6.44	2.70
Total	**6.44**	**2.70**

ii) The Company has contingent liability towards Bank Guarantees amounting to INR 263.32 (March 31, 2018: INR 241.93).

iii) The Company is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. There are numerous interpretative issues relating to the Supreme Court judgement. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Standalone Financial Statements.

Notes:

1) It is not practicable for the Company to estimate the timing of cash outflows, if any.

2) The Company does not expect any reimbursements in respect of the above contingent liabilities.

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29. Details of dues to Micro and Small Enterprises as per MSMED Act, 2006

	March 31 2019	March 31 2018
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount due under MSMED Act	10.27	0.74
- Interest due on above	0.17	0.14
	10.44	0.88
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
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 MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year, for payment already made	0.80	-
The amount of further interest remaining due and payable even in the earlier years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	38.92	-

Total Oustanding dues of micro and small enterprises is INR 11.24 (March 31, 2018: INR 0.88).

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30. Fair value

Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2019

	As of March 31, 2019	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments at fair value through OCI				
Investment in Equity shares	4.87	-	-	4.87
Investments at fair value through Profit and loss				
Investment in Compulsorily Convertible Preference	89.58	-	-	89.58
Investment in Equity shares	5.74	-	-	5.74
Investment in Mutual Funds	2,373.59	2,373.59	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2018

	As of March 31, 2018	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments at fair value through OCI				
Investment in Equity Shares	3.57	-	-	3.57
Investments at fair value through Profit and loss				
Investment in Compulsorily Convertible Preference	55.58	-	-	55.58
Investment in Equity Shares	45.13	-	-	45.13
Investment in Mutual Funds	3,652.98	3,652.98	-	-

The management has assessed that fair value of all other financial assets and liabilities including cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, loans, other financial assets, investments, trade payables, borrowings and other financial liabilities, approximate their carrying amounts.

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31. Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company continues to focus on a system-based approach to business risk management. The Company's financial risk management process seeks to enable the early identification, evaluation and effective management of key risks facing the business. Backed by strong internal control systems, the current Risk Management Framework rests on policies and procedures issued by appropriate authorities; process of regular internal reviews/audits to set appropriate risk limits and controls; monitoring of such risks and compliance confirmation for the same.

a. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and price risk. The Company has in place appropriate risk management policies to limit the impact of these risks on its financial performance. The Company ensures optimization of cash through fund planning and robust cash management practices.

(i) Interest Rate Risk

Interest rate risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, being a 0.5% increase or decrease in interest rate, with all other variables held constant, of the Company's loss before tax due to the impact on floating rate borrowings.

As at	March 31, 2019	March 31, 2018
Effect on loss before tax:		
I-Base*- decrease by 50 bps	(3.48)	(1.21)
I-Base*- increase by 50 bps	3.48	1.21

*ICICI Bank Base Rate

Other financial assets and liabilities of the Company are either non-interest bearing or fixed interest bearing instruments, the Company's net exposure to interest risk on such instruments is negligible.

The above sensitivity analysis is based on a reasonably possible change in the under-lying interest rate of the Company's borrowings while assuming all other variables to be constant.

(Amounts in INR Crores, unless otherwise stated)

Based on the movements in the interest rates historically and the prevailing market conditions as at the reporting date, the Company's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

(ii) Price risk

The Company invests its surplus funds in various debt instruments and debt mutual funds. These comprise of primarily liquid schemes of mutual funds (liquid investments), debentures and fixed deposits. All mutual fund investments are in liquid scheme only.

Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.

Set out below is the impact of a 0.25% movement in the NAV of mutual funds on the Company's loss before tax:

	Change in NAV	Effect on loss before tax
March 31, 2019	0.25%	(6.18)
	-0.25%	6.18
March 31, 2018	0.25%	(9.13)
	-0.25%	9.13

The Company is also exposed to equity/ preference shares price risk arises from investments held by the Company and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss (refer note 7(b)). To manage its price risk arising from investments in equity/ preference shares, the company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the company.

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(iii) Foreign currency risk

The Indian Rupee is the Company's most significant currency. As a consequence, the Company's results are presented in Indian Rupee and exposures are managed against Indian Rupee accordingly. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The carrying amounts of the Company's financial assets and liabilities denominated in United States Dollar (USD), and Canadian Dollar (CAD) are as follows:

	As at March 31, 2019		As at March 31, 2018	
	Financial assets	**Financial liabilities**	**Financial assets**	**Financial liabilities**
Amount in USD Crores	0.71	0.26	0.70	0.27
Amount in CAD Crores	1.47	0.87	1.12	-

The following tables demonstrate the sensitivity of profit or loss to a reasonably possible change in USD and exchange rates, with all other variables held constant.

	Change in USD rate	Effect on loss before tax
March 31, 2019	10% strengthening of USD against INR	(3.48)
	10% weakening of USD against INR	2.85
March 31, 2018	10% strengthening of USD against INR	(3.14)
	10% weakening of USD against INR	2.57

The following tables demonstrate the sensitivity of profit or loss to a reasonably possible change in CAD and exchange rates, with all other variables held constant.

	Change in CAD rate	Effect on loss before tax
March 31, 2019	10% strengthening of CAD against INR	(3.41)
	10% weakening of CAD against INR	2.79
March 31, 2018	10% strengthening of CAD against INR	(5.23)
	10% weakening of CAD against INR	6.22

The Company's exposure to foreign currency changes for all other currencies is not material.

The above sensitivity analysis is based on a reasonably possible change in the under-lying foreign currency against the functional currency while assuming all other variables to be constant.

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Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Company's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

All of the entity's investments and loans at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

(i) Trade receivables

The Company is exposed to credit risk in the event of non-payment by customers. Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date by grouping the receivables in homogeneous group. The calculation is based on lifetime expected credit losses.

Expected credit loss for trade receivable under simplified approach- year ended March 31, 2019

Ageing in years	0-1	1-2	2-3	>3	Specific	Total
Gross carrying amount- trade receivables	231.83	16.03	7.30	7.68	51.44	314.28
Expected loss rate (%)	2.24	17.17	77.94	91.16	100	
Expected credit losses (Loss allowance provision)- trade receivables	5.19	2.75	5.69	7.00	51.44	72.07
Carrying amount of trade receivables (net of impairment)	226.64	13.28	1.61	0.68	0.00	242.21

Reconciliation of loss allowance	Loss allowance measured at 12 month expected loss
Loss allowance as on April 1, 2017	29.02
Creation during the year	30.36
Loss allowance as on March 31, 2018	**59.38**
Creation during the year	12.69
Loss Allowance as on March 31, 2019	**72.07**

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In previous year, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates.

Ageing of past due but not impaired receivables is as follows:

As at	March 31,2018
up to 90 days	184.22
91 to 180 days	55.70
181 to 270 days	5.91
271 to 365 days	12.66
Total	**258.49**

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security.

(ii) Other financial assets

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investment of surplus funds is made only with banks of high repute.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts as disclosed in Note 7.

Reconciliation of loss allowance	Loss allowance measured at 12 month expected loss
Loss allowance as on April 1, 2017	12.90
Creation during the year	0.97
Loss allowance as on March 31, 2018	**13.87**
Creation during the year	10.47
Loss Allowance as on March 31, 2019	**24.34**

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c. Liquidity Risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, working capital loans etc. Company monitor their risk of shortage of funds using cash flow forecasting models. These models consider the maturity of their financial investments, committed funding and projected cash flows from operations.

The Company's objective is to provide financial resources to meet its business objectives in a timely, cost effective and reliable manner. A balance between continuity of funding and flexibility is maintained through the use of bank borrowings. The Company also monitors compliance with its debt covenants. The maturity profile of the Company's financial liabilities based on contractual undiscounted payments is given in the table below:

Particulars	0-180 days	181-365 days	More than 1 year	Total
As at March 31, 2019				
Borrowings	695.50	-	26.96	722.46
Trade payables	673.28	-	-	673.28
Other financial liabilities	694.56	4.62	-	699.18
Total	**2,063.34**	**4.62**	**26.96**	**2,094.92**
As at March 31, 2018				
Borrowings	241.65	-	-	241.65
Trade payables	426.35	-	-	426.35
Other financial liabilities	227.84	-	-	227.84
Total	**895.84**	-	-	**895.84**

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32. Discontinued Operations

(a) On April 9, 2018, shareholders of the Company approved the transfer of online gaming business forming part of Cloud segment on a going concern basis by way of slump sale, to Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited). Gamepind Entertainment Private Limited, is an Indian Joint Venture company with 55% shares held by Paytm Entertainment Limited (wholly owned subsidiary of the Company) and 45% shares held by AGTech Media Holdings Limited. The Company has transferred its online gaming business on June 1, 2018 to Gamepind Entertainment Private Limited on a going concern basis for a cash consideration of INR 33.91. The net liabilities of the business transferred were INR 8.29. The Company has recognised a gain of INR 42.20 which has been disclosed as exceptional gain in the Standalone Statement of Profit and Loss.

The results of Gaming business for the period are presented below:

	For the year ended March 31, 2019	For the year ended March 31, 2018
Revenue	1.53	5.19
Expenses (Including INR 0.11 (March 31, 2018: 0.44) for share based payment expenses)	6.84	20.42
Profit/ (Loss) for the period before tax from discontinued operations	(5.31)	(15.23)
Income Tax expense	-	-
Profit/ (Loss) for the period after tax from discontinued operations	**(5.31)**	**(15.23)**

The net cash flows incurred by Gaming business are as follows:-

	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Operating	(5.31)	(15.23)
Investing	33.91	-
Financing	-	-
Net cash inflow/(outflow)	**28.60**	**(15.23)**

Details of the gaming business sold:-

	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Consideration Received		
Cash	33.91	-
Carrying amount of the net liability sold	8.29	-
Gain on sale before income tax	**42.20**	-
Income tax expense on gain	-	-
Gain on sale after income tax*	**42.20**	-

** The entire amount is attributable to equity holders of the company*

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(Amounts in INR Crores, unless otherwise stated)

The carrying amount of assets and liabilities as at the date of sale (June 1, 2018) were as follows:-

	For the Year ended March 31, 2019
Property, plant and equipment	0.09
Total assets	**0.09**
Trade Payable	7.07
Other current liabilities	1.31
Total liabilities	**8.38**
Net assets	**(8.29)**

(b) During previous year, the Company had discontinued its Wallet business. Revenue, other income, cost, and loss of the Wallet business upto the date of transfer of business i.e. May 23, 2017 are INR 27.57, INR 2.82, INR 35.64 and INR 5.25, respectively. The Wallet business was included in the 'Payments' segment in Company's operating segments until May 23, 2017, being the date on which transfer of Wallet business was consummated. Being a discontinued operation, this business is no longer presented within the Payments segment. The Company had recognised a gain of INR 62.99 which has been shown as exceptional gain in the Standalone Statement of Profit and loss for the year ended March 31, 2018.

33. Capital Management

The Company's objectives while managing capital are to safeguard its ability to continue as a going concern and to provide adequate returns for its shareholders and benefits for other stakeholders. The key objective of the Company's capital management is to ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.
The Company's capital management objective is to remain a debt-free company till the time it achieves break-even. In order to meet this objective, Company meets anticipated funding requirements for developing new businesses, expanding its geographical base, entering in to strategic mergers and acquisitions and other strategic investments, by issuance of equity capital together with cash generated from Company's operating and investing activities. The company utilizes certain short term overdraft and working capital facilities to meet anticipated interim working capital requirements.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

34. Segment Reporting

The Board of Directors (chief operating decision maker or CODM) monitor the operating results of the business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment's performance is evaluated based on segment revenue and segment result viz. profit or loss before tax from continuing operations.

For management purposes, the Company is organized into business segments based on its services and has four reportable segments, as follows:

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- Payments: Includes the services provided by acting as a payment facilitator to third party merchants and money transfer facilitator to consumers.
- Commerce: Includes acting as an aggregator for digital product like movie, deal, online travel aggregator and provision of services like advertisement, brand promotion and technical support.
- Cloud: Includes provision of services to client for their various business needs like hosting services, marketing services.
- Others: Includes other businesses of the Company like wealth management services.

No operating segments have been aggregated to form the above reportable segments.

The Wallet business was included in the 'Payments' segment in Company's operating segments until May 23, 2017, being the date on which transfer of Wallet business was consummated. Being a discontinued operation, this business is no longer presented within the Payments segment. The information about this discontinued segment is provided in note 32.

The Online Gaming business was included in the 'Cloud' segment in Company's operating segments until June 1, 2018, being the date on which transfer of Online Gaming business was consummated. Being a discontinued operation, this business is no longer presented within the Cloud segment. The information about this discontinued segment is provided in note 32.

Segment assets comprise assets directly managed by each segment, and primarily include receivables, property, plant and equipment, capital work-in-progress, intangibles assets, intangible assets under development. Segment liabilities primarily include operating liabilities. Segment assets/ liabilities are measured in the same way as in the Standalone financial statements. These assets/ liabilities are allocated based on the operations of the segment and the physical location of the asset.

The Company has revenues primarily from customers domiciled in India. Substantially all of the Company's non-current operating assets are domiciled in India. There is no inter segment revenue.

Information about major customers

1. Revenues of INR 927.75 (March 31, 2018 INR 490.86) are derived from an external customer. These revenues are attributed to the Payments segment.

2. Revenues of INR 992.48 (March 31, 2018 INR 1,603.11) are derived from another external customer. These revenues are attributed to the Payments and Commerce segment

Adjustments and eliminations

(i) Other income including fair value gains and losses on financial assets and finance costs are not allocated to individual segments as the underlying instruments are managed at Company level.

(ii) Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed at Company level.

One97 Communications Limited
CIN: U72200DL2000PLC108985
Notes to the Standalone Financial Statements for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

Particulars	Payments		Commerce		Cloud		Others		Unallocated		Total	
	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
REVENUE												
External Sales	1,734.24	988.10	1,064.46	1,735.18	230.09	254.94	21.08	4.00	-	-	3,049.87	2,982.22
Total revenue	1,734.24	988.10	1,064.46	1,735.18	230.09	254.94	21.08	4.00	-	-	3,049.87	2,982.22
Segment result	(2,583.70)	(1,172.18)	(1,552.65)	(477.71)	68.91	55.40	(24.38)	(10.66)	-	-	(4,091.82)	(1,605.15)
Unallocated expenses									(20.80)	(23.40)	(20.80)	(23.40)
Operating profit									-	-	(4,112.62)	(1,628.55)
Interest expenses									(16.50)	(18.39)	(16.50)	(18.39)
Interest income									112.37	73.97	112.37	73.97
Other income	-	-	-	8.05	-	-	-	-	229.37	165.14	229.37	173.19
Depreciation and amortisation	(55.79)	(42.54)	(6.31)	(9.89)	(12.56)	(16.22)	(0.43)	(0.27)	(0.72)	-	(75.81)	(68.92)
Exceptional items	-	62.99	(130.66)	(65.29)	42.20	-	(2.56)	-	-	-	(91.02)	(2.30)
Tax Expense									0.12	(1.01)	0.12	(1.01)
Loss after tax from continuing operations											(3,954.33)	(1,469.99)

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One97 Communications Limited *

One97 Communications Limited
CIN: U72200DL2000PLC108985
Notes to the Standalone Financial Statements for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

Particulars	Payments		Commerce		Cloud		Others		Unallocated		Total	
	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
OTHER INFORMATION												
Segment assets	3,007.09	1,848.02	773.48	608.09	298.02	213.38	124.53	12.58	-	-	4,203.12	2,682.07
Unallocated assets												
-Investment									2,565.30	4,553.97	2,565.30	4,553.97
-financial assets #									1,004.82	1,004.21	1,004.82	1,004.21
-Income tax asset									458.64	279.00	458.64	279.00
-Other unallocated assets##									451.25	37.02	451.25	37.02
Total assets	3,007.09	1,848.02	773.48	608.09	298.02	213.38	124.53	12.58	4,480.01	5,874.20	8,683.13	8,556.27
Segment liabilities	1,555.36	547.51	143.61	100.89	58.90	66.41	5.12	1.73	-	-	1,762.99	716.54
Unallocated liabilities												
-Borrowing									722.46	241.65	722.46	241.65
-Other unallocated liabilities##									161.65	22.53	161.65	22.53
Total liabilities	1,555.36	547.51	143.61	100.89	58.90	66.41	5.12	1.73	884.11	264.18	2,647.10	980.72
Additions to Non Current Assets (Other than financial assets)**	140.50	57.75	82.53	14.96	10.05	9.86	1.04	0.27	288.62	164.46	522.74	247.30
Provision for doubtful debts**	10.19	0.61	1.54	1.05	13.23	30.51	-	*	-	-	24.96	32.17

* Below rounding off norms adopted by the Company.
** Represents numbers for the year ended March 31, 2019 and March 31, 2018.
#Includes INR 356.86 (March 31, 2018: INR 495.20) receivable for sale of Marketplace business to Paytm E-Commerce Private Limited and INR 40.98 (March 31, 2018: INR 54.29) for sale of Wallet business to Paytm Payments Bank Limited.
Other unallocated assets includes balances with government authorities and leasehold land. Other unallocated liabilities includes statutory dues.

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(Amounts in INR Crores, unless otherwise stated)

35. Transactions and balances of Paytm E-Commerce Private Limited (PEPL)

Details of transactions during the year

	March 31, 2019	March 31, 2018
Rendering of services to PEPL	992.48	1,603.11
Reimbursement of expenses incurred on behalf of PEPL	144.86	121.21
Interest Income on unwinding of Discount	31.66	43.95
Purchase of property, plant & equipment	21.28	-
Services received from PEPL	25.25	1.14

Details of balances outstanding

	March 31, 2019	March 31, 2018
Other Financial Assets	405.66	653.07
Other Current Assets	-	23.55
Trade payables	9.54	0.80
Other Financial Liability	43.22	32.04
Contract liabilities	339.06	-
Trade Receivable	1.80	273.23

36. Company Secretary

Mr. Vimal Chawla, Company Secretary of the Company has resigned from the Company with effect from May 8, 2019. The Company is in the process of identifying the replacement and shall make the appointment at the earliest and in any event within the statutory time limit of 6 months from the date of resignation.

37. Overdue outstanding foreign currency receivable and payable

The Company has foreign currency payable balances aggregating to INR 2.61 and INR 0.10 which are outstanding for more than six months and three years respectively, as of March 31, 2019. The Company has applied to authorised dealer for extension of the time for payment of these payable balances vide its letters dated March 18, 2019 and May 14, 2019. The Company also has foreign currency receivable balances aggregating to INR 21.39 and INR 0.28 which are outstanding for more than nine months and three years respectively, as of March 31, 2019. The Company has applied to authorised dealer for extension of time for realisation of receivable balances outstanding for more than nine months vide its letters dated March 28, 2019 and May 14, 2019 and also applied for permission to write-off receivable balances outstanding for more than three years vide its letters dated March 28, 2019. Management does not expect any material financial implication on account of the delays under the existing regulations.

38. Transfer pricing

The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961. For this purpose, the Company has appointed independent consultants for conducting Transfer Pricing Study. Management is of the opinion that its international transactions with associated enterprises have been undertaken at arms' length basis at duly negotiated prices on usual commercial terms. The transfer pricing study for the year ended March 31, 2018 has been completed which did not result in any adjustment.

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39. Corporate Social Responsibilities (CSR) expenditure

The Company has not earned net profit in three immediately preceding financial years, therefore, there was no amount as per section 135 of the Act which was required to be spent on CSR activities in the current financial year by the Company. However, the Company has spent an amount of INR 1.59 (March 31, 2018: INR 2.28) towards contribution to state relief funds.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016
Chartered Accountants

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugram
Date: 15/06/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Members of One97 Communications Limited

Report on audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of One97 Communications Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and joint venture (refer Note 23 to the attached Consolidated Financial Statements), which comprise the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 consolidated state of affairs of the Group, its associates and joint venture as at March 31, 2019, of consolidated total comprehensive income (comprising loss and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. 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 Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint venture in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 14 of the Other Matters section below, other than the unaudited financial information as certified by the management and referred to in sub-paragraph 15 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

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Emphasis of matter

4. We draw your attention to Note 40 to the Consolidated Financial Statements regarding the non settlement of foreign currency payables as at March 31, 2019 amounting to Rs 2.61 crores and Rs 0.10 crores by the Holding Company, due for more than six months and three years, respectively from the date of imports and non realisation of foreign currency receivables as at March 31, 2019 amounting to Rs 21.39 crores and Rs 0.28 crores by the Holding Company, due for more than nine months and three years, respectively from the date of exports, being the time period permitted under the RBI Master Direction on Import of Goods and Services vide FED Master Direction No. 17/2016-17 dated January 1, 2016 (as amended) and RBI Master Direction on Export of goods and Services vide FED Master Direction No. 16/2015-16 dated January 1, 2016 (as amended), respectively, issued by the Reserve Bank of India. The Holding Company has applied to the Authorised Dealer seeking permission for extension of time period for settlement of the payables and realisation of the receivables and for write-off of certain receivables outstanding for a period exceeding three years. Our opinion is not modified in respect of this matter.

Other Information

5. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's Directors' report, but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated 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 Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (Refer paragraph 14 below), 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 Consolidated Financial Statements

6. The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows, and consolidated changes in equity of the Group including its associates and joint venture in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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7. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associates and joint venture are responsible for assessing the ability of the Group and of its associates and joint venture 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 Group or to cease operations, or has no realistic alternative but to do so.

8. The respective Board of Directors of the companies included in the Group and of its associates and joint venture are responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

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

9. Our objectives are to obtain reasonable assurance about whether the Consolidated 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 reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

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

- Identify and assess the risks of material misstatement of the Consolidated 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 Holding company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint venture 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 Consolidated 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 Group and its associates and joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint venture to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

11. We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors 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.

12. 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.

Other Matters

13. The Consolidated Financial Statements of the Company for the year ended March 31, 2018, were audited by another firm of chartered accountants under the Act who, vide their report dated May 18, 2018, expressed an unmodified opinion on those Consolidated Financial Statements.

14. We did not audit the financial statements of 2 subsidiaries whose financial statements reflect total assets of Rs. 62.51 crores and net assets of Rs. 32.23 crores as at March 31, 2019, total revenue of Rs. 45.47 crores, total comprehensive income (comprising of profit/ loss and other comprehensive income) of Rs. (-) 87.77 crores and net cash flows amounting to Rs. 15.21 crores for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of total comprehensive income (comprising profit and other comprehensive income) of Rs. 32.05 crores for the year ended March 31, 2019 as considered in the Consolidated Financial Statements, in respect of an associate company whose financial information have not been audited by us. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and associate company and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries and associate company, is based solely on the reports of the other auditors.

15. We did not audit the financial information of 25 subsidiaries whose financial information reflect total assets of Rs. 691.39 crores and net assets of Rs. 460.77 crores as at March 31, 2019, total revenue of Rs. 180.99 crores, total comprehensive income (comprising of profit/ loss and other comprehensive income) of Rs.(-) 214.98 crores and net cash flows amounting to Rs. 14.26 crores for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of total comprehensive income (comprising of profit/ loss and other comprehensive income) of Rs. (-) 0.84 crores for the year ended March 31, 2019 as considered in the Consolidated Financial Statements, in respect of 4 associates whose financial information have not been audited by us. These financial information are unaudited and have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of sub-section (3) of Section

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143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries and associates, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

16. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.

(d) In our opinion, the aforesaid Consolidated 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 of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associates and joint venture incorporated in India, none of the directors of the Holding Company, its subsidiary companies, its associates and joint venture incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.

(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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group, its associates and joint venture – Refer Note 29 (c) to the Consolidated Financial Statements.

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ii. The Group, its associates and joint venture did not have any derivative contracts and in respect of long-term contracts there are no material foreseeable losses as at March 31, 2019.

iii. During the year ended March 31, 2019, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and joint venture incorporated in India.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group, its associates and joint venture for the year ended March 31, 2019.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amitesh Dutta
Partner
Membership Number: 058507

Place: Gurgaon
Date: June 15, 2019

Annexure A to Independent Auditor's Report

Referred to in paragraph 16(f) of the Independent Auditor's Report of even date to the members of One97 Communications Limited on the Consolidated Financial Statements for the year ended March 31, 2019

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls with reference to financial statements of One97 Communications Limited (hereinafter referred to as "the Holding Company") and its subsidiaries, its associates and joint venture, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding company, its subsidiaries, its associates and joint venture, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on 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 the respective 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 Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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") issued by the ICAI and the Standards on Auditing 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 ICAI. 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of internal financial controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

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 with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company, its subsidiaries, its associates and joint venture, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2019, 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.

Other Matters

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to 2 subsidiaries and an associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

   Our opinion is not modified in respect of these matters.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Amitesh Dutta
Partner
Membership Number: 058507

Place: Gurgaon
Date: June 15, 2019

Consolidated Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Consolidated Balance Sheet as at March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	[illegible]	284.28	161.13
Capital work in progress		51.31	18.54
Goodwill	4	293.02	312.21
Other intangible assets	4	73.45	99.02
Intangible assets under development		4.29	1.63
Investment in joint venture	5(a)	46.05	-
Investment in associates	5(b)	200.20	175.57
Financial assets			
Investments	6(b)	105.08	211.59
Loans	6(c)	107.40	32.48
Other financial assets	6(d)	137.07	243.64
Current tax assets		464.76	281.26
Deferred tax assets	28	3.04	0.80
Other non-current assets	8	141.04	53.68
Total Non-Current Assets		**1,910.99**	**1,591.55**
Current assets			
Financial assets			
Investments	6(a)	2,497.88	4,455.09
Trade receivables	7	258.45	504.78
Cash and cash equivalents	9(a)	325.47	331.84
Bank balances other than cash and cash equivalents	9(b)	37.26	38.21
Loans	6(c)	308.83	12.86
Other financial assets	6(d)	1,829.29	1,106.55
Other current assets	8	1,413.82	635.77
Total Current Assets		**6,671.00**	**7,085.10**
TOTAL ASSETS		**8,581.99**	**8,676.65**
EQUITY AND LIABILITIES			
EQUITY			
Share capital	10 (a)	57.53	55.32
Instruments entirely equity in nature	10 (a)	-	173.63
Other equity	10 (b)	5,681.15	7,254.90
Equity attributable to owner of the parent		**5,738.68**	**7,483.85**
Non-controlling interests		86.17	135.47
Total Equity		**5,824.85**	**7,619.32**
LIABILITES			
Non-current liabilities			
Financial liabilities			
Borrowings	12(a)	26.96	-
Deferred tax liability	28	18.47	22.67
Provisions	11	11.55	9.89
Total Non-Current Liabilities		**56.98**	**32.56**
Current liabilities			
Financial liabilities			
Borrowings	12(a)	695.60	242.12
Trade payables			
(a) Total Outstanding dues of micro and small enterprises	12(b)	11.26	0.88
(b) Total Outstanding dues other than (a) above	12(b)	725.39	461.80
Others financial liabilities	12(c)	715.41	235.80
Contract Liabilities		352.87	-
Other current liabilities	13	159.17	53.50
Provisions	11	40.46	30.67
Total Current Liabilities		**2,700.16**	**1,024.77**
Total Liabilities		**2,757.14**	**1,057.33**
TOTAL EQUITY AND LIABILITIES		**8,581.99**	**8,676.65**

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes

This is the Consolidated Balance Sheet referred to in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugram
Date: 15/06/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

Consolidated Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Consolidated Statement of Profit and Loss for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
Continuing Operations			
Income			
Revenue from operations	14	3,232.01	3,052.90
Other income	15	347.66	256.71
Total income*		3,579.67	3,309.61
*excluding total income from discontinued operations for the year ended March 31, 2019: INR 1.53 (March 31, 2018 : INR 35.58) (Refer note 33)			
Expenses			
Employee benefits expense	16	856.22	613.98
Finance costs	17	16.87	18.88
Depreciation and amortization expense	18	99.51	78.88
Other expenses	19	6,757.54	4,152.79
Total expenses*		7,730.14	4,864.53
*excluding expenses of discontinued operations for the year ended March 31, 2019: INR 6.84 (March 31, 2018 : INR 56.06) (Refer note 33)			
Loss before share of profit / (loss) of associates / joint venture, exceptional items and tax from continuing operations		(4,150.47)	(1,554.92)
Share of profit/ (loss) of associates / joint venture	24	14.61	(30.81)
Loss before exceptional items and tax from continuing operations		(4,135.86)	(1,585.73)
Exceptional items	20	(82.52)	3.40
Loss before tax from continuing operations		(4,218.38)	(1,582.33)
Income Tax expense			
Current tax	28	0.56	2.79
Tax expense related to earlier years	28	-	(1.01)
Deferred tax expense/(credit)	28	(7.05)	(0.25)
Total Tax expense		(6.49)	1.53
Loss for the year from continuing operations		(4,211.89)	(1,583.86)
Loss for the year from discontinued operations	33	(5.31)	(20.48)
Loss for the year		(4,217.20)	(1,604.34)
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent years			
Re-mesurement gains/ (losses) on defined benefit plans	27	(0.45)	(0.76)
Changes in fair value of equity instruments at FVTOCI		1.29	-
Items that may be reclassified to profit or loss in subsequent years			
Exchange differences on translation of foreign operations		(5.45)	(0.95)
Total Other Comprehensive Income/(Loss) for the year		(4.61)	(1.71)
Total Comprehensive Income/ (Loss) for the year		(4,221.81)	(1,606.05)
Loss for the year			
Attributable to:			
Owners of the parent		(4,167.98)	(1,589.46)
Non-controlling interests		(49.22)	(14.88)
		(4,217.20)	(1,604.34)
Other comprehensive income for the year			
Attributable to:			
Owners of the parent		(4.95)	(1.71)
Non-controlling interests		0.34	-
		(4.61)	(1.71)
Total comprehensive income/(loss) for the year			
Attributable to:			
Owners of the parent		(4,172.93)	(1,591.17)
Non-controlling interests		(48.88)	(14.88)
		(4,221.81)	(1,606.05)
Total comprehensive income/(loss) attributable to equity holders			
Continuing operations		(4,167.62)	(1,570.69)
Discontinued operation		(5.31)	(20.48)
		(4,172.93)	(1,591.17)
Basic & Diluted Earnings per share from continuing operations attributable to owners of the parent (INR per Share)	21	(742.17)	(311.42)
Basic & Diluted Earnings per share from discontinued operations attributable to owners of the parent (INR per Share)	21	(0.95)	(4.06)
Basic & Diluted Earnings per share from continuing and discontinued operations attributable to owners of the parent (INR per Share)	21	(743.12)	(315.48)

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurgaon
Date: 15/05/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Madhur Deora
Chief Financial Officer

Vikas Garg
Senior Vice President - Finance

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

Consolidated Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Consolidated Statement of Changes in Equity for the year ended March 31, 2019
(Amounts in INR Crores, unless otherwise stated)

a) **Equity Share Capital**

Equity shares of INR 10 each issued, subscribed and fully paid	No. of Shares	Amount
At April 1, 2017	4,66,26,540	46.99
Shares issued during the year	81,27,633	8.09
Shares issued during the year - ESOP	2,44,459	0.24
At March 31, 2018*	5,49,98,632	55.32
Shares issued during the year	20,94,650	2.05
Shares issued during the year - ESOP	1,62,847	0.16
At March 31, 2019*	5,72,56,129	57.53

* Net of treasury shares 277,737 (March 31, 2018: 326,639) at nil cost through employee welfare trust

b) **Instruments entirely equity in nature**

Obligation to issue fixed number of shares	Amount
At April 1, 2017	-
Changes during the year	173.63
At March 31, 2018	173.63
Changes during the year (Refer note 10(a))	(173.63)
At March 31, 2019	-

c) **Other equity**

Particulars	Attributable to the equity shareholders of the parent							Non-controlling interests	Total Other Equity
	Share application money pending allotment	Reserves and Surplus			Other reserves (refer note 10(b))		Total		
		Securities Premium	Retained Earnings	ESOP Reserve	FVTOCI	FCTR*			
As at April 1, 2017	0.22	4,883.27	(2,620.45)	65.95	1.02	0.64	2,330.65	-	2,330.65
Loss for the year	-	-	(1,589.46)	-	-	-	(1,589.46)	(14.88)	(1,604.34)
Other comprehensive income	-	-	(0.76)	-	-	(0.95)	(1.71)	-	(1.71)
Total comprehensive income	-	-	(1,590.22)	-	-	(0.95)	(1,591.17)	(14.88)	(1,606.05)
Exercise of share options	(0.22)	-	-	-	-	-	(0.22)	-	(0.22)
Adjustment on forfeiture of ESOP	-	-	3.10	(3.10)	-	-	-	-	-
Share based payment expenses (refer note 25)	-	-	-	83.82	-	-	83.82	-	83.82
Receipt of share application money	0.05	-	-	-	-	-	0.05	-	0.05
Amount received on issue of shares	-	6,435.13	-	-	-	-	6,435.13	-	6,435.13
Amount utilised for share issue expenses	-	(6.91)	-	-	-	-	(6.91)	-	(6.91)
Acquisition of subsidiaries	-	-	-	-	-	-	-	150.35	150.35
Amount transferred to securities premium on exercise of options	-	12.40	-	(12.40)	-	-	-	-	-
Other adjustments	-	-	3.55	-	-	-	3.55	-	3.55
As at March 31, 2018	0.05	11,323.89	(4,204.02)	134.27	1.02	(0.31)	7,254.90	135.47	7,390.37
Loss for the year	-	-	(4,167.98)	-	-	-	(4,167.98)	(49.22)	(4,217.20)
Other comprehensive income	-	-	(0.79)	-	1.29	(5.45)	(4.95)	0.34	(4.61)
Total comprehensive income	-	-	(4,168.77)	-	1.29	(5.45)	(4,172.93)	(48.88)	(4,221.81)
Exercise of share options	(0.05)	-	-	-	-	-	(0.05)	-	(0.05)
Adjustment on forfeiture of ESOP	-	-	3.44	(3.44)	-	-	-	-	-
Adjustment on cancellation of unvested ESOP			19.07	(19.07)			-		-
Share based payment expenses (refer note 25)	-	-	-	154.19	-	-	154.19	-	154.19
Share based payment reserve on account of joint venture	-	-	-	2.82	-	-	2.82	-	2.82
Amount received on issue of shares	-	2,187.41	-	-	-	-	2,187.41	-	2,187.41
Shares issued for consideration other than cash	-	294.75	-	-	-	-	294.75	-	294.75
Amount utilised for share issue expenses	-	(2,45)	-	-	-	-	(2.45)	-	(2.45)
Acquisition of Non-controlling interest (refer note 39)	-	-	(36.54)	-	-	-	(36.54)	(1.51)	(38.05)
Non-controlling interest recognised on dilution of interest (refer note 39)	-	-	(0.95)	-	-	-	(0.95)	1.09	0.14
Amount transferred to securities premium on exercise of options	-	18.69	-	(18.69)	-	-	-	-	-
As at March 31, 2019	-	13,822.29	(8,387.77)	250.08	2.31	(5.76)	5,681.15	86.17	5,767.32

* Foreign currency translation reserve

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Changes in Equity referred to in our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugram
Date: 16/05/2019

For and on behalf of Board of Directors of One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

One97 Communications Limited
CIN: U72200DL2000PLC108985
Consolidated Statement of Cash Flows for the year ended March 31,2019
(Amounts in INR Crores, unless otherwise stated)

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
Cash flow from operating activities:			
Loss before tax from			
Continuing operations		**(4,218.37)**	**(1,582.34)**
Discontinued operations		**(5.31)**	**(20.48)**
Adjustments for			
Depreciation and amortization expense	18	99.51	78.88
Interest income	15	(69.58)	(23.69)
Interest Income on unwinding of discount - measured at amortized cost	15	(45.75)	(51.58)
Interest on borrowing at amortized cost	17	15.08	12.28
Trade receivables / advances written off	19	1.62	3.12
Provision for doubtful advances and unbilled receivables	19	12.24	1.82
Provision for impairment of trade receivables	19	20.56	35.91
Gain on sale of gaming business/ wallet business	15	(42.20)	(62.99)
Liabilities / provision no longer required written back	15	(5.91)	-
Provision for impairment of investments in associates and subsidiaries	19	4.55	59.59
Property, plant and equipment and intangibles written off	19	22.30	0.11
Impairment of goodwill	20	120.17	-
Rent equalisation reserve		0.31	0.18
Non-cash employee share based payment expenses	25	154.19	83.68
Provision for employee incentive		(9.85)	37.70
Share of result of associates	24	(14.61)	30.81
Fair value gain on financial instruments measured at FVTPL (net)	15	(104.00)	(158.66)
Gain on sale of current investments measured at FVTPL (net)	15	(114.91)	(18.78)
Gain on disposal of property, plant and equipment and intangibles (net)	15	(1.01)	(0.25)
Operating loss before working capital changes		**(4,180.97)**	**(1,574.69)**
Working capital adjustments:			
Increase in trade payables		284.01	209.87
Increase in provisions		11.74	11.47
Increase in other current liabilities and contract liabilities		457.70	14.39
Increase/(decrease) in other non-current liabilities		-	(2.83)
Increase/(decrease) in other financial liabilities		449.43	(990.72)
(Increase)/decrease in trade receivables		224.76	(441.23)
(Increase)/decrease in other financial assets		(628.56)	682.29
(Increase) in other current and non current assets		(846.89)	(338.09)
(Increase) in loans		(83.36)	(27.09)
Cash used in operations		**(4,312.14)**	**(2,454.91)**
Income taxes paid (net off refunds)		(183.49)	(164.91)
Cash flow used in operating activities (A)		**(4,495.63)**	**(2,619.82)**
Cash flow from/(used in) investing activities			
Purchase of property, plant and equipment including intangible assets, capital work in progress and capital advances		(177.33)	(59.51)
Proceeds from sale of property, plant and equipment		2.36	0.42
Proceeds from sale of gaming business	33	33.91	-
Acquisition of non controlling interests	23	(36.87)	-
Acquisition of subsidiaries (net of cash acquired)		(1.43)	(17.95)
Investment in bank deposits (having original maturity of more than 12 months)		(138.19)	(119.64)
Investment in bank deposits (having original maturity of more than 3 months but less than 12 months)		(80.48)	(88.82)
Maturity of bank deposits (having original maturity of more than 12 months)		177.06	74.49
Maturity of bank deposits (having original maturity of more than 3 months but less than 12 months)		81.43	73.08
Investments in joint ventures and associates		(59.33)	(182.52)
Inter corporate loans given		(274.21)	(2.16)
Proceeds from sale of non current investments		750.37	81.06
Payment for purchase of current investments		(3,296.34)	(10,350.85)
Proceeds from sale of current investments		4,829.41	6,317.69
Interest received		68.54	74.97
Cash flow from / (used) in investing activities (B)		**1,878.90**	**(4,199.74)**

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Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

One97 Communications Limited

Consolidated Financial Statements
One97 Communications Limited
CIN: U72200DL2000PLC108985
Consolidated Statement of Cash Flows for the year ended March 31,2019
(Amounts in INR Crores, unless otherwise stated)

	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
Cash flow from/(used in) financing activities			
Proceeds from issue of shares		2,189.29	6,443.49
Share issue expenses		(2.45)	(6.89)
Share application money received during the year		-	0.05
Share application money utilised during the year		-	(0.22)
Repayment of borrowings on acquisition of subsidiaries		(3.10)	-
Interest paid		(14.17)	(12.28)
Repayment of secured loans		-	(23.65)
Payment of deferred payment liabilities		(7.24)	-
Cash flow from financing activities (C)		**2,162.33**	**6,400.50**
Net increase/(decrease) in cash and cash equivalents (A+B+C)		**(454.40)**	**(419.06)**
Cash and cash equivalent at the beginning of the year		89.72	509.73
Effect of exchange differences on restatement of foreign currency cash and cash equivalents		(5.45)	(0.95)
Cash and cash equivalent at the end of the year		**(370.13)**	**89.72**

		As at March 31, 2019	As at March 31, 2018
Cash and cash equivalents as per above comprises of following			
Cash on hand		0.11	0.11
Balance with banks			
- On current accounts		304.03	320.28
- Deposits with original maturity of less than 3 months		21.33	11.45
Other bank balances			
- Bank overdraft		(695.60)	(242.12)
Total cash and cash equivalents	9(a)	(370.13)	89.72

For non-cash investment and financing activities refer notes 10(a), 12(a) and 37 respectively

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Cash Flows referred to in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurgaon
Date: 15/06/2019

For and on behalf of Board of Directors of
One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited

1. Corporate information

These Consolidated Financial Statements ("Consolidated Financial Statements") comprise the financial statements of One97 Communications Limited ("hereinafter referred to as the Holding Company") and its subsidiaries, (the Holding Company and its subsidiaries together referred to as "the Group"), its joint venture and associate companies for the year ended March 31, 2019.

One97 Communications Limited is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 2013 ("the Act"). The registered office of the Holding Company is located at 1st Floor, Devika Tower, Nehru Place, New Delhi - 110019. The principal place of business of the Group is in India.

The Group is in the business of providing payment services primarily as payment facilitator and providing voice and messaging platforms to the telecom operators and enterprise customers.

These Consolidated Financial Statements were authorised for issue in accordance with a resolution of the Board of Directors on May 16, 2019.

2. Significant accounting policies

2.1 Basis of preparation

These Consolidated financial statements ("Financial Statements") of the Group have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under Section 133 of the Act, Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use (also refer note 2.5 d below).

All the amounts included in the financial statements are presented in Indian Rupees ('Rupees' or 'Rs.' or 'INR') and are rounded to the nearest crores up to two decimal places, except per share data and unless stated otherwise.

2.2 Business Combination and Goodwill

Business combinations (other than those under common control) are accounted for using the acquisition method under Ind AS 103. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- The assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 19 *Employee Benefits.*
- Deferred tax assets and liabilities are recognized and measured in accordance with Ind AS 12 Income Taxes.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. The consideration transferred by the acquirer is recognized at fair value at the acquisition date. Deferred consideration is classified as a liability under Ind AS 109 and is measured at amortized cost.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred over the net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that they might be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

2.3 Basis of consolidation

Subsidiaries are all entities (including structured entities) over which the Group has Control. The determination of control for the purpose of consolidation is done as per Ind AS 110. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee if and only if the Group has:

a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
b) Exposure, or rights, to variable returns from its involvement with the investee, and
c) The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

a) The contractual arrangement with the other vote holders of the investee
b) Rights arising from other contractual arrangements
c) The Group's voting rights and potential voting rights
d) The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's Financial Statements in preparing the Consolidated Financial Statements to ensure conformity with the group's accounting policies.

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The Financial Statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Group. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedures:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated Financial Statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in Fixed assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated Financial Statements. Ind AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. The Group measures non-controlling interests at their proportion of the fair value of the identifiable net assets.

2.4 Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control.

The considerations made in determining whether significant influence is similar to those necessary to determine control over the subsidiaries

The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost.

Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The consolidated statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of the associate or joint venture is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint

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venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of an associate or joint venture is shown on the face of the consolidated statement of profit and loss. The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.
After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate' in the consolidated statement of profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in consolidated statement of profit or loss.

2.5 Summary of significant accounting policies

a. Current versus non-current classification

The Group presents assets and liabilities in the consolidated balance sheet based on current / non-current classification.

An asset is classified as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle, held primarily for the purpose of trading, expected to be realised within twelve months after the reporting period, or cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when it is expected to be settled in normal operating cycle, it is held primarily for the purpose of trading, it is due to be settled within twelve months after the reporting period, or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities, are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b. Foreign currencies

Functional and presentation currency

Items included in the Consolidated Financial Statements of the Group are measured using the currency of the primary economic environment in which it operates i.e. the "functional currency". The Group's financial statements are presented in INR, which is also the Holding Company's functional currency.

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Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency at exchange rates prevailing at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income ("OCI") or consolidated statement of profit and loss, are also recognised in OCI or consolidated statement of profit and loss, respectively).

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their consolidated statements of profit and loss are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

c. Fair value measurement

The Group measures certain financial instruments (e.g. investments) at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liabilities takes place either in the principal market for the asset or liability or in absence of principal market, in the most advantageous market for the asset or liability.

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

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

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

Level 1- Quoted (Unadjusted) marked prices in the active markets for identical assets or liabilities

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management or its expert verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

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

d. Revenue recognition

Accounting policy applied till March 31, 2018

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties. Where the Group acts as an agent for selling goods or services, only the commission income is included within revenue. The specific revenue recognition criteria described below must also be met before revenue is recognized.

Sale of services
Revenue from services is recognized by reference to stage of completion as and when services are rendered as per the terms of the agreement with customer. Revenues are disclosed net of the service tax charged on such services. In terms of the contract, excess of revenue over the billed at the year-end is carried in the Consolidated Financial Statements as unbilled revenue under other financial assets.

Commission
The Group facilitates recharge of talk time, bill payments, availability of bus tickets and sale of deal coupons and earns commission for the respective services. Commission income is recognized when the services have been provided by the Group.

Service fees
The Group earns service fee from merchants and recognizes such revenue when the services have been provided by the Group. Such service fee is generally determined as a percentage of transaction value executed by the merchants. Amount received by the Group pending settlement are disclosed as payable to the merchants under financial liabilities. Service fee also includes royalty charged to customers for providing brand and technical support. Such fee is determined as a percentage of transaction value executed by the customers.

Interest income
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the Consolidated Statement of Profit and Loss.

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(Amounts in INR Crores, unless otherwise stated)

Changes in accounting policies

The Group has adopted Ind AS 115 "Revenue from Contracts with Customers" from April 1, 2018, which resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. In accordance with the transition provisions in Ind AS 115, the Group has adopted the modified transitional approach to implementation where any transitional adjustment is recognized in retained earnings at April 1, 2018 without adjustment of comparatives and the new standard is only applied to contracts that are not completed as at that date.

Impact of adoption

The Group provides incentives to users in various forms including cashbacks. Prior to the adoption of Ind AS 115, cashbacks given to users where the Group recovers a convenience fees were classified in the Consolidated Statement of Profit and Loss as a marketing expense. Following the adoption of Ind AS 115, cashbacks given to users where the Group recovers a convenience fees are classified as a reduction of revenue. However, such adjustment does not have an impact on retained earnings of the Group on the date of transition.

Typically, the Group has a right to payment before or at the point that services are delivered. Cash received before the services delivered is recognised as a contract liability. The amount of consideration does not contain a significant financing component as payment terms are less than one year.

i) Impact on consolidated financial statements:
The following table show the adjustments recognised for each individual line item. Line items that were not affected by the changes have not been included.

	March 31, 2019		
	As presented under Ind AS 115	**Adjustments on account of Ind AS 115**	**Amounts prior adoption of Ind AS 115**
Revenue from operations	3,232.01	194.14	3,426.15
Other expenses	6,757.54	194.14	6,951.68
Profit/(loss) for the year for continuing operation	(4,211.89)	-	(4,211.89)
Profit/(loss) for the year for discontinuing operation	(5.31)	-	(5.31)
Basic and diluted Earnings per share for continuing operations	(742.17)	-	(742.17)
Basic and diluted Earnings per share for discontinuing operations	(0.95)	-	(0.95)
Contract liability	352.87	352.87	-
Other current liability- Advance from customer	-	352.87	352.87

During the year ended March 31, 2019, the Group recognized revenue of INR 29.30 arising from advance from customer as of April 1, 2018.

Accounting policy applied from April 1, 2018

Revenue is measured based on the consideration specified in a contract with a customer net of variable consideration e.g. discounts, volume rebates, any payments made to a customer (unless the payment is for a distinct good or service received from the customer) and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control over a product or service to a customer. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

The Group provides incentives to its users in various forms including cashbacks. Incentives which are consideration payable to the customer that are not in exchange for a distinct good or service are generally recognized as a reduction of revenue at the later of when revenue is recognized or when the Group pays or promises to pay the incentive.

Where the Group acts as an agent for selling goods or services, only the commission income is included within revenue. The specific revenue recognition criteria described below must also be met before revenue is recognized. Typically, the Group has a right to payment before or at the point that services are delivered. Cash received before the services are delivered is recognised as a contract liability. The amount of consideration does not contain a significant financing component as payment terms are less than one year.

Sale of services

Revenue from services is recognized when the control in services is transferred as per the terms of the agreement with customer i.e. as and when services are rendered. Revenues are disclosed net of the Goods and Service tax charged on such services. In terms of the contract, excess of revenue over the billed at the year-end is carried in the balance sheet as unbilled revenue under other financial assets where the amount is recoverable from the customer without any future performance obligation. Cash received before the services are delivered is recognised as a contract liability.

Commission

The Group facilitates recharge of talk time, bill payments, availability of bus tickets and sale of deal coupons and earns commission for the respective services. Commission income is recognized when the control in services is transferred to the customer when the services have been provided by the Group.

Service fees from merchants

The Group earns service fee from merchants and recognizes such revenue when the control in services have been transferred by the Group i.e. as and when services have been provided by the Group. Such service fee is generally determined as a percentage of transaction value executed by the merchants. Amount received by the Group pending settlement are disclosed as payable to the merchants under contract liabilities.

Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the consolidated statement of profit and loss.

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e. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside consolidated statement of profit and loss is recognised either in other comprehensive income or in equity. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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 utilised, The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised 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.

Minimum alternate tax

Credit of MAT is recognised as deferred tax asset only when it is probable that taxable profit will be available against which the credit can be utilised. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the consolidated statement of profit and loss account. The Group reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is no longer probable that the Group will pay normal income tax during the specified period.

Taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of value added/goods and services/ service taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or disclosed separately in consolidated statement of profit and loss as part of the expense item, as applicable, or
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of other current/ non- current assets or other current liabilities in the consolidated balance sheet.

f. Non-current assets held for sale and discontinued operations

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification , and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the Consolidated Balance Sheet.
Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations or
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the consolidated statement of profit and loss.

(Amounts in INR Crores, unless otherwise stated)

Additional disclosures are provided in Note 33. All other notes to the Consolidated Financial Statements mainly include amounts for continuing operations, unless otherwise mentioned.

g. Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and any accumulated impairment, if any. Property, plant and equipment is depreciated on a written down value basis to its residual value over its estimated useful life.

Cost directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by the management.

Subsequent costs are capitalised on the carrying amount or recognised as a separate asset, as appropriate, only when future economic benefits associated with the item are probable to flow to the Group and cost of the item can be measured reliably. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All repair and maintenance are charged to consolidated statement of profit and loss during the reporting period in which they are incurred.
Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under the non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work in progress'.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the consolidated statement of profit and loss on the date of disposal or retirement.

Depreciation is provided using the written down value method and charged to consolidated statement of profit and loss as per the rates prescribed under schedule II of the Companies Act, 2013, given below:

Assets	Rate of Depreciation (per annum)
Servers and networking equipment (Computers)	39.30%
Laptops and desktops (Computers)	63.16%
Office equipment	45.07%
Furniture and fittings	25.89%
Plant & Machinery	18.10%
Vehicles	31.23%

Leasehold improvements are depreciated over lower of the period of the lease and useful life.

Leasehold land is depreciated over the period of the lease.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h. Intangible assets

Separately acquired intangible assets, such as software are measured initially at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of profit and loss in the year in which the expenditure is incurred. Intangible assets with finite useful lives are carried at cost and are amortised on a written down value basis over their estimated useful lives and charged to consolidated statement of profit and loss.

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Software and licenses acquired are amortized at the rate of 40% per annum on written down value method. Other intangibles i.e Customer relationship, right to use brand, technology and non- compete right acquired in business combination are amortised over their useful life on straight line basis, which is taken to be 5 years.

The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit and loss when the asset is derecognized.

Research and development costs

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the Group can demonstrate all the following:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale
- Its intention to complete the asset
- Its ability to use or sell the asset
- How the asset will generate future economic benefits
- The availability of adequate resources to complete the development and to use or sell the asset
- The ability to measure reliably the expenditure attributable to the intangible asset during development.

Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight line basis over the period of expected future benefit from the related project, i.e., the estimated useful life of one to five years. Amortization is recognized in the consolidated statement of profit and loss. During the period of development, the asset is tested for impairment annually.

i. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in the consolidated statement of profit and loss in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

j. Impairment of non-financial assets

For all non-financial assets, the Group assesses whether there are indicators of impairment. If such an indicator exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs.

The recoverable amount for an asset or CGU is the higher of its value in use and fair value less costs of disposal. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount or CGU the asset is considered impaired and the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognised immediately in the consolidated statement of profit and loss.

In assessing value in use, the estimated future cash flows of the asset or CGU are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's or CGU's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss.

k. Provisions and contingencies

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated statement of profit and loss net of any reimbursement. If the effect of the 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 recognised as a finance cost.

Contingencies

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

l. Retirement and other employee benefits

For defined benefit plans (gratuity), the liability or asset recognised in the balance sheet is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by independent actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

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The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

The Group's contributions to defined contribution plans (provident fund) are recognized in profit or loss when the employee renders related service. The Group has no further obligations under these plans beyond its periodic contributions.
The Group provides for liability at year end on account of un-availed earned leave as per actuarial valuation using projected unit credit method.

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as employee benefit payable under other financial liabilities in the consolidated balance sheet.

m. Share-based payments

i) Equity-settled transactions

Employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in Employee Stock Option Plan (ESOP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The consolidated statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

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ii) Cash-settled transactions

For awards classified as cash settled share based transactions, the goods or services acquired are measured and the liability incurred, at the fair value of liability. Until the liability is settled, the fair value of the liability is re-measured at the end of each reporting period and at the date of settlement, with any changes in fair value recognised in consolidated statement of profit and loss for the period.

The cost of cash-settled transactions is determined by the fair value of equity instruments at each reporting date using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in liability, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for cash-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The consolidated statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

The Group has set up an Employee Welfare Trust (EWT) for administering certain types of share-based payment arrangements including awards given to employees of the outside group companies as well for awards of options of other companies given to its employees. The Group uses EWT as a vehicle for distributing shares under the ESOP schemes. The EWT holds shares of the Group, for giving shares to employees. The Group treats EWT as its extension and shares of the Group held by EWT are treated as treasury shares. Other assets held by EWT are consolidated on a line-by-line basis with Group's financial statements. Shares of other companies held by EWT for distribution to its employees are separately disclosed under investments.

n. Financial instruments

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

Financial assets

Initial recognition and measurement

All 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.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables and is most relevant to the Group.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the consolidated statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to consolidated statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.
In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the consolidated statement of profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. The Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to consolidated statement of profit or loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the consolidated statement of profit and loss.

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Equity investments in associates and joint ventures are measured at cost. The investments are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, policy for impairment of non-financial assets is followed.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month expected credit loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

The Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the consolidated statement of profit and loss. This amount is reflected under the head other expenses in the consolidated statement of profit and loss. For the financial assets measured as at amortised cost ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the consolidated balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, including bank overdrafts and other borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

If the hybrid contract contains a host that is a financial asset within the scope of Ind AS 109, the Group does not separate embedded derivatives. Rather, it applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value though profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss, unless designated as effective hedging instruments.

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Offsetting of financial instruments

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

o. Cash and cash equivalents

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

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

p. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Group as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Group is classified as a finance lease. All other leases are classified as operating leases. Payments made under operating leases are charged to consolidated statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the consolidated statement of profit and loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

q. Earnings/ (loss) per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

r. Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in other reserve.

s. Segment reporting

Identification of segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Only those business activities are identified as operating segment for which the operating results are regularly reviewed by the CODM to make decisions about resource allocation and performance measurement.

Segment accounting policies

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the Consolidated Financial Statements of the Group as a whole.

t. Use of estimates

The Group is required to make estimates and assumptions that affect the reported amounts of assets, liabilities, disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. The Group bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgements about carrying values of assets and liabilities.

u. Exceptional Items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Group is such that its disclosure improves the understanding of the performance of the Group. Such income or expense is classified as an exceptional item and accordingly disclosed in the consolidated financial statements. Significant impact on the financial statements arising from impairment of goodwill, impairment of investments in associates and gain/ loss from slump sale of business lines are considered and reported as an exceptional items.

v. Contributed Equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

w. Accounting standard and amendment issued but not effective as at March 31, 2019

i) Nature of Change for Ind AS 116

Ind AS 116 was notified by Ministry of Corporate Affairs on March 30, 2019 and it is applicable from annual reporting periods beginning on or after April 1, 2019.

Ind AS 116 will affect primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The standard removes the current distinction between operating and finance leases and requires recognition of an asset (the

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right-of-use the leased item) and a financial liability to pay rentals for virtually all lease contracts. An optional exemption exists for short-term and low-value leases.

The Group is currently assessing the impact of adopting Ind AS 116 on the consolidated financial statements.

ii) Uncertainty over Income tax Treatments, to Ind AS 12, 'Income Taxes' – Appendix C

The appendix explains how to recognise and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. In particular, it discusses:

- how to determine the appropriate unit of account, and that each uncertain tax treatment should be considered separately or together as a group, depending on which approach better predicts the resolution of the uncertainty;
- that the entity should assume a tax authority will examine the uncertain tax treatments and have full knowledge of all related information, i.e. that detection risk should be ignored;
- that the entity should reflect the effect of the uncertainty in its income tax accounting when it is not probable that the tax authorities will accept the treatment;
- that the impact of the uncertainty should be measured using either the most likely amount or the expected value method, depending on which method better predicts the resolution of the uncertainty; and
- that the judgements and estimates made must be reassessed whenever circumstances have changed or there is new information that affects the judgements.

The Group has substantially completed assessing its existing models and processes which it has developed to account for tax uncertainties against the specific guidance in the appendix C to Ind AS 12 to consider the impact on income tax accounting in respect of its material tax jurisdictions. Basis such assessment, the application of this guidance is not expected to have material impact on its financial statements.

iii) Long-term Interests in Associates and Joint Ventures – Amendments to Ind AS 28, 'Investment in Associates and Joint Ventures'

The amendments clarify the accounting for long-term interests in an associate or joint venture, which in substance form part of the net investment in the associate or joint venture, but to which equity accounting is not applied. Entities must account for such interests under Ind AS 109 'Financial Instruments' before applying the loss allocation and impairment requirements in Ind AS 28. The Group is in the process of evaluating the impact of above amendments.

iv) Prepayment Features with Negative Compensation – Amendments to Ind AS 109, 'Financial Instruments'

The narrow-scope amendments made to Ind AS 109 enable entities to measure certain prepayable financial assets with negative compensation at amortised cost. These assets, which include some loan and debt securities, would otherwise have to be measured at fair value through profit or loss. To qualify for amortised cost measurement, the negative compensation must be 'reasonable compensation for early termination of the contract' and the asset must be held within a 'held to collect' business model. These amendments are not expected to have any impact on the Consolidated Financial Statements of the Group.

v) Prepayment Features with Negative Compensation – Amendments to Ind AS 109, 'Financial Instruments'

The amendments to Ind AS 19 clarify the accounting for defined benefit plan amendments, curtailments and settlements. They confirm that entities must :

- calculate the current service cost and net interest for the remainder of the reporting period after a plan amendment, curtailment or settlement by using the updated assumptions from the date of the change;

- any reduction in a surplus should be recognised immediately in profit or loss either as part of past service cost, or as a gain or loss on settlement. In other words, a reduction in a surplus must be recognised in profit or loss even if that surplus was not previously recognised because of the impact of the asset ceiling; and
- separately recognise any changes in the asset ceiling through other comprehensive income.

These amendments will apply to any future plan amendments, curtailments, or settlements of the Group on or after April 1, 2019.

vi) Ind AS 103, 'Business Combinations'

The amendments clarify that obtaining control of a business that is a joint operation, is a business combination achieved in stages. The acquirer should re-measure its previously held interest in the joint operation at fair value at the acquisition date. These amendments will apply to future business combinations of the Group for which acquisition date is on or after April 1, 2019.

vii) Ind AS 111, 'Joint Arrangements'

The amendments clarify that obtaining control of a business that is a joint operation, is a business combination achieved in stages. The acquirer should re-measure its previously held interest in the joint operation at fair value at the acquisition date. These amendments will apply to future business combinations of the Group for which acquisition date is on or after April 1, 2019.

viii) Ind AS 12, 'Income Taxes'

The amendments clarify that the income tax consequences of dividends on financial instruments classified as equity should be recognised according to where the past transactions or events that generated distributable profits were recognised. These requirements apply to all income tax consequences of dividends. Previously, it was unclear whether the income tax consequences of dividends should be recognised in profit or loss, or in equity, and the scope of the existing guidance was ambiguous. The Group is in the process of evaluating the impact of above amendments.

ix) Ind AS 23, 'Borrowing Costs'

The amendments clarify that if a specific borrowing remains outstanding after the related qualifying asset is ready for its intended use or sale, it becomes part of general borrowings.

The Group's current practice is in line with these amendments and accordingly these amendments are not expected to have any material impact on its Consolidated Financial Statements.

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Notes to the Consolidated Financial Statements for the year ended March 31, 2019
(Amounts in INR crores, unless otherwise stated)

3. Property, plant and equipment

Particulars	Computers	Furniture and Fittings	Leasehold Improvements	Vehicles	Office Equipments	Plant & Machinery	Leasehold Land	Total
Gross carrying amount								
As at April 1, 2017	144.46	4.97	19.49	0.78	10.92	-	-	180.62
Acquisition of Business	4.76	0.48	0.15	-	2.92	-	-	8.31
Additions	78.34	1.66	5.93	0.67	5.12	-	-	91.72
Foreign Currency Translation Reserve	(0.09)	(0.03)	(0.04)	-	*	-	-	(0.16)
Disposals	4.28	-	-	-	0.03	-	-	4.31
As at March 31, 2018	**223.19**	**7.08**	**25.53**	**1.45**	**18.93**	**-**	**-**	**276.18**
As at April 1, 2018	223.19	7.08	25.53	1.45	18.93	-	-	276.18
Acquisition of Business (refer note 37)	3.43	0.54	-	-	0.58	0.04	-	4.59
Additions	88.28	2.88	7.01	-	15.27	0.40	85.08	198.92
Foreign Currency Translation Reserve	(0.26)	(0.02)	(0.11)	-	(0.01)	-	-	(0.40)
Discontinued Operation (Refer note 33)	0.27	-	-	-	0.05	-	-	0.32
Disposals	10.84	0.26	0.01	-	0.04	*	-	11.15
As at March 31, 2019	**303.53**	**10.22**	**32.42**	**1.45**	**34.68**	**0.44**	**85.08**	**467.82**
Accumulated depreciation / amortisation								
As at April 1, 2017	40.15	1.72	3.47	0.35	4.20	-	-	49.89
Acquisition of Business	2.46	0.14	0.04	-	0.91	-	-	3.55
For the year	57.65	1.04	2.56	0.17	3.82	-	-	65.24
Foreign Currency Translation Reserve	(0.02)	(0.01)	(0.01)	-	*	-	-	(0.04)
Deletions	3.58	-	-	-	0.01	-	-	3.59
As at March 31, 2018	**96.66**	**2.89**	**6.06**	**0.52**	**8.92**	**-**	**-**	**115.05**
As at April 1, 2018	96.66	2.89	6.06	0.52	8.92	-	-	115.05
Acquisition of Business (Refer note 37)	1.30	0.11	-	-	0.12	0.01	-	1.54
For the year	61.56	1.48	4.72	0.29	5.95	0.28	0.72	75.00
Foreign Currency Translation Reserve	(0.18)	*	*	-	*	-	-	(0.18)
Discontinued Operation (Refer note 33)	0.19	-	-	-	0.04	-	-	0.23
Deletions	7.47	0.15	-	-	0.02	-	-	7.64
As at March 31, 2019	**151.68**	**4.33**	**10.78**	**0.81**	**14.93**	**0.29**	**0.72**	**183.54**
Net carrying amount								
As at March 31, 2019	**151.85**	**5.89**	**21.64**	**0.64**	**19.75**	**0.15**	**84.36**	**284.28**
As at March 31, 2018	**126.53**	**4.19**	**19.47**	**0.93**	**10.01**	**-**	**-**	**161.13**

Notes:

(i) Capital work in progress

Capital work in progress mainly comprises of servers and network switches.

(ii) Leasehold land represent assets where Holding Company is a lessee under finance lease. The lease term in respect of the leasehold land acquired under finance lease is for ninety years. (refer note 12)

(iii) Refer to note 29 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

* Below rounding off norms adopted by the Group.

(Amounts in INR crores, unless otherwise stated)

4. Intangible assets

Particulars	Customer Relationship	Brand	Non-Compete	Software	Internally Generated Software	Total	Goodwill
Gross carrying amount							
As at April 1, 2017	-	-	-	23.04	0.98	24.02	-
Acquisition of Business	25.11	43.49	3.89	3.70	8.38	84.57	312.21
Additions	-	-	-	21.87	0.72	22.59	-
Foreign Currency Translation Reserve	-	-	-	*	-	*	-
Disposals	-	-	-	-	-	-	-
As at March 31, 2018	**25.11**	**43.49**	**3.89**	**48.61**	**10.08**	**131.18**	**312.21**
As at April 1, 2018	25.11	43.49	3.89	48.61	10.08	131.18	312.21
Acquisition of Business (Refer note 37)	-	1.28	-	3.88	-	5.16	100.98
Additions	-	-	-	13.74	-	13.74	-
Foreign Currency Translation Reserve	-	-	-	0.15	0.10	0.25	-
Disposals	-	-	-	20.92	-	20.92	-
As at March 31, 2019	**25.11**	**44.77**	**3.89**	**45.46**	**10.18**	**129.41**	**413.19**
Accumulated amortisation							
As at April 1, 2017	-	-	-	9.77	0.62	10.39	-
Acquisition of Business	-	-	-	1.91	6.22	8.13	-
For the year	1.82	3.17	0.37	6.22	2.06	13.64	-
Foreign Currency Translation Reserve	-	-	-	-	-	-	-
Deletions	-	-	-	-	-	-	-
As at March 31, 2018	**1.82**	**3.17**	**0.37**	**17.90**	**8.90**	**32.16**	-
As at April 1, 2018	1.82	3.17	0.37	17.90	8.90	32.16	-
Acquisition of Business	-	-	-	-	-	-	-
For the year	5.02	9.62	0.78	8.36	0.73	24.51	-
Impairment loss for the year (refer note 38)	-	-	-	-	-	-	120.17
Foreign Currency Translation Reserve	-	-	-	*	0.07	0.07	-
Deletions	-	-	-	0.78	-	0.78	-
As at March 31, 2019	**6.84**	**12.79**	**1.15**	**25.48**	**9.70**	**55.96**	**120.17**
Net carrying amount							
As at March 31, 2019	**18.27**	**31.98**	**2.74**	**19.98**	**0.48**	**73.45**	**293.02**
As at March 31, 2018	**23.29**	**40.32**	**3.52**	**30.71**	**1.18**	**99.02**	**312.21**

* Below rounding off norms adopted by the Group.

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One97 Communications Limited

(Amounts in INR Crores, unless otherwise stated)

5. Investment in associates and joint venture

5 (a) Investment in joint venture - Non Current

	As at March 31, 2019	As at March 31, 2018
Unquoted equity shares (Fully paid up)		
Gameoind Entertainment Private Limited 59,678,300 (March 31, 2018 : Nil) equity shares of INR 10 each	46.05	-
	46.05	**-**

5 (b) Investment in associates - Non Current

	As at March 31, 2019	As at March 31, 2018
Unquoted equity shares (Fully paid up)		
Paytm Payments Bank Limited 195,904,900 (March 31, 2018 : 195,904,900) equity shares of INR 10 each	190.14	158.07
Paytm General Insurance Corporation Ltd* 49,000 (March 31, 2018 : Nil) equity shares of INR 10 each	0.05	-
Paytm Life Insurance Corporation Limited* 49,000 (March 31, 2018 : Nil) equity shares of INR 10 each	0.05	-
Total (A)	**190.24**	**158.07**
Unquoted compulsorily convertible preference shares (Fully paid up)		
Loginext Solutions Private Limited** 279,443 (March 31, 2018 : 279,443) Compulsorily Convertible Preference share of face value of INR 10 each	9.96	15.51
Socomo Technologies Private Limited** 28,800 (March 31, 2018 : 28,800) Compulsorily Convertible Preference share of face value of INR 1 each	-	-
Total (B)	**9.96**	**15.51**
Unquoted compulsorily convertible debenture		
QorQL Private Limited# Nil (March 31, 2018 : 2,000,000) Compulsorily Convertible Debentures of INR 10 each	-	1.99
Total (C)	**-**	**1.99**
Grand Total [A+B+C]	**200.20**	**175.57**
Aggregate amount of unquoted investments	**200.20**	**175.57**
Aggregate amount of impairment in the value of investment	**69.84**	**65.29**

Converted to Investment in subsidiary during the year ended March 31, 2019.
* Investments made during the year
** Net of provision for impairment amounting to INR 27.05 (March 31, 2018 : 22.50) and INR 42.79 (March 31, 2018 : 42.79) for Loginext Solutions Private Limited and Socomo Technologies Private Limited, respectively

6. Financial assets

6 (a) Investments - Current

	As at March 31, 2019	As at March 31, 2018
Investments at fair value through profit and loss		
Mutual Funds (Quoted)		
Aditya Birla Sun Life Cash Plus - Growth - Direct Plan Nil units (March 31, 2018 :20,366,791 units)	-	568.87
Aditya Birla Sun Life Floating Rate Fund - Long Term - Growth-Direct Nil units (March 31, 2018 :14,398,760 units)	-	310.04
Aditya Birla Sun Life Savings Fund - Growth - Direct Plan Nil units (March 31, 2018 :7,457,811 units)	-	256.49
Axis Liquid Fund- Direct Growth 231,675 units (March 31, 2018 :41,357 units)	48.04	7.97
Axis Liquid Fund - Direct- Growth Option 49,112 units (March 31, 2018 :Nil units)	10.18	-
Birla Sun Life Floating Rate Fund Nil units (March 31, 2018 :4,04,421 units)	-	9.38
DSP BlackRock Liquidity Fund-Direct Plan-Growth 13 units (March 31, 2018 :153,196 units)	*	38.04
HDFC floating rate debt fund - Growth Direct Plan 3287 units (March 31, 2018 :Nil units)	1.21	-
HDFC Floating Rate Income Fund Short -Direct Plan - Wholesale Growth Option Nil units (March 31, 2018 :33,850,370 units)	-	102.85
HDFC Liquid Fund - Direct Plan-Growth Nil units (March 31, 2018 :2,316,075 units)	-	793.00
ICICI Prudential Flexible Income - Direct Plan - Growth Nil units (March 31, 2018 :1,820,260 units)	-	60.96
ICICI Prudential Liquid - Direct Plan - Growth 22,681,730 units (March 31, 2018 :22,308,384 units)	626.96	573.30
ICICI Prudential Liquid Regular Plan Growth Nil units (March 31, 2018 :45,932 units)	-	1.18

*Below rounding off norms adopted by the Group

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(Amounts in INR Crores, unless otherwise stated)

	As at March 31, 2019	As at March 31, 2018
ICICI Prudential Liquid - Direct Plan - Growth (refer note (i) below) 5,139,147 units (March 31, 2018 :Nil units)	142.05	-
ICICI Prudential MF-Floating Int Fund 18,319 Units (March 31, 2018: Nil units)	0.51	-
IDFC Cash Fund Direct Plan - Growth 10,068 units (March 31, 2018 :352,191 units)	2.28	74.32
Kotak Floater Short Term Dieet Plan Nil units (March 31, 2018 :2,235 units)	-	0.63
Kotak Liquid- Direct Plan - Growth 843 units (March 31, 2018: Nil units)	0.32	-
Reliance Liquid Fund - Treasury Plan - Direct Growth Plan - Growth Option Nil units (March 31, 2018 :264,754 units)	-	112.25
Reliance Liquid Fund - Direct Plan Growth Plan - Growth Option 1,677,500 units (March 31, 2018 :Nil units)	765.26	-
Reliance Medium Term Fund Direct Plan Growth Nil units (March 31, 2018 :68,389,527 units)	-	254.42
Reliance Money Manager Fund Direct Plan Growth Nil units (March 31, 2018 :1,051,459 units)	-	256.42
SBI Magnum Insta Cash Fund - Direct Plan - Growth Nil units (March 31, 2018 :27,156 units)	-	10.44
SBI Liquid Fund- Direct - Growth (Formerly SBI Premier Liquid Fund) 2,597,386 units (March 31, 2018 :77,954 units)	760.67	21.24
SBI Liquid Fund - Direct- Growth Option 7,600 units (March 31, 2018 :Nil units)	2.23	-
UTI Liquid Fund - Direct- Growth Option 25,319 units (March 31, 2018 :Nil units)	7.75	-
UTI- Liquid Fund-Cash Plan-Growth Direct 102,459 units (March 31, 2018 :Nil units)	31.36	-
UTI-Treasury Advantage Fund-Institutional Plan-Direct Plan-Growth Nil units (March 31, 2018 :1,061,933 units)	-	256.30
Total (A)	**2,398.82**	**3,708.10**
Debentures (unquoted)		
Ciqual Limited (refer note (iii) and (iv) below) Nil (March 31, 2018 : 27,876,274) Convertible Loan Notes of GBP 0.01 each	-	-
Total (B)	-	-
Investments at amortised cost		
Debt Instruments (quoted)		
Kotak Mahindra Prime Ltd 8.019% NCD 29 Jan 2019 Nil (March 31, 2018 : 150) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	15.03
Kotak Mahindra Prime Ltd 8.70% NCD 10 Aug 2018 Nil (March 31, 2018 : 100) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	10.49
Kotak Mahindra Prime Ltd 8.03% NCD 14 Feb 2019 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	50.16
Kotak Mahindra Investments Ltd 8.10% CP 21 Feb 2019 Nil (March 31, 2018 : 4000) Commercial Papers of INR 500,000 each	-	185.05
HDFC 7.40% NCD 22 Nov 2018 Nil (March 31, 2018 : 175) Redeemable Non Convertible Debentures of INR 10,000,000 each	-	177.49
HDFC 0% ZCB 30 Oct 2018 Nil (March 31, 2018 : 1000) Zero Coupon Bonds of INR 1,000,000 each	-	150.07
LIC Housing Finance Limited 9.65% NCD 25 Mar 2019 Nil (March 31, 2018 : 250) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	27.61
LIC Housing Finance Limited 9.7624% NCD 8 Mar 2019 Nil (March 31, 2018 : 250) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	25.33
LIC Housing Finance Limited 8.70% NCD 17 Dec 2018 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	53.61
Tata Capital Financial Services Limited 8.20% NCD 8 Mar 2019 Nil (March 31, 2018 : 500) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	52.15
LIC Housing Finance Limited 7.085% NCD 23 April 2019 1000 (March 31, 2018 : Nil) Redeemable Non Convertible Debentures of INR 1,000,000 each	99.06	-
Total (C)	**99.06**	**746.99**
Total current investments [A+B+C]	**2,497.88**	**4,455.09**

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(Amounts in INR Crores, unless otherwise stated)

6 (b Investments - Non Current	As at March 31, 2019	As at March 31, 2018
Investments at fair value through OCI (refer note (ii) below)		
Unquoted equity shares (Fully paid up)		
Ciqual Limited (refer note (iii) and (iv) below) 29,43,276 (March 31, 2018 127,489) equity shares of GBP 0.01 each	-	-
Highorbit Careers Private Limited 235 (March 31, 2018 : 235) equity shares of INR 10 each	0.38	0.36
ZEPO Technologies Private Limited 3,458 (March 31, 2018 : 3,458) Equity shares of face value INR 10 each	2.28	2.28
Pilani Experts Technology Labs Private Limited 1,277 (March 31, 2018 : 1,277) equity shares of INR 10 each	1.84	0.49
Red Pixels Ventures Limited 1,093 (March 31, 2018 : 1,093) Equity shares of face value INR 10 each	0.37	0.44
Plivo Inc 793,696 (March 31, 2018 : 793,696) common stock of USD 1 each	4.89	4.86
Software Is Correct INC (refer note (iii) below) 50,000 (March 31, 2018 : 50,000) common stock of USD 1 each	-	-
Total (A)	9.76	8.43
Investments at fair value through Profit and loss		
Unquoted Compulsorily Convertible Preference shares (Fully paid up)		
Raining Clouds Tech Private Limited (refer note (iii) below) 3,620 (March 31, 2018 : 3,620) Redeemable Convertible Preference Shares of INR 10 each	-	-
Busy Bees Logistics Solution Private Limited 18,121 (March 31, 2018 : 18,121) Compulsorily Convertible Preference share of face value of INR 10 each	82.16	48.58
Avenues Payments India Private Limited 11,379 (March 31, 2018 : 11,379) Compulsorily Convertible Preference share of face value of INR 100 each	7.00	7.00
Pilani Experts Technology Labs Private Limited 289 (March 31, 2018 : Nil) Compulsorily Convertible Preference share of face value INR 100 each	0.42	-
	89.58	55.58
Unquoted equity shares (Fully paid up)		
Paytm E-commerce Private Limited 1,792 (March 31, 2018 : 11,276) Equity shares of face value INR 10 each held by Employee Welfare Trust	5.74	45.13
Total (B)	95.32	100.71
Investments at amortised cost		
Debt instruments (quoted)		
LIC Housing Finance Limited 7.085% NCD 23 Apr 2019 Nil (March 31, 2018 : 1000) Redeemable Non Convertible Debentures of INR 1,000,000 each	-	102.45
Total (C)	-	102.45
Total Non Current Investments [A+B+C]	105.08	211.59
Total Current Investments	2,497.88	4,455.09
Total Non-Current Investments	105.08	211.59
	2,602.96	4,666.68
Aggregate book value of unquoted investments	105.08	109.14
Aggregate book value of quoted investments	2,497.88	4,557.54
Aggregate market value of quoted investments	2,497.88	4,557.54
Aggregate amount of impairment in the value of investments	5.03	5.00

Notes to 6 (a) and 6 (b) above

(i) ICICI Prudential Liquid - Direct Plan - Growth is marked under lien by banks for bank overdraft amounting to INR 142.05 (March 31, 2018 NIL) and for guarantees INR Nil (March 31, 2018 INR 0.70) issued against various contracts.

(ii) Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. Refer note 31 for determination of their fair values.

(iii) The Company holds these investments, however the fair value is Nil.

(iv) In current year, Ciqual Limited has converted 27,876,274 loan notes of GBP 0.01 each into 2,815,787 ordinary shares of GBP 0.01 each

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(Amounts in INR Crores, unless otherwise stated)

6 (c) Loans

	Non-Current As at		Current As At	
	March 31, 2019	**March 31, 2018**	**March 31, 2019**	**March 31, 2018**
Intercorporate Loans #	-	-	276.37	2.16
Security deposits	107.51	32.59	32.46	10.70
Less: Loss allowance for security deposits	(0.11)	(0.11)	-	-
	107.40	**32.48**	**308.83**	**12.86**

Break-up of security details

	As at		As at	
	March 31, 2019	**March 31, 2018**	**March 31, 2019**	**March 31, 2018**
Secured, considered good	-	-	-	-
Unsecured, considered good	107.40	32.48	308.83	12.86
Security deposit which have significant increase in credit risk	0.11	0.11	-	-
Security deposit Credit Impaired	-	-	-	-
	107.51	**32.59**	**308.83**	**12.86**
Less: Loss allowance	(0.11)	(0.11)	-	-
Total Loans	**107.40**	**32.48**	**308.83**	**12.86**

#The inter corporate loans primarily include loans given to two parties after complying with the provisions of section 186 of the Companies act, 2013. The loans have been given in accordance with terms and conditions of the underlying agreements. The loan given to one of the parties, is at the rate of 8% per annum, is repayable on demand, from the date of drawing of the loan, from the specified limit of amount extended as borrowing to the party. For other party the amounts are repayable within twelve months. The loan to the remaining other party carries a rate of interest of 10% per annum for respective amounts.

6 (d Other financial assets

		Non-current As at		Current As at	
		March 31, 2019	**March 31, 2018**	**March 31, 2019**	**March 31, 2018**
Bank balances					
Deposits with original maturity for more than 12 months (Refer note 9(a)(b) & 9(a)(c))		2.99	8.07	98.48	132.27
Others					
Loan to employees		-	-	3.55	0.28
Other advances recoverable in cash		-	-	24.76	-
Accrued Interest on Debt Instruments measured at amortised cost		-	6.08	7.43	-
Interest accrued but not due on fixed deposits		0.58	0.49	4.92	5.33
Unbilled revenue		-	-	213.83	56.34
Less: Loss allowance for unbilled revenue		-	-	(17.80)	(7.35)
	A	**3.57**	**14.64**	**335.17**	**186.87**
Amount recoverable from Payment Gateway banks*					
Unsecured, considered good					
Amount recoverable from other parties		-	-	651.47	294.87
Amount recoverable from related parties (Refer note 26)		-	-	511.03	115.57
Unsecured, considered doubtful					
Amount recoverable from other parties		-	-	3.04	3.02
		-	-	1,165.54	413.46
Less: Loss allowance		-	-	(3.04)	(3.02)
	B	-	-	**1,162.50**	**410.44**
Amount recoverable from related parties (Refer note 26)		25.09	22.53	34.03	43.76
Amount recoverable from other parties		108.41	206.47	297.59	465.48
	C	**133.50**	**229.00**	**331.62**	**509.24**
Total [A+B+C]		**137.07**	**243.64**	**1,829.29**	**1,106.55**

* The amount represent recoverable from payment gateway banks on account of credit card/debit card and net banking transactions related to third party merchants

Break up of financial assets carried at amortised cost

	Non-current As at		Current As at	
	March 31, 2019	**March 31, 2018**	**March 31, 2019**	**March 31, 2018**
Trade receivables (Note 7)	-	-	258.45	504.78
Cash and cash equivalents (Note 9(a))	-	-	325.47	331.84
Bank balances other than cash and cash equivalents (Note 9(b))	-	-	37.26	38.21
Security deposits (Note 6(c))	107.40	32.48	32.46	10.70
Inter corporate loans (Note 6(c))	-	-	276.37	2.16
Others (Note 6 (d))	137.07	243.64	1,829.29	1,106.55
Investments (Note6 (a) & (b))	-	102.45	99.06	746.99
	244.47	**378.57**	**2,858.36**	**2,741.23**

Break up of financial assets carried at fair value

	Non-current As at		Current As at	
	March 31, 2019	**March 31, 2018**	**March 31, 2019**	**March 31, 2018**
Investments at fair value through OCI (Refer note 6(b))	9.76	8.43	-	-
Investments at fair value through Profit and loss (Refer note 6(a) & 6(b))	95.32	100.71	2,398.82	3,708.10
	105.08	**109.14**	**2,398.82**	**3,708.10**

(Amounts in INR Crores, unless otherwise stated)

7. Trade receivables

	As at March 31, 2019	As at March 31, 2018
Trade Receivables	324.88	491.41
Receivables from related parties (Refer notes (i) & (ii) below)	16.14	75.38
Less: Loss allowance	(82.57)	(62.01)
	258.45	**504.78**
Current	258.45	504.78
Non-current	-	-

Break-up of security details	As at March 31, 2019	As at March 31, 2018
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	289.58	546.18
Trade receivable which have significant increase in credit risk	-	-
Trade receivable Credit Impaired	51.44	20.61
	341.02	**566.79**
Less: Loss allowance	(82.57)	(62.01)
Total Trade receivables	**258.45**	**504.78**

(i) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member, except as disclosed above.

(ii) For related party receivables, refer note 26

(iii) Trade receivables are non-interest bearing and carry a credit period of upto 90 days

8. Other assets

		Non-current		Current	
		As at		As at	
		March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Capital advances					
Unsecured, considered good		2.27	1.00	-	-
Doubtful		0.08	0.08	-	-
		2.35	1.08	-	-
Less Provision for doubtful advances		(0.08)	(0.08)	-	-
	A	**2.27**	**1.00**	-	-
Advances other than capital advances					
Advances to vendors					
Unsecured, considered good		99.91	36.59	858.91	416.67
Doubtful		-	-	6.76	4.98
		99.91	36.59	865.67	421.65
Less Provision for doubtful advances		-	-	(6.76)	(4.98)
	B	**99.91**	**36.59**	**858.91**	**416.67**
Others					
Balances with government authorities					
Goods and service tax input credit		-	-	378.87	41.52
Value Added Tax (VAT) credit receivable		-	-	0.99	0.27
Prepayments		38.86	16.09	68.97	51.87
Advances to related parties* (refer note 26)		-	-	106.08	125.44
	C	**38.86**	**16.09**	**554.91**	**219.10**
Total (A+B+C)		**141.04**	**53.68**	**1,413.82**	**635.77**

*No advances are recoverable from directors or other officers of the Company either severally or jointly with any other person. Nor any advance are recoverable from firms or private companies respectively in which any director is a partner, a director or a member, except as disclosed above.

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(Amounts in INR Crores, unless otherwise stated)

9(a). Cash and cash equivalents	**As at March 31, 2019**	**As at March 31, 2018**
Cash on hand	0.11	0.11
Balance with banks		
- On current accounts	304.03	320.28
- Deposits with original maturity for less than 3 months	21.33	11.45
	325.47	**331.84**

Notes

(a) There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period

(b) Fixed deposits included in note 6(d) and 9(b) are marked under lien by banks for guarantees amounting to INR 107.38 (March 31, 2018 : INR 241.93) issued against various contracts and includes INR 1.6 (March 31, 2018 INR 1.6) marked as lien for overdraft facility taken with HDFC Bank

(c) Fixed deposits included in note 6(d), 9(a) and 9(b) with a carrying amount of INR 0.30 (March 31, 2018 INR 62.11) are subject to first charge to secure the Company's Working Capital facility

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	As at March 31, 2019	**As at March 31, 2018**
Cash on hand	0.11	0.11
Balance with banks		
- On current accounts	304.03	320.28
- Deposits with original maturity of less than 3 months	21.33	11.45
	325.47	**331.84**
Other bank balances		
Bank overdraft	(695.60)	(242.12)
	(695.60)	**(242.12)**
Cash and cash equivalents for the purpose of cash flow statement	**(370.13)**	**89.72**

9(b). Bank balances other than cash and cash equivalents	**As at March 31, 2019**	**As at March 31, 2018**
Deposits with original maturity of more than 3 months but less than 12 months (Refer note 9(a)(b) & 9(a)(c))	37.26	38.21
	37.26	**38.21**

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10 (a). Share Capital

	Number of Shares	Amount
Authorised equity share capital		
As at April 01, 2017	56,100,000	56.10
Increase/ (decrease) during the year	-	-
As at March 31, 2018	**56,100,000**	**56.10**
Increase/ (decrease) during the year	48,006,600	48.01
As at March 31, 2019	**104,106,600**	**104.11**
Authorized preference share capital		
As at April 01, 2017	2,759,000	48.01
Increase/ (decrease) during the year	-	-
As at March 31, 2018	**2,759,000**	**48.01**
Increase/ (decrease) during the year*	(2,759,000)	(48.01)
As at March 31, 2019	-	-

*Converted into authorised equity share capital in the ratio 1: 17.4

Terms/ rights attached to equity shares
All the equity shares issued to investors and other shareholders shall rank pari passu and have a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held only.

Issued, subscribed and fully paid up shares	As at March 31, 2019	As at March 31, 2018
57,533,866 (March 31, 2018 : 55,325,271) equity shares of INR 10 each fully paid up	57.53	55.32
Total issued, subscribed and fully paid-up share capital	**57.53**	**55.32**

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity shares	March 31, 2019 Number	March 31, 2019 Amount	March 31, 2018 Number	March 31, 2018 Amount
Shares outstanding at the beginning of the year*	54,998,632	55.32	46,626,540	46.99
Shares issued during the year	2,094,650	2.05	8,127,633	8.09
Shares issued during the year - ESOP (Refer note 25)	162,847	0.16	244,459	0.24
Shares outstanding at the end of the year*	**57,256,129**	**57.53**	**54,998,632**	**55.32**

* Net of treasury shares 277,737 (March 31, 2018: 326,639) at nil cost through employee welfare trust (refer note 2.2(m))

b. Details of shareholders holding more than 5% shares in the Company

Name of shareholder	March 31, 2019		March 31, 2018	
	Number of Shares held	**% holding**	**Number of Shares held**	**% holding**
Alipay Singapore E-Commerce Private Limited	17,544,525	30.49%	17,544,525	31.71%
SVF India Holding (Cayman) Limited	11,326,223	19.69%	11,326,223	20.47%
Mr Vijay Shekhar Sharma	9,051,624	15.73%	9,051,624	16.36%
SAIF III Mauritius Company Limited	7,491,061	13.02%	7,491,061	13.54%
Alibaba.com Singapore E-Commerce Private Limited	4,428,214	7.70%	4,428,214	8.00%
SAIF Partners India IV Limited	3,180,202	5.53%	3,054,370	5.52%

c. Shares reserved for issue under options

For details of shares reserved for issue under the employee stock options plan (ESOP) of the Company (refer note 25).

Share application money pending allotment amounting to INR Nil (March 31, 2018 : INR 0.05) represents amount received from employees for exercising the employee stock options.

d. Aggregate number of bonus shares issued, shares bought back and share issued for consideration other than cash during the period of five years immediately preceding the reporting date:
The Holding Company has issued 333,035 shares for consideration other than cash during the year, no such shares issued in the previous five years. The Holding Company has not issued bonus shares and has not bought back shares during the period of five years immediately preceding the reporting date.

e. Instruments entirely equity in nature
Consequent to framework agreement entered on November 30, 2017 between the Holding Company, Little Internet Private Limited ('LI'), Shareholders of LI, Nearbuy India Private Limited ('NBI'), and Shareholders of NBI, the shareholders of NBI swapped their shares in NBI with shares in LI, resulting in their becoming 37% shareholders of LI and NBI becoming wholly owned subsidiary of LI. The Holding Company through further restructuring of its existing investments in LI (5%) and Little Singapore Pte Limited ('LS') (27%), as well as through its obligation to issue further shares amounting to INR 173.63 to other shareholders of LI, became 63% shareholder in LI. The restructuring of existing investment in LI and LS, as discussed above, resulted in LS buying back 27% stake of the Holding Company in LS for INR 77.40 and the Holding Company further infusing INR 83.53 in LI. The buyback resulted in the Holding Company recording gain of INR 44.11. Holding Company's obligation to issue further shares amounting to INR 173.63 to other shareholders of LI was disclosed as "Instruments entirely equity in nature" under Equity in the previous year.
During the current year, the Holding Company has allotted shares amounting to Rs. 172.59 Crores based on the share swap report. This has resulted in an adjustment of Rs. 1.04 Crores in the carrying value of Goodwill.

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(Amounts in INR Crores, unless otherwise stated)

10 (b). Reserve and surplus

	As at March 31, 2019	As at March 31, 2018
1. Reserve and Surplus	13,822.29	11,323.89
Securities premium	250.08	134.27
Employee stock options outstanding account (ESOP Reserve)	(8,387.77)	(4,204.02)
Retained earnings	5,684.60	7,254.14
Total reserve and surplus (A)		
(i) Securities premium	11,323.89	4,883.27
Opening balance	18.69	12.40
Add: transferred from ESOP Reserve on exercise of stock options	2,187.41	6,435.13
Add: amount received during the year on issue of shares	294.75	-
Add: shares issued for consideration other than cash	(2.45)	(6.91)
Less: amount utilized towards share issue expenses	13,822.29	11,323.89
Balance at the end of the year		
(ii) Employee stock options outstanding account (ESOP Reserve)	134.27	65.95
Opening balance	154.19	83.82
Add: Share based payment expense (refer note 25)	2.82	-
Add: Share based payment reserve on account of joint venture (refer note 25)	(19.07)	-
Less: Adjustment on cancellation of unvested stock options (refer note 25)	(18.69)	(12.40)
Less: amount transferred to securities premium on exercise of stock options	(3.44)	(3.10)
Less: reversal on forfeiture of stock options (refer note 25)	250.08	134.27
Balance at the end of the year		
(iii) Retained earnings	(4,204.02)	(2,620.45)
Opening balance	(4,167.98)	(1,589.46)
Loss for the year	(36.54)	-
Less: Acquisition of Non-controlling interest (refer note 39)	(0.95)	
Less: Non-controlling interest recognised on dilution of interest (refer note 39)	19.07	-
Add: Adjustment on cancellation of unvested ESOP (refer note 25)	(0.79)	(0.76)
Less: remeasurement of post-employee benefit obligation	3.44	3.10
Add: transfer from employee stock options outstanding (refer note 25)	-	3.55
Add : other adjustments	(8,387.77)	(4,204.02)
Balance at the end of the year		
2. Share application money pending allotment	0.05	0.22
Opening balance	(0.05)	(0.22)
Less: Exercise of share options	-	0.05
Receipt of share application money	-	0.05
Balance at the end of the year (B)		
3. Other reserves- FVTOCI	1.02	1.02
Opening balance	1.29	-
Net change in fair value of equity instruments at FVTOCI	2.31	1.02
Balance at the end of the year (C)		
4. Other reserves- FCTR	(0.31)	0.64
Opening balance	(5.45)	(0.95)
Net change during the year	(5.76)	(0.31)
Balance at the end of the year (D)		
	5,681.15	7,254.90
Total other equity		

Nature and purpose of reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act

(ii) Employee stock options outstanding account (ESOP Reserve)

Employee stock options outstanding account is used to recognise the grant date fair value of options issued to employees under the One 97 Employee Stock Option Plan

(iii) FVTOCI Reserve

The Holding Company has elected to recognise changes in the fair values of the certain investments in equity instruments in other comprehensive income. These changes are accumulated within the FVTOCI reserve within equity. The Holding Company transfers amounts from this reserve to retained earning when relevant equity securities are derecognised

(iv) FCTR Reserve

Exchange differences arising on translation of assets, liabilities, income and expenses of the Group's foreign subsidiaries are recognised in other comprehensive income and accumulated separately in foreign currency translation reserve. The amounts recognised are transferred to the consolidated statement of profit and loss on disposal of the related foreign subsidiaries

11. Provisions

	Non-current As at		Current As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Provision for employee benefits	11.55	9.89	0.60	0.36
Provision for gratuity (refer note 27)	-	-	39.07	28.86
Provision for leave benefits*				
Other provisions	-	-	0.79	1.45
Provision for income tax	11.55	9.89	40.46	30.67

*The entire amount of the provision of INR 39.07 (March 31, 2018: INR 28.86) is presented as current, since the Group does not have an unconditional right to defer settlement for any of these obligations. However based on past experience, the company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. The amount not expected to be settled within next twelve months is INR 28.05 (March 31, 2018: INR 21.15)

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(Amounts in INR Crores, unless otherwise stated)

12. Financial libilities

(a) Borrowings

	Non-current As at March 31, 2019	Non-current As at March 31, 2018	Current As at March 31, 2019	Current As at March 31, 2018
Secured				
Loan repayable on demand- bank overdraft (refer note (i) below)	-	-	695.60	242.12
	-	-	**695.60**	**242.12**
Unsecured				
Deferred payment liabilities from Noida Authority* (refer note (ii) below)	36.91	-	-	-
Other borrowings	0.56	-	-	-
	37.47	-	-	-
Total borrowings	**37.47**	-	**695.60**	**242.12**
Less: Current maturities (Refer note 12(c))	10.51	-	-	-
Total borrowings (as per Balance Sheet)	**26.96**	-	**695.60**	**242.12**

Note:
(i) Bank Overdraft (borrowing in INR) are repayable on demand and carry interest at I-MCLR and "spread" per annum. As on the reporting date, I-MCLR is 8.75% (March 31, 2018: 8.15%) and spread is 1.2% (March 31, 2018: 1.45%). Bank overdraft are secured by way of hypothecation on the entire current assets of the Holding Company, pledge on mutual funds of the Holding Company and also backed by irrevocable and personal guarantee of Mr. Vijay Shekhar Sharma, Chairman and Managing Director.
(ii) Deferred payment liabilities to Noida Authority (in INR) is in respect of land acquired on finance lease, is repayable in eight equal half yearly installments, with first instalment starting from December 31, 2018 and carry interest at the rate of 11 percent per annum compounded half yearly. The lessor has a right to cancel the allotment in the event of default. (Refer Note 3)

* New Okhla Industrial Development Authority, Uttar Pradesh

Net debt reconciliation	March 31, 2019 Non current borrowings*	March 31, 2019 Current borrowings	March 31, 2018 Non current borrowings	March 31, 2018 Current borrowings
Opening net debt	-	242.12	-	90.27
Acquired on business combination	-	3.10	-	-
Cash flows	36.56	450.38	-	151.85
Interest expense	4.51	10.57	-	12.28
Interest paid	(3.60)	(10.57)	-	(12.28)
Closing net debt	**37.47**	**695.60**	-	**242.12**

*includes INR 9.95 Cr. and INR 0.56 Cr. classified as current maturities of deferred payment liabilities and other borrowings, respectively, under other financial liabilities

	As at March 31, 2019	As at March 31, 2018
(b) Trade payables		
Current		
Trade payables#	679.04	405.95
Trade payables to related parties (Refer note 26)	57.61	56.73
	736.65	**462.68**
#refer note 30 for MSMED disclosure		
(i) Total Outstanding dues of micro and small enterprises	11.26	0.88
(ii) Total Outstanding dues other than (i) above	725.39	461.80
	736.65	**462.68**
(c) Other financial liabilities		
Current		
Payable to merchants	327.18	147.57
Payable to merchants- related parties (Refer note 26)	241.40	2.50
Current maturities of deferred payment liabilities (including interest accrued and not due) (Refer note 12(a))	9.95	-
Current maturities of other borrowings (Refer note 12(a))	0.56	-
Payable on purchase of fixed assets	42.21	13.39
Employee benefits payable	59.44	63.72
Other amount received from customers	24.99	-
Other amount received from customers- related parties (Refer note 26)	0.02	-
Others	9.66	8.62
	715.41	**235.80**

Terms and conditions of the above financial liabilities:
(i) Trade and other payables are non-interest bearing and carry credit period of upto 60 days

Note: All financial liabilities are carried at amortized cost

13. Other current liabilities

	As at March 31, 2019	As at March 31, 2018
Advance from customers	-	29.28
Advance from customers- related parties (refer note 26)	-	0.02
Other payable	1.02	0.07
Statutory dues payable:		
Tax deducted at source payable	32.04	15.22
Service tax payable	-	0.23
GST Payable	116.91	5.05
Tax collected at source payable	6.76	-
Provident fund payable	1.78	1.63
Other statutory dues	0.66	2.00
	159.17	**53.50**

(Amounts in INR Crores, unless otherwise stated)

	Year ended March 31, 2019	Year ended March 31, 2018
14. Revenue from operations		
Revenue from contracts with customers		
Sale of services (refer notes below)	3,232.01	3,052.90
	3,232.01	**3,052.90**

i) Refer note 2.2d for change in accounting policies consequent to adoption of IND AS 115
ii) Refer note 35 for disaggregated details of revenue from operations

15. Other Income

Fair value gain on investments measured at FVTPL (net)	104.00	177.44
Gain on sale of current investments measured at FVTPL (net)	114.91	-
Profit on sale of property, plant and equipment (net)	1.01	0.25
Liabilities / Provision no longer required written back	5.91	-
Exchange differences (net)	2.28	-
Miscellanous Income	0.65	0.01
Interest income		
-on bank deposits	13.56	11.02
-Interest on Income tax refund	4.96	2.60
-Interest on assets given on finance lease to related parties (Refer note 26)	-	1.59
-Interest on Inter corporate loans - measured at amortized cost	0.83	-
-Interest Income on unwinding of discount - measured at amortized cost	45.75	51.58
-Interest Income on debentures -measured at amortized cost	50.22	8.48
Other non operating income	3.58	3.74
	347.66	**256.71**

16. Employee benefits expense

Salaries, bonus and incentives	637.91	477.80
Contribution to provident and other funds	15.32	11.56
Share based payment expenses# (refer Note 25)	154.57	83.24
Leave encashment expense	20.51	22.25
Gratuity expenses (refer Note 27)	8.01	4.87
Staff welfare expenses	19.90	14.26
	856.22	**613.98**

Includes gain of INR 0.49 (March 31, 2018 loss of INR 0.14) recorded in foreign currency translation reserve

17. Finance costs

Interest		
- on borrowings at amortised cost	15.08	12.28
- Interest on late deposit on statutory dues	0.37	0.05
- on others	1.42	6.55
	16.87	**18.88**

18. Depreciation and amortization expense

Depreciation/ amortisation of property, plant and equipment	75.00	65.24
Amortisation of intangible assets	24.51	13.64
	99.51	**78.88**

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(Amounts in INR Crores, unless otherwise stated)

	Year ended March 31, 2019	Year ended March 31, 2018
19. Other expenses		
Payment gateway expenses	2,253.18	1,204.13
Connectivity and content fees	317.99	164.64
Customer and merchant onboarding expenses	43.88	73.95
Contest expenses	12.65	14.25
Communication costs	34.36	27.90
Legal and professional fees	93.82	31.55
Marketing and business promotion expenses	2,832.06	1,893.77
Advertisement expenses	619.29	331.16
Subcontract expenses	272.16	212.60
Corporate Social Responsibility (CSR) expenditure (Refer note 43)	1.59	2.28
Fixed assets written off	22.30	0.11
Insurance	9.11	7.79
Logistic, packing & collection cost	0.44	0.29
Bank Charges	3.59	9.95
Payment to auditor (Refer details below)	2.84	2.77
Postage and Courier	3.67	2.36
Power and fuel	10.03	7.16
Printing and stationery	3.84	3.41
Trade receivables/Advance written off	1.62	3.12
Provision for doubtful advances and unbilled receivables	12.25	1.82
Provision for impairment of trade receivables	20.56	35.91
Repair and maintance - Buildings	14.26	14.33
Repair and maintance - Others	20.31	4.15
Repair and maintance - Plant and machinery	44.57	17.56
Rates and taxes	10.63	9.30
Rent (Refer Note 29)	28.52	16.12
Service tax expense	7.92	24.13
Travelling and conveyance	49.12	34.65
Exchange differences (net)	-	0.57
Miscellaneous expenses	10.98	1.08
	6,757.54	**4,152.79**

	Year ended March 31, 2019	Year ended March 31, 2018
Payment to Auditors*		
As auditors		
-Audit fee	1.90	1.92
-Tax audit fee	0.05	0.05
-Limited Review (Including fee paid to previous auditors in the current year)	0.76	0.60
In other capacity		
-Other Services (Certification fees)	0.06	0.12
-Reimbursement of expenses (Including fee paid to previous auditors in the current year)	0.07	0.08
	2.84	**2.77**

*Includes payment to auditors of subsidiaries

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(Amounts in INR Crores, unless otherwise stated)

20. Exceptional items	**Year ended March 31, 2019**	**Year ended March 31, 2018**
Gain on sale of gaming business (refer note 33)	42.20	-
Gain on sale of wallet business (refer note 33)	-	62.99
Provision for impairment of investments in associates (refer notes (b) and (c) below)	(4.55)	(59.59)
Impairment of Goodwill (refer note 38)	(120.17)	-
	(82.52)	**3.40**

a) On April 9, 2018, shareholders of the Holding Company approved the transfer of online gaming business on a going concern basis by way of slump sale, to Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited). Gamepind Entertainment Private Limited, is an Indian joint venture company with 55% shares held by Paytm Entertainment Limited (wholly owned subsidiary of the Company) and 45% shares held by AGTech Media Holdings Limited. The Holding Company has transferred its online gaming business on June 1, 2018 to Gamepind Entertainment Private Limited on a going concern basis for a consideration of INR 33.91. The net liabilities of the business transferred were INR 8.29. The Group has recognized a gain of INR 42.20 which has been disclosed as exceptional gain in the Consolidated Statement of Profit and Loss for the year ended March 31, 2019.

b) The Group basis its assessment of future business projections of one of its associates i.e. Loginext Solutions Private Limited has recognized provision of INR 4.55 for impairment in the carrying value of its investment which has been shown as exceptional item in the Consolidated Statement of Profit and Loss for the year ended March 31, 2019.

c) The Group basis its assessment of future business projections of its associates, Socomo Technologies Private Limited and Loginext Solutions Private Limited, had recognised provision of INR 59.59 for impairment in the carrying value of its investment which has been shown as exceptional item in the Consolidated Statement of Profit and Loss for the year ended March 31, 2018.

d) The Group basis its assessment of future business projections of its subsidiaries i.e. Orbgen Technologies Private Limited, Little Internet Private Limited, Balance technology and Cube 26 has recognized provision for impairment in the carrying value of its goodwill of INR 67.43, INR 51.00, INR 1.51 and INR 0.23 respectively which has been shown as exceptional item in the Consolidated Statement of Profit and Loss for the year ended March 31, 2019. The impairment loss for Orbgen Technologies Private Limited and Little Internet Private Limited was based on the equity value calculated based on cash flow projections with the business plan used for impairment testing using discounted cash flow method (Refer note 38).

e) During the previous year, Company transferred its Wallet business on a going concern basis, by way of slump sale, to Paytm Payments Bank Limited. Total sale consideration of INR 65, the fair value of which is INR 63.10 (discounted at 9.75%) and net assets transferred is INR 0.11 resulting a total gain of INR 62.99.

21. Earnings per shares (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	Year ended March 31, 2019	**Year ended March 31, 2018**
Loss attributable to equity holders:		
Continuing operations	(4,162.67)	(1,568.98)
Discontinued operation	(5.31)	(20.48)
Loss attributable to equity holders for basic earnings	**(4,167.98)**	**(1,589.46)**
Weighted average number of equity shares for basic EPS	56,087,996	50,381,366
Earnings per share for continuing operations Basic and Diluted earnings per equity share (INR per Share)*	(742.17)	(311.42)
Earnings per share for discontinued operations Basic and Diluted earnings per equity share (INR per Share)*	(0.95)	(4.06)
Earnings per share for continuing and discontinued operations Basic and Diluted earnings per equity share (INR per Share)*	(743.12)	(315.48)

* In view of losses during the current year and previous year, the options which are anti-dilutive have been ignored in the calculation of diluted earnings per share. Accordingly, there is no variation between basic and diluted earnings per share.

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22. Significant accounting judgements, estimates and assumptions

The preparation of the Group's Consolidated Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Deferred taxes

Deferred tax assets can be recognised for deductible temporary differences (including unused tax losses) only to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. As the companies forming part of the Group are yet to generate operating profits, Management has assessed that as at March 31, 2019 it is not probable that such deferred tax assets can be realised in excess of available taxable temporary differences. Management re-assesses unrecognized deferred tax assets at each reporting date and recognizes to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. For details about deferred tax assets, refer note 28.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate for plans operated , the management considers the interest rates of government bonds in India. The mortality rate is based on publicly available mortality tables for the India. The mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. For further details about gratuity obligations, refer note 27.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model, Price of Recent Investment (PORI) method and Comparable Company Multiples (CCM) method. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. For further details about Fair value measurement, refer note 31.

Impairment of financial assets

The Group assesses on a forward looking basis the expected credit risks associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 32 details how the Group determines whether there has been a significant increase in credit risk.

Impairment reviews

Goodwill is tested for impairment at-least on an annual basis and when events that occur / changes in circumstances - indicate that the recoverable amount of the CGU is less than its carrying value. In calculating the value in use, the Group is required to make judgements, estimates and assumptions inter-alia concerning the growth in EBITDA, long-term growth rates; discount rates to reflect the risks involved. Also, judgement is involved in determining the CGU for allocation of the goodwill. For details about impairment reviews, refer note 38.

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(Amounts in INR crores, unless otherwise stated)

23. Group information

A. Entities over which Group exercises control

The Group's subsidiaries at March 31, 2019 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group.

The consolidated financial statements of the Group includes subsidiaries listed in the table below:

Name	Country of incorporation/ Place of business	Ownership interest held by the group		Ownership interest held by non-controlling interest	
		As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Indian subsidiaries					
One97 Communications India Limited	India	100%	100%	-	-
Paytm Financials Services Limited	India	100%	100%	-	-
Wasteland Entertainment Private Limited (w.e.f July 6,2017)	India	100%	70%	-	30%
Mobiquest Mobile Technologies Private Limited (w.e.f August 10, 2017)# ('MQ')	India	55%	55%	45%	45%
Urja Money Private Limited (w.e.f October 16, 2017)	India	62%	54%	38%	46%
Little Internet Private Limited (w.e.f. December 6, 2017)# ('Little')	India	63%	63%	37%	37%
Paytm Entertainment Limited (w.e.f July 25, 2017)	India	100%	100%	-	-
Paytm Money Limited (w.e.f. September 20, 2017)	India	100%	100%	-	-
Cube26 Software Private Limited (w.e.f November 1, 2018)	India	100%	-	-	-
QoRQL Private Limited (w.e.f June 01 ,2018)	India	100%	-	-	-
Orbgen Technologies Private Limited (w.e.f June 01, 2018)	India	100%	-	-	-
Balance Technology Private Limited (w.e.f July 31, 2018)	India	100%	-	-	-
Foreign Subsidiaries					
One97 Communications Nigeria Limited	Nigeria	100%	100%	-	-
One97 Communications FZ-LLC	Dubai	100%	100%	-	-
One97 Communications Singapore Private Limited ('OCSPL')	Singapore	100%	100%	-	-
One97 USA Inc.	USA	100%	100%	-	-
Subsidiaries of Subsidiaries					
One97 Communications Rwanda Private Limited (subsidiary of OCSPL)	Rwanda	100%	100%	-	-
One97 Communications Tanzania Private Limited (subsidiary of OCSPL)	Tanzania	100%	100%	-	-
One97 Communications Bangladesh Private Limited (subsidiary of OCSPL)	Bangladesh	70%	100%	30%	-
One97 Uganda Limited (subsidiary of OCSPL)	Uganda	100%	100%	-	-
One97 Ivory Coast SA (subsidiary of OCSPL)	Ivory Coast	100%	100%	-	-
One97 Benin SA (subsidiary of OCSPL)	Benin	100%	100%	-	-
Paytm Labs Inc. (subsidiary of OCSPL)	Canada	100%	100%	-	-
One97 Communications Malaysia Sdn. Bdn (subsidiary of OCSPL)	Malaysia	100%	100%	-	-
Xceed IT Solution Private Limited (w.e.f August 10, 2017) (subsidiary of MQ)	India	55%	55%	45%	45%
Nearbuy India Private Limited (w.e.f December 6, 2017) (subsidiary of Little)	India	63%	63%	37%	37%
One Nine Seven Nepal Private Limited (w.e.f. November 20, 2018) (subsidiary of OCSPL)	Nepal	100%	-	-	-

B. Entities over which Holding Company exercise significant influence - Associates

The entities listed below have share capital consisting solely of equity shares which are held directly by the group. The proportion of ownership interest is the same as the proportion of voting rights held except otherwise stated.

Name	Country of incorporation/ Place of business	% equity interest		Accounting method
		As at March 31, 2019	As at March 31, 2018	
Loginext Solutions Private Limited#	India	31%	31%	Equity method
Socomo Technologies Private Limited#	India	11%	11%	Equity method
QoRQL Private Limited (till May 31,2018)	India	-	32%	Equity method
Paytm Payments Bank Limited (w.e.f May 23,2017)**	India	49%	49%	Equity method
Paytm General Insurance Limited (w.e.f February 21, 2018)	India	49%	-	Equity method
Paytm Life Insurance Limited (w.e.f February 21, 2018)	India	49%	-	Equity method

C. Joint Venture of Paytm Entertainment Limited

Name	Country of incorporation/ Place of business	% equity interest		Accounting method
		As at March 31, 2019	As at March 31, 2018	
Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited)*	India	55%	-	Equity method

* The entity is into business of online gaming. It is a strategic investment which utilises group's knowledge and expertise in online space.
** The entity is a Payments Bank.

D. Entities having significant influence over the Group :-

SAIF III Mauritius Company Limited
SAIF Partners India V Limited
SAIF Partners India IV Limited
SAIF India V FII Holdings Limited
Alipay Singapore E-Commerce Private Limited
Alibaba.com Singapore E-Commerce Private Limited
Alipay Labs (Singapore) Pte Limited
SVF India Holdings (Cayman) Limited

The entities have issued preference shares as well to the Holding Company.

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24. Investment in an Associates and Joint venture

A. The following table illustrates the summarised financial information of the Group's investment in Associates.

As at March 31, 2019

Particulars	Loginext Solutions Private Limited	Paytm Payment Bank Limited	Paytm General Insurance Limited	Paytm Life Insurance Limited	Total
Current assets	8.11	2,992.37	0.10	0.10	3,000.68
Non-current assets	12.27	717.86	-	-	730.13
Current liabilities	(3.06)	(2,141.55)	*	*	(2,144.61)
Non-current liabilities	-	(1,140.88)	-	-	(1,140.88)
Employee share based payment reserve	-	(39.57)	-	-	(39.57)
Equity	**17.32**	**388.23**	**0.10**	**0.10**	**405.75**
Proportion of the Group's ownership	31%	49%	49%	49%	
Carrying amount of the investment	5.44	190.14	0.05	0.05	195.68
Investment recognised for ESOP expenses	-	-	-	-	-
Goodwill/ (Capital Reserves)	31.57	-	-	-	31.57
Provision for impairment of investment	(27.05)	-	-	-	(27.05)
Total Carrying amount of the investment	**9.96**	**190.14**	**0.05**	**0.05**	**200.20**

For the year ended March 31, 2019

Particulars	Loginext Solutions Private Limited	Paytm Payment Bank Limited	Paytm General Insurance Limited	Paytm Life Insurance Limited	Total
Revenue	15.43	142.48	-	-	157.91
Total comprehensive income for the year	(3.18)	65.47	*	*	62.30
Group's share of profit / (loss) for the year	**(1.00)**	**32.07**	*	*	**31.07**
Unrecognised share of losses	-	-	-	-	-
Contingent Liabilities, commitments and guarantees	-	5.38	-	-	**5.38**

As at March 31, 2018

Particulars	Loginext Solutions Private Limited	Paytm Payments Bank Limited	Socomo Technologies Private Limited	Indi Yuva Ltd. **	Little Internet Singapore Pte. Limited $	QorQL Private Limited	Total
Current assets	20.10	2,189.31	10.13	-	-	0.14	2,219.68
Non-current assets	2.34	119.37	10.09	-	-	2.59	134.39
Current liabilities	(1.42)	(1,986.13)	(1.31)	-	-	(0.01)	(1,988.87)
Non-current liabilities	(0.51)	-	(0.27)	-	-	(1.12)	(1.90)
Equity	**20.51**	**322.55**	**18.64**	-	-	**1.60**	**363.30**
Proportion of the Group's ownership	31%	49%	11%	0%	0%	32%	
Carrying amount of the investment	6.44	158.07	2.12	-	-	0.51	167.14
Goodwill/ (Capital Reserves)	31.57	-	34.97	-	-	1.48	68.02
Provision for impairment of carrying value	(22.50)	-	(37.09)	-	-	-	(59.59)
Total Carrying amount of the investment	**15.51**	**158.07**	-	-	-	**1.99**	**175.57**

For the year ended March 31, 2018

Particulars	Loginext Solutions Private Limited	Paytm Payments Bank Limited	Socomo Technologies Private Limited	Indi Yuva Ltd. **	Little Internet Singapore Pte. Limited$	QorQL Private Limited	Total
Revenue	7.44	224.05	13.03	-	-	0.03	244.55
Total comprehensive income for the year	(7.09)	(46.46)	(27.79)	-	-	(0.92)	(82.26)
Group's share of profit / (loss) for the year	**(2.22)**	**(22.77)**	**(3.15)**	**0.03**	**(2.70)**	-	**(30.81)**
Unrecognised share of losses	-	-	(1.15)	-	-	-	(1.15)
Contingent Liabilities, commitments and guarantees	-	14.30	-	-	-	-	14.30

*Below rounding off norms adopted by the Group.
$ The information pertains to nine months period ended December 31, 2017. Since then, the Group has ceased to recognise its share of losses of the associate entity when applying the equity method.
** During the previous year, investments in associates disposed off, the cumulative share of losses derecognised till the date of disposal.

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B. The following table illustrates the summarised financial information of the Group's investment in joint venture.

Particulars	Gamepind Entertainment Private Limited	
	As at March 31, 2019	As at March 31, 2018
Current assets		
- Cash and cash equivalents	0.82	0.01
- Other assets	60.81	-
Total current assets	**61.63**	**0.01**
Total non-current assets	58.68	-
Current liabilities		
- Financial liabilities (excluding trade payables)	(0.44)	-
- Other liabilities	(11.04)	0.02
Total current liabilities	**(11.48)**	**0.02**
Non-current liabilities		
- Financial liabilities (excluding trade payables)	-	-
- Other liabilities	(3.78)	-
Total non-current liabilities	**(3.78)**	-
Employee share based payment reserve	(26.49)	-
Net assets	**78.56**	**0.05**
Proportion of the Group's ownership	55%	55%
Carrying amount of the investment	43.22	0.04
Investment recognised for ESOP expenses	2.83	-
Goodwill/ (Capital Reserves)	-	-
Provision for impairment of investment	-	-
Total Carrying amount of the investment	**46.05**	**0.04**

Particulars	Gamepind Entertainment Private Limited	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Revenue	8.85	-
Interest Income	0.92	-
Depreciation and amortisation	1.85	-
Interest expense	-	-
Income tax expense	3.23	-
(Loss) for the year	(29.88)	-
Other comprehensive income	(0.04)	-
Total comprehensive income for the year	(29.92)	(0.02)
Group's share of profit / (loss) for the year	**(16.46)**	**(0.01)**
Unrecognised share of losses	-	-
Contingent Liabilities, commitments and guarantees	0.02	-

The management has concluded that the Group doesn't control Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited) even if it holds more than half of the voting rights of the investee entity. As per management's judgement and evaluation, the Group doesn't have unilateral ability to direct the relevant activities. The Group and other investor has ability to jointly direct the relevant activities of the investee entity by virtue of shareholder's agreement and hence considered to be a joint venture.

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25. Employee Stock Option Plans

During the year ended March 31, 2009, the Holding Company introduced One 97 Employee Stock Option Plan – I for the benefit of employees as approved by the Board of Directors in the meeting held on September 08, 2008 and by the members in the Extra Ordinary General Meeting held on October 22, 2008 for a total of 951,355 options. The Holding Company has appropriated 795,056 options of INR10 each to be granted to eligible employees which were granted on December 31, 2008. These options were granted to all eligible, permanent employees who were on rolls of Holding Company as at December 31, 2008 and to be settled in equity. These options have a vesting period of 4 years and were vested at one year interval in the following proportion:

Date of vesting	% of total options vesting
December 31, 2009	10%
December 31, 2010	20%
December 31, 2011	30%
December 31, 2012	40%

Out of 795,056 options granted, exercise price of 233,602 options granted to employees who joined the Holding Company till March 31, 2007 is INR10 per option and for 561,454 options granted to employees joining between April 01, 2007 and December 31, 2008 the exercise price is Rs 49 per option.

On September 03, 2010, the Holding Company has appropriated 252,101 options of INR 10 each to be granted to eligible employees (including grant of 30,000 options to independent non-executive directors) at an exercise price of INR 180 each. Options granted to independent non-executive directors were approved in Extra-Ordinary General meeting of members held on November 22, 2010. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
September 03, 2011	10%
September 03, 2012	20%
September 03, 2013	30%
September 03, 2014	40%

On September 01, 2011, the Holding Company increased the ESOP pool by adding 107,407 options taking total ESOP pool to 1,058,762 as approved by the Board of Directors in the meeting held on August 02, 2011 and by the members in the Extra Ordinary General Meeting held on August 19, 2011.

On January 30, 2012, the Holding Company has appropriated 4,330 options of INR 10 each to be granted to one eligible employee at an exercise price of INR 232 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
January 30, 2012	10%
January 30, 2013	20%
January 30, 2014	30%
January 30, 2015	40%

(Amounts in INR Crores, unless otherwise stated)

On December 29, 2012, the Holding Company has appropriated 196,163 options of INR 10 each to be granted to eligible employee at an exercise price of INR 180 each as approved by the Board of Directors in the meeting held on November 29, 2012 and by the members in the Extra Ordinary General Meeting held on December 29, 2012. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
December 29, 2012	10%
December 29, 2013	20%
December 29, 2014	30%
December 29, 2015	40%

On August 01, 2013, the Holding Company has appropriated 166,668 options of INR 10 each to be granted to eligible employees at an exercise price of INR 180 each as approved by the Board of Directors in the meeting held on January 31, 2014. 30% of these options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
August 1, 2014	10%
August 1, 2015	20%
August 1, 2016	30%
August 1, 2017	40%

Remaining 70% of the options will be vested upon achievement of certain performance targets.

On March 31, 2014, the Holding Company increased the ESOP pool by adding 260,000 options taking total ESOP pool to 1,318,762 as approved by the Board of Directors in the meeting held on January 31, 2014 and by the members in the Extra Ordinary General Meeting held on August 31, 2014.

On April 01, 2014 the Holding Company has appropriated 313,446 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each as ratified by the Board of Directors in the meeting held on June 10, 2015.

Date of vesting	% of total options vesting
April 1, 2015	10%
April 1,2016	20%
April 1,2017	30%
April 1,2018	40%

On April 01, 2015, the Holding Company has appropriated 491,722 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2016	10%
April 1,2017	20%
April 1,2018	30%
April 1,2019	40%

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On September 30, 2015, the Holding Company increased the ESOP pool by adding 604,858 options taking total ESOP pool to 1,923,620 as approved by the Board of Directors in the meeting held on July 24, 2015 and by the members in the Annual General Meeting held on September 30, 2015.

On October 01, 2015 the Holding Company has appropriated 104,864 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2016	10%
October 1,2017	20%
October 1,2018	30%
October 1,2019	40%

On April 01, 2016 the Holding Company has appropriated 395,325 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2017	10%
April 1,2018	20%
April 1,2019	30%
April 1,2020	40%

On October 01, 2016 the Holding Company has appropriated 97,031 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:.

Date of vesting	% of total options vesting
October 1,2017	10%
October 1,2018	20%
October 1,2019	30%
October 1,2020	40%

On April 01, 2017 the Holding Company has appropriated 361,128 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2018	10%
April 1,2019	20%
April 1,2020	30%
April 1,2021	40%

(Amounts in INR Crores, unless otherwise stated)

On October 01, 2017 the Holding Company has appropriated 29,044 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2018	10%
October 1,2019	20%
October 1,2020	30%
October 1,2021	40%

On April 01, 2018 the Holding Company has appropriated 243,899 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
April 1,2019	10%
April 1,2020	20%
April 1,2021	30%
April 1,2022	40%

On July 01, 2018 the Holding Company has appropriated 45,649 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
July 1,2019	10%
July 1,2020	20%
July 1,2021	30%
July 1,2022	40%

Certain options will be vested upon achievement of operational performance targets as determined by the Board of Directors.

On October 01, 2018 the Holding Company has appropriated 34,409 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
October 1,2019	10%
October 1,2020	20%
October 1,2021	30%
October 1,2022	40%

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On January 01, 2019 the Holding Company has appropriated 47,958 options of INR 10 each to be granted to eligible employees at an exercise price of INR 90 each. These options have a vesting period of 4 years at one year interval in following proportion:

Date of vesting	% of total options vesting
January 1,2020	10%
January 1,2021	20%
January 1,2022	30%
January 1,2023	40%

Certain options will be vested upon achievement of operational performance targets as determined by the Board of Directors.

All the above options issued by the Holding Company are Equity Settled and the vested employee stock options expire in 5 years from the date of vesting.

On March 22, 2019, the Holding Company's shareholders in an extra ordinary general meeting authorized the Chief Executive Office/Managing Director of the Holding Company to approve the cancellation/modification of unvested employee stock options with the prior consent of the employees. Pursuant to this, the Holding Company has cancelled 95,561 outstanding unvested employee stock options, with prior consent of the employees. This cancellation has resulted into an accelerated share based payment expense of INR 6.16 in the Consolidated Statement of Profit and Loss.

The total options outstanding as at March 31, 2019 are 960,743 (March 31, 2018: 988,521) out of which 15,141 (March 31, 2018: 19,785) options have an exercise price of INR 10 each, 2,868 (March 31, 2018: 5,016) options have an exercise price of INR 49 each, 127,544 (March 31, 2018: 137,813) options have an exercise price of INR 180 each and 815,190 (March 31, 2018: 825,907) options have an exercise price of INR 90 each.

Grant Date	**Number of Options outstanding**	**Number of Options outstanding**	**Exercise Price**
	March 31, 2019	**March 31, 2018**	
December 31, 2008	15,141	19,785	10
December 31, 2008	2,868	5,016	49
September 03, 2010	250	250	180
December 29, 2012	127,294	137,563	180
April 01, 2014	9,420	70,863	90
April 01, 2015	38,148	153,457	90
October 01, 2015	24,362	33,238	90
April 01, 2016	123,260	165,182	90
October 01, 2016	66,473	85,932	90
April 01, 2017	203,226	293,191	90
October 01, 2017	20,552	24,044	90
April 01, 2018	212,596	-	90
July 01, 2018	45,649	-	90
October 01, 2018	23,546	-	90
January 01, 2019	47,958	-	90
	960,743	**988,521**	

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(Amounts in INR Crores, unless otherwise stated)

Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year:

Particulars	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
		INR		INR
	March 31, 2019		March 31, 2018	
Outstanding at the beginning of the year	988,521	100.74	1,139,075	96.31
Options granted during the year	371,915	90.00	390,172	90.00
Options exercised during the year**	(157,960)	93.25	(226,034)	77.18
Options forfeited during the year	(146,172)	89.66	(314,692)	88.37
Options cancelled during the year	(95,561)	90.00	-	-
Options expired during the year	-	-	-	-
Options outstanding at the end of the year	960,743	100.56	988,521	100.74
Vested options outstanding at the end of the year (exercisable)	362,016	118.04	385,779	117.51

** The weighted average share price at the date of exercise of options exercised during the year ended March 31, 2019 was INR 6,513.33 per share (March 31, 2018: INR 4,959.04 per share).

The weighted average remaining contractual life for the share options outstanding as at March 31, 2019 was 5.71 years (March 31, 2018: 5.87 years).

The weighted average fair value of options granted during the year was INR 6,181.35 per option (March 31, 2018 was INR 4,894.71 per option).

The weighted average fair value of options granted under the One 97 ESOP Scheme during the year ended on March 31, 2019 (computed using Black-Scholes model) was INR 6,015.60 per option for grant date April 1, 2018, INR 6,017.90 per option for grant date July 1, 2018, INR 6,762.90 per option for grant date October 1, 2018 and INR 6,762.60 per option for grant date January 1, 2019. The estimation of fair value on date of grant was made using the Black-Scholes model with the following assumptions:

Grant Date:- April 1, 2018

Share price	INR 6,076 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.20-7.40%
Annualized Volatility	59.00-64.00%

Grant Date:- July 1, 2018

Share price	INR 6,076 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.82-8.10%
Annualized Volatility	59.00-62.00%

(Amounts in INR Crores, unless otherwise stated)

Grant Date:- October 1, 2018

Share price	INR 6,821 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.94-8.03%
Annualized Volatility	58.00-74.00%

Grant Date:- January 1, 2019

Share price	INR 6,823 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	7.10-7.40%
Annualized Volatility	51.00-52.00%

The weighted average fair value of options granted under the One 97 ESOP Scheme during the year ended on March 31, 2018 (computed using Black-Scholes model) was INR 4,894.71 per option for grant date April 1, 2017 and October 1, 2017. The estimation of fair value on date of grant was made using the Black-Scholes model with the following assumptions:

Grant Date:- April 1, 2017

Share price	INR 4,959.04 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	6.63%
Annualized Volatility	56.46%

Grant Date:- October 1, 2017

Share price	INR 4,959.04 per share
Weighted average exercise price	INR 90 each
Dividend yield %	0%
Expected life (years)	4
Risk free interest rate	6.48%
Annualized Volatility	54.87%

(Amounts in INR Crores, unless otherwise stated)

Notes:

1. Weighted average share price is based on the value of Equity Shares arrived at by using Backsolve method and share prices based on secondary transactions, where available.
2. Dividend yield is considered zero, as no dividend payout is expected in the foreseeable future.
3. Risk free return is based on the yield to maturity of Indian treasury securities, with a maturity corresponding to the expected term of ESOP.
4. Annualized volatility is based on the median weekly volatility of selected comparable companies for a time period commensurate with the expected term.

Little Internet Private Limited 2017 Plan (Little Plan)

Little Internet Private Limited ('Little') has introduced Employee Stock Option Scheme 2017 ("ESOS 2017") with effect from 21 December 2017 to enable the employees of Little Internet Private Limited to participate in the future growth and success of Little Internet Private Limited. ESOS 2017 is operated at the discretion of the Board of Little.

The options which confer a right but not an obligation on the employee to apply for equity shares of Little Internet Private Limited once the terms and conditions set forth in the Employee Stock Option Scheme 2017 ("ESOS 2017") and the option agreement have been met. Vesting of options would be subject to continued employment with Little Internet Private Limited and meeting the requisite performance parameters. The exercise price of the options are Nil. The other relevant terms of the grant are as below:-

Vesting Period 1 to 4 years
Exercise Period 10 years (including the vesting period)

Weighted average exercise price (WAEP) for Management stock option plan (MSOP) and Employee stock option plan (ESOP) is INR Nil.

The Details of activity under the plans are summarized below:

Particulars	31 March 2019		31 March 2018	
	ESOP	MSOP	ESOP	MSOP
Outstanding at the beginning	-	1,970,619	-	-
Options granted	71,050	-	-	1,970,619
Options Exercised	-	-	-	-
Options forfeited	36,753	-	-	-
Outstanding at the end of the year	34,297	1,970,619	-	1,970,619
Options vested & exercisable	3,430	1,139,424	-	-

The weighted average fair value of options granted in 2018 and 2019 was INR 163 per option.

(Amounts in INR Crores, unless otherwise stated)

The weighted average remaining contractual life for these options is given below:-

	31 March 2019	31 March 2018
MSOP	8.73	9.73
ESOP	9.01	-

Little Internet Private Limited has adopted the fair value method using Black-scholes Model in respect of stock options granted. The value of underlying shares has been determined by an independent valuer.
The valuation of the share options granted is based on the following assumptions:

Particulars	March 31, 2019	March 31, 2018
Risk-free interest rate (% p.a.)	7.50	7.50
Expected life of options (years)	4.41	4.41
Expected volatility (%)	42.41	42.41
Dividend yield (%)	-	-

The expense recognised for employee services received during the year is shown in the following table:

	March 31,2019	March 31,2018
Expense arising from equity-settled share-based payment transactions of Holding Company	109.26	77.27
Expense arising from equity-settled share-based payment transactions (Little Plan)	40.58	6.55
Expense arising from equity-settled share-based payment transactions (Wasteland Entertainment Private Limited)	4.28	-
Expense arising from equity-settled share-based payment transactions (Urja Money Private Limited)	0.07	-
Total expense arising from share-based payment transactions*	154.19	83.82

*Including expenses of discontinued operations for the year ended March 31, 2019: INR 0.11 (March 31, 2018: INR 0.44)

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26. Related party transactions

A. Entities over which Group exercise significant influence

Loginext Solutions Private Limited
Socomo Technologies Private Limited
Little Internet Singapore Pte. Limited (till November 30, 2017)
QoRQL Private Limited (till May 31,2018)
Indi Yuva Limited (till November 30, 2017)
Paytm Payments Bank Limited (w.e.f May 23, 2017)
Mobiquest Mobile Technologies Private Limited (till August 09, 2017)
Little Internet Private Limited (till December 05, 2017)
Paytm General Insurance Limited (w.e.f February 21, 2018)
Paytm Life Insurance Limited (w.e.f February 21, 2018)

B. Key Management Personnel

Vijay Shekhar Sharma	Chairman and Managing Director
Madhur Deora	Chief Financial Officer (from June 10, 2017)
Amit Sinha	Chief Financial Officer (from April 01, 2017 to June 10, 2017)

C. Joint Venture of Paytm Entertainment Limited

Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited)

D. Entities having significant influence over the Group

SAIF III Mauritius Company Limited
SAIF Partners India V Limited
SAIF Partners India IV Limited
SAIF India V FII Holdings Limited
Alipay Singapore E-Commerce Private Limited
Alibaba.com Singapore E-Commerce Private Limited
Alipay Labs (Singapore) Pte Limited
SVF India Holdings (Cayman) Limited

E. Relatives of Individuals owning interest in the voting power of the Group that gives the control or significant influence

Ajay Shekhar Sharma	Brother of Mr. Vijay Shekhar Sharma

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(Amounts in INR crores, unless otherwise stated)

Details of transactions with related parties during the year ended March 31, 2019 and March 31, 2018:-

Particulars	March 31, 2019	March 31, 2018
Rendering of services to related parties		
Paytm Payments Bank Limited	927.75	490.86
Socomo Technologies Private Limited	0.02	0.15
Gamepind Entertainment Private Limited	1.41	-
	929.18	**491.01**
Reimbursement of expenses incurred on behalf of related parties		
Paytm Payments Bank Limited	146.59	117.75
Gamepind Entertainment Private Limited	2.26	-
	148.85	**117.75**
Assets given on Finance Lease to related parties		
Paytm Payments Bank Limited	-	23.24
	-	**23.24**
Repayment for assets given on finance lease to related parties		
Paytm Payments Bank Limited	-	21.66
	-	**21.66**
Interest income earned from related parties		
Paytm Payments Bank Limited	3.86	5.78
	3.86	**5.78**
Gain on sale of business		
Gamepind Entertainment Private Limited	42.20	-
Paytm Payments Bank Limited	-	62.99
	42.20	**62.99**
Services received from related parties		
-Payment gateway expenses		
Paytm Payments Bank Limited	918.30	369.08
	918.30	**369.08**
-General expenses		
Paytm Payments Bank Limited	7.11	3.98
Alipay Labs (Singapore) Pte Limited	51.03	24.11
	58.14	**28.09**
Issue of equity shares		
SVF India Holdings (Cayman) Limited	-	8.09
SAIF Partners India IV Limited	0.13	-
	0.13	**8.09**
Security premium received		
SVF India Holdings (Cayman) Limited	-	6,433.81
SAIF Partners India IV Limited	99.94	-
	99.94	**6,433.81**
Stock Options granted to employees of Group Companies		
Gamepind Entertainment Private Limited	2.82	-
	2.82	-
Gain on sale of investment in associates		
Little Internet Singapore Pte. Limited	-	7.27
Indi Yuva Limited	-	3.22
	-	**10.49**
Sale of Investment in Associates		
Little Internet Singapore Pte. Limited	-	33.29
Indi Yuva Limited	-	2.87
	-	**36.16**
Investment in joint venture		
Gamepind Entertainment Private Limited	59.67	0.01
	59.67	**0.01**
Investment in associates		
Paytm Payments Bank Limited	-	110.90
Paytm General Insurance Limited	0.05	-
Paytm Life Insurance Limited	0.05	-
	0.10	**110.90**

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Details of balances outstanding with related parties as at March 31, 2019 and March 31, 2018:-

Particulars	March 31, 2019	March 31, 2018
Other financial assets (Other receivable for expenditure incurred)		
Gamepind Entertainment Private Limited	1.22	-
Alibaba.com Singapore E-Commerce Private Limited	0.08	0.08
Paytm Payments Bank Limited	16.71	6.97
	18.01	**7.05**
Amount receivable for sale of business (Other financial assets)		
Paytm Payments Bank Limited	40.98	54.29
	40.98	**54.29**
Other current asset		
Paytm Payments Bank Limited	106.08	125.44
	106.08	**125.44**
Amount receivable from payment gateway		
Paytm Payments Bank Limited	511.03	115.57
	511.03	**115.57**
Trade receivables		
Paytm Payments Bank Limited	16.14	75.38
	16.14	**75.38**
Other financial assets		
Paytm Payments Bank Limited	0.13	4.95
	0.13	**4.95**
Trade payables (including accrued expenses)		
Alipay Labs (Singapore) Pte Limited	40.88	11.47
Paytm Payments Bank Limited	16.73	45.26
	57.61	**56.73**
Other financial liability- Payable to merchants		
Socomo Technologies Private Limited	0.02	0.02
Paytm Payments Bank Limited	241.29	2.48
Gamepind Entertainment Private Limited	0.09	-
	241.40	**2.50**
Balances with banks on current account		
Paytm Payments Bank Limited	*	1.16
	*	**1.16**
Other amount received from customers (Other financial liabilities)		
Socomo Technologies Private Limited	0.02	-
	0.02	-
Advance from customers (Other current liabilities)		
Socomo Technologies Private Limited	-	0.02
	-	**0.02**
Investments		
For details of investments in joint venture and associates refer notes 5(a) and 5(b)		

*below rounding off norms adopted by the Group

Remuneration to KMP & Relatives of Individuals owning interest in the voting power of the Group that gives the control or significant influence

Particulars	March 31, 2019	March 31, 2018
Salaries, bonus and incentives	6.08	5.83
ESOP Expenses	9.37	12.40
Total compensation paid	**15.45**	**18.23**

No remuneration is paid to any other director of the Holding Company

Terms and conditions of transactions with related parties

(i) The services provided and received from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

(ii) The remuneration to the key managerial personnel ('KMP') does not include the provisions made for gratuity, leave benefits as they are determined on an actuarial basis for the Group as a whole.

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27. Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Holding company makes contributions to recognised fund/insurer in India. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. Disclosures given below are as per actuarial valuation report of independent actuary.

The following tables summarize the components of net benefit expenses recognized in the Consolidated Statement of Profit and Loss and the funded status and amount recognized in the Consolidated Balance Sheet

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2019:

		Defined benefit obligation	Fair value of plan assets *	Benefit liability (Net)
	As at April 01, 2018	(17.04)	6.79	(10.25)
	Liability acquired in business combinations	(0.87)	-	(0.87)
Gratuity cost charged to profit or loss	Current Service cost	(7.14)	-	-
	Net interest (expense)/ income	(1.40)	-	-
	Return on plan assets (excluding amounts included in net interest expense)	-	0.53	-
	Sub-total included in profit or loss	**(8.54)**	**0.53**	**(8.01)**
Remeasurement gains/(losses) in other comprehensive income	Actuarial changes arising from changes in demographic assumptions	-	-	-
	Actuarial changes arising from changes in financial assumptions	0.91	-	-
	Experience adjustments	(1.46)	0.10	-
	Sub-total included in OCI	**(0.55)**	**0.10**	**(0.45)**
	Net liability transferred on transfer of employees	2.29	-	2.29
	Benefits paid	1.45	(0.84)	0.61
	Contributions by employer	-	4.53	4.53
	As at March 31, 2019	**(23.26)**	**11.11**	**(12.15)**

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2018:

		Defined benefit obligation	Fair value of plan assets *	Benefit liability (Net)
	As at April 01, 2017	(9.98)	4.35	(5.63)
	Liability acquired in business combinations	(1.98)	-	(1.98)
Gratuity cost charged to profit or loss	Current Service cost	(4.40)	-	-
	Net interest (expense)/ income	(0.80)	-	-
	Return on plan assets (excluding amounts included in net interest expense)	-	0.33	-
	Sub-total included in profit or loss	**(5.20)**	**0.33**	**(4.87)**
Remeasurement gains/(losses) in other comprehensive income	Actuarial changes arising from changes in demographic assumptions	-	-	-
	Actuarial changes arising from changes in financial assumptions	0.16	-	-
	Experience adjustments- (Gain)/ Loss	(1.04)	0.12	-
	Sub-total included in OCI	**(0.88)**	**0.12**	**(0.76)**
	Benefits paid	1.00	(0.76)	0.24
	Contributions by employer	-	2.76	2.76
	As at March 31, 2018	**(17.04)**	**6.80**	**(10.24)**

* Fair value of the total plan assets are 100% in funds managed by Insurer.

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The net liability disclosed above relates to funded and unfunded plans are as follows:

	March 31, 2019	March 31, 2018
Present value of the obligations at end	(23.26)	(17.04)
Fair value of plan assets	11.11	6.80
Deficit of funded plan	**(12.15)**	**(10.24)**
Unfunded plans	-	-
Deficit of gratuity plan	**(12.15)**	**(10.24)**

The principal assumptions used in determining defined benefit obligations are shown below:

(i) Economic Assumptions

Particulars	March 31, 2019	March 31, 2018
	%	%
Discount rate	7.66	7.80
Future salary increases	10.00	10.00

(i) Demographic Assumptions

Particulars	March 31, 2019	March 31, 2018
Retirement Age (Years)	60	60
Mortality rates inclusive of provision for disability	100% of IALM (2006 - 08)	
Ages	Withdrawal Rate %	
Up to 30 Years	30	30
From 31 to 44 years	30	30
Above 44 years	30	30

A quantitative sensitivity analysis for significant assumption as at 31 March 2019 is as shown below:

Assumptions	March 31, 2019 Discount rate		March 31, 2019 Future salary increases	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(1.27)	1.27	1.28	(1.28)

A quantitative sensitivity analysis for significant assumption as at March 31, 2018 is as shown below:

Assumptions	March 31, 2018 Discount rate		March 31, 2018 Future salary increases	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.26)	0.26	0.24	(0.24)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Expected contributions to post-employment benefit plans for the year ending March 31, 2020 are INR 6.79 (March 31, 2018: INR 5.34).

The weighted average duration of the defined benefit obligation is 2.76 (March 31, 2018:INR 2.76).

The expected maturity analysis of gratuity is as follows:

	March 31, 2019	March 31, 2018
Within the next 12 months (next annual reporting period)	3.76	3.15
Between 1-2 years	3.10	2.10
Between 2 and 5 years	7.57	6.32
Beyond 5 years	8.83	5.47
Total expected payments	**23.26**	**17.04**

(Amounts in INR crores, unless otherwise stated)

Risk exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility: The plan assets are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, there will be a deficit of the plan asset investments in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk to an acceptable level.
Changes in bond yields: The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Inflation risks: The payments are not linked to inflation, so this is a less material risk.
Life expectancy: Obligations are to provide benefits for the life of the member, so increases in life expectancy and inflation will result in an increase in the plans' liabilities. This is particularly significant where inflationary conditions result in higher sensitivity to changes in life expectancy.

Major categories of plans assets are as follows:

	March 31, 2019		March 31, 2018	
Particulars	**Amount**	**in %**	**Amount**	**in %**
Government securities	4.53	40.79	3.11	45.85
Non convertible debentures	5.79	52.12	2.56	37.58
Others	0.79	7.09	1.13	16.57
Total	**11.11**	**100.00**	**6.80**	**100.00**

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28. Income Tax

The major components of income tax expense for the years ended March 31, 2019 and March 31, 2018 are:

Consolidated Statement of Profit and Loss:

	March 31, 2019	March 31, 2018
Current income tax:		
Current income tax charge	0.56	2.79
Adjustments in respect of current income tax of previous year expense/(credit)	-	(1.01)
Deferred tax:		
Relating to origination and reversal of temporary differences	(7.05)	(0.25)
Income tax expense reported in the Consolidated Statement of Profit and Loss	**(6.49)**	**1.53**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2019 and March 31, 2018:

	March 31, 2019	March 31, 2018
Accounting profit before income tax including discontinued operations	(4,223.69)	(1,602.81)
At India's statutory income tax rate of 31.20% (31 March 2018: 30.90%)	(1,317.79)	(495.27)
Adjustments in respect of current income tax of previous years	-	(1.01)
Tax expense during the year for One97 Employee Welfare Trust	0.12	-
Share of results of associates	(4.56)	9.58
Tax in foreign jurisdiction	0.06	1.73
Effect of tax free rates in foreign jurisdiction	(1.50)	(0.37)
Other non-deductible expenses	(2.53)	3.02
Losses on which deferred taxes not recognised*	1,282.79	455.92
Unabsorbed depreciation on which deferred taxes not recognised*	26.76	16.93
Other temporary differences on which deferred taxes utilised	(4.99)	-
Other temporary differences on which deferred taxes not recognised*	15.15	11.00
	(6.49)	**1.53**
Income tax expense reported in the Consolidated Statement of Profit and Loss	(6.49)	1.53

Deferred tax relates to the following:

	Consolidated Balance Sheet		Consolidated statement of profit and loss	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Deferred tax liabilities				
Accelerated depreciation for tax purposes	(28.66)	(29.45)	(4.81)	-
Unrealised gain on investments	(35.46)	(3.82)	-	-
Deferred tax assets				
Unabsorbed depreciation	45.05	10.00	-	-
Provision for doubtful debts	0.42	0.42	-	-
Unrealised foreign exchange gain/loss	0.08	0.08	-	-
Losses available for offsetting against future taxable income	0.10	0.10	-	(0.25)
Net deferred tax liabilities	**(18.47)**	**(22.67)**		
Deferred tax assets				
Accelerated depreciation for tax purposes	0.79	0.80	0.01	-
Losses available for offsetting against future taxable income	2.25	-	(2.25)	-
Net deferred tax assets	**3.04**	**0.80**		
Deferred tax expense/(income)			**(7.05)**	**(0.25)**

Reconciliation of deferred tax liabilities (net)

	Net deferred tax liabilities		Net deferred tax assets	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Opening balance as of 1 April	(22.67)	-	0.80	2.52
Tax income/(expense) during the period recognised in profit or loss	4.81	0.25	2.24	-
Impact of Foreign currency translation reserves	0.05	(0.15)		-
Deferred taxes acquired in business combinations	(0.65)	(22.77)		(1.72)
Closing balance as at 31 March	**(18.46)**	**(22.67)**	**3.04**	**0.80**

* Deferred tax has been recognised to the extent of available deferred tax liabilities since it is not probable that taxable profits will be available against which the unutilised tax losses and temporary differences can be utilised, as assessed at March 31,2019.

Deductible temporary differences for which no deferred tax asset is recognised in the Consolidated Balance Sheet:

Particulars	Expiry Date (Year ending March 31,)	As of March 31,2019	As of March 31, 2019 Tax impact @ 31.20%
Tax Losses	2023	331.61	103.46
	2024	1,532.75	478.22
	2025	771.54	240.72
	2026	1,475.46	460.34
	2027	4,111.50	1,282.79
Total tax losses		**8,222.86**	**2,565.53**
Unabsorbed depreciation	No expiry period	283.98	87.75
Other temporary differences		404.01	124.84
Total		**8,910.85**	**2,778.12**

Deductible temporary differences for which no deferred tax asset is recognised in the Consolidated Balance Sheet:

Particulars	Expiry Date (Year ending March 31,)	As of March 31,2018	As of March 31, 2018 Tax impact @ 30.90%
Tax Losses	2023	331.61	102.47
	2024	1,532.75	473.62
	2025	771.54	238.40
	2026	1,475.46	455.92
Total tax losses		**4,111.36**	**1,270.41**
Unabsorbed depreciation	No expiry period	163.00	50.37
Other temporary differences		267.56	82.68
Total		**4,541.92**	**1,403.46**

(Amounts in INR crores, unless otherwise stated)

29. Commitments and contingencies

a. Leases

Operating lease: Group as Lessee

The Group has taken certain office space on operating lease. Rental expense towards leases charged to Consolidated Statement of Profit and Loss for the year ended March 31, 2019 amount to INR 28.52 (March 31, 2018 INR 16.12).

The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

Future minimum rentals payable under non-cancellable operating leases are as follows:

Particulars	March 31, 2019	March 31, 2018
Not later than one year	21.84	10.41
Later than one year but not later than five years	24.11	18.71
Later than five years	5.99	1.32
Total	**51.94**	**30.44**

b. Capital commitments

Estimated amount of contracts towards property, plant & equipment remaining to be executed on capital account and not provided for is INR 40.27 (Net of capital advance of INR 1.97) [March 31 2018: INR 3.59 (Net of capital advances of INR 0.29)].

c. Contingent liabilities

i)

	March 31, 2019	March 31, 2018
Claims against the Group not acknowledged as debts	6.44	2.70
Total	**6.44**	**2.70**

ii) The Group has contingent Liability towards Bank Guarantees amounting to INR 263.32 (March 31, 2018 INR 241.93).

iii) The Group is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. There are numerous interpretative issues relating to the Supreme Court judgement. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, No provision has been made in these Consolidated Financial Statements.

Notes:

1) It is not practicable for the Group to estimate the timing of cash outflows, if any.

2) The Group does not expect any reimbursements in respect of the above contingent liabilities.

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30. Details of dues to Micro and Small Enterprises as per MSMED Act, 2006

	March 31 2019	March 31 2018
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount due under MSMED Act	10.29	0.74
- Interest due on above	0.17	0.14
	10.46	0.88
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
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 MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year, for payment already made	0.80	-
The amount of further interest remaining due and payable even in the earlier years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	38.92	-

Total Oustanding dues of micro and small enterprises is INR 11.26 (March 31, 2018: INR 0.88).

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31. Fair value

Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2019

	As of March 31, 2019	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments at fair value through OCI				
Investment in equity shares	9.76	-	-	9.76
Investments at fair value through Profit and loss				
Investment in Compulsorily Convertible Preference	89.58	-	-	89.58
Investments in Equity Shares	5.74	-	-	5.74
Investment in Mutual Funds	2,398.82	2,398.82	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2018

	As of March 31, 2018	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments at fair value through OCI				
Investments in Equity Shares	8.43	-	-	8.43
Investments at fair value through Profit and loss				
Investment in Compulsorily Convertible Preference	55.58	-	-	55.58
Investments in Equity Shares	45.13	-	-	45.13
Investment in Mutual Funds	3,708.10	3,708.10	-	-

The management has assessed that fair value of all other financial assets and liabilities including cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, loans, other financial assets, investments, trade payables, borrowings and other financial liabilities, approximate their carrying amounts.

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(Amounts in INR crores, unless otherwise stated)

32. Financial risk management objectives and policies

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group continues to focus on a system-based approach to business risk management. The Group's financial risk management process seeks to enable the early identification, evaluation and effective management of key risks facing the business. Backed by strong internal control systems, the current Risk Management Framework rests on policies and procedures issued by appropriate authorities; process of regular internal reviews/audits to set appropriate risk limits and controls; monitoring of such risks and compliance confirmation for the same.

a. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and price risk. The Group has in place appropriate risk management policies to limit the impact of these risks on its financial performance. The Group ensures optimization of cash through fund planning and robust cash management practices.

(i) Interest Rate Risk

Interest rate risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, being a 0.5% increase or decrease in interest rate, with all other variables held constant, of the Group's loss before tax due to the impact on floating rate borrowings.

As at	March 31, 2019	March 31, 2018
Effect on loss before tax:		
I-Base*- decrease by 50 bps	(3.48)	(1.21)
I-Base*- increase by 50 bps	3.48	1.21

*ICICI Bank Base

Other financial assets and liabilities of the Group are either non-interest bearing or fixed interest bearing instruments, the Group's net exposure to interest risk on such instruments is negligible.

The above sensitivity analysis is based on a reasonably possible change in the under-lying interest rate of the Group's borrowings while assuming all other variables to be constant.

Based on the movements in the interest rates historically and the prevailing market conditions as at the reporting date, the Group's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

(ii) Price risk

The Group invests its surplus funds in various debt instruments and debt mutual funds. These comprise of primarily liquid schemes of mutual funds (liquid investments), debentures and fixed deposits. All mutual fund investments are in liquid scheme only.

Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.
Set out below is the impact of a 0.25% movement in the NAV of mutual funds on the Group's loss before tax:

	Change in NAV	Effect on loss before tax
March 31, 2019	0.25%	(6.24)
	-0.25%	6.24
March 31, 2018	0.25%	(9.27)
	-0.25%	9.27

The Group's is also exposed to equity/ preference shares price risk arises from investments held by the Group and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss (refer note 6(b)). To manage its price risk arising from investments in equity/preference shares, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

(iii) Foreign currency risk

The Indian Rupee is the Group's most significant currency. As a consequence, the Group's results are presented in Indian Rupee and exposures are managed against Indian Rupee accordingly. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

The carrying amounts of the Group's financial assets and liabilities denominated in United States Dollar (USD) are as follows:

	As at March 31, 2019		As at March 31, 2018	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
Amount in USD Crores	0.43	0.21	0.10	0.23
Total	**0.43**	**0.21**	**0.10**	**0.23**

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(Amounts in INR crores, unless otherwise stated)

The following tables demonstrate the sensitivity of profit or loss to a reasonably possible change in USD and exchange rates, with all other variables held constant. The Group's exposure to foreign currency changes for all other currencies is not material.

	Change in USD rate	Effect on loss before tax
March 31, 2019	10% strengthening of USD against INR	(1.71)
	10% weakening of USD against INR	1.40
March 31, 2018	10% strengthening of USD against INR	0.88
	10% weakening of USD against INR	(0.72)

The Group's exposure to foreign currency changes for all other currencies is not material.

The above sensitivity analysis is based on a reasonably possible change in the under-lying foreign currency against the functional currency while assuming all other variables to be constant.

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Group's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

All of the Group investments and loans at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

(i) Trade receivables

The Group is exposed to credit risk in the event of non-payment by customers. Customer credit risk is managed subject to the Group's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date by grouping the receivables in homogeneous group. The calculation is based on lifetime expected credit losses.

Expected credit loss for trade receivable under simplified approach- year ended March 31, 2019

Ageing	**0-1**	**1-2**	**2-3**	**>3**	**Specific**	**Total**
Gross carrying amount- trade receivables	255.42	17.66	8.04	8.46	51.44	341.02
Expected loss rate (%)	5.66	19.20	74.38	86.41	100	
Expected credit losses (Loss allowance provision)- trade receivables	14.45	3.39	5.98	7.31	51.44	82.57
Carrying amount of trade receivables (net of impairment)	240.97	14.27	2.06	1.15	-	258.45

(Amounts in INR crores, unless otherwise stated)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected loss
Loss allowance as on April 1, 2017	24.17
Creation during the year	37.84
Loss allowance as on March 31, 2018	**62.01**
Creation during the year	20.56
Loss Allowance as on March 31, 2019	**82.57**

In previous year, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates.

Ageing of past due but not impaired receivables is as follows:

As at	March 31, 2018
up to 90 days	186.25
91 to 180 days	56.21
181 to 270 days	5.91
271 to 365 days	12.66
Total	**261.03**

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Group does not hold collateral as security.

(ii) Other financial assets

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investment of surplus funds is made only with banks of high repute.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts as illustrated in Note 6.

Reconciliation of loss allowance	Loss allowance measured at 12 month expected loss
Loss allowance as on April 1, 2017	10.48
Creation during the year	-
Loss allowance as on March 31, 2018	**10.48**
Creation during the year	10.47
Loss Allowance as on March 31, 2019	**20.95**

(Amounts in INR crores, unless otherwise stated)

c. Liquidity Risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, working capital loans etc. Group monitor their risk of shortage of funds using cash flow forecasting models. These models consider the maturity of their financial investments, committed funding and projected cash flows from operations.

The Group's objective is to provide financial resources to meet its business objectives in a timely, cost effective and reliable manner. A balance between continuity of funding and flexibility is maintained through the use of bank borrowings. The Group also monitors compliance with its debt covenants. The maturity profile of the Group's financial liabilities based on contractual undiscounted payments is given in the table below:

Particulars	0-180 days	181-365 days	More than 1 year	Total
As at March 31, 2019				
Borrowings	695.60	-	26.96	722.56
Trade payables	736.65	-	-	736.65
Other financial liabilities	710.77	4.62	-	715.39
Total	**2,143.02**	**4.62**	**26.96**	**2,174.60**
As at March 31, 2018				
Borrowings	242.12	-	-	242.12
Trade payables	462.68	-	-	462.68
Other financial liabilities	235.80	-	-	235.80
Total	**940.60**	-	-	**940.60**

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(Amounts in INR crores, unless otherwise stated)

33. Discontinued Operations

(a) On April 9, 2018, shareholders of the Holding Company approved the transfer of online gaming business forming part of Cloud segment on a going concern basis by way of slump sale, to Gamepind Entertainment Private Limited (formerly known as Acumen Game Entertainment Private Limited). Gamepind Entertainment Private Limited, is an Indian Joint Venture company with 55% shares held by Paytm Entertainment Limited (wholly owned subsidiary of the Holding Company) and 45% shares held by AGTech Media Holdings Limited. The Holding Company has transferred its online gaming business on June 1, 2018 to Gamepind Entertainment Private Limited on a going concern basis for a cash consideration of INR 33.91. The net liabilities of the business transferred were INR 8.29. The Group has recognised a gain of INR 42.20 which has been disclosed as exceptional gain in the Consolidated Statement of Profit and Loss.

The results of Gaming business for the period are presented below:

	For the year ended March 31, 2019	**For the year ended March 31, 2018**
Revenue	1.53	5.19
Expenses (Including INR 0.11 (March 31, 2018: 0.44) for share based payment expenses)	6.84	20.42
Profit/ (Loss) for the period before tax from discontinued operations	(5.31)	(15.23)
Income Tax expense	-	-
Profit/ (Loss) for the period after tax from discontinued operations	**(5.31)**	**(15.23)**

The net cash flows incurred by Gaming business are as follows:-

	For the Year ended March 31, 2019	**For the Year ended March 31, 2018**
Operating	(5.31)	(15.23)
Investing	33.91	-
Financing	-	-
Net cash inflow/(outflow)	**28.60**	**(15.23)**

Details of the gaming business sold:-

	For the Year ended March 31, 2019	**For the Year ended March 31, 2018**
Consideration Received		
Cash	33.91	-
Carrying amount of the net liability sold	8.29	-
Gain on sale before income tax	**42.20**	-
Income tax expense on gain	-	-
Gain on sale after income tax*	**42.20**	-

** The entire amount is attributable to Owners of the parent company.*

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The carrying amount of assets and liabilities as at the date of sale (June 01, 2018) were as follows:-

	For the Year ended March 31, 2019
Property, plant and equipment	0.09
Total assets	**0.09**
Trade Payable	7.07
Other current liabilities	1.31
Total liabilities	**8.38**
Net assets	**(8.29)**

(b) During previous year, the Holding Company had discontinued its Wallet business. Revenue, other income, cost, and loss of the Wallet business upto the date of transfer of business i.e. May 23, 2017 are INR 27.57, INR 2.82, INR 35.64 and INR 5.25, respectively. The Wallet business was included in the 'Payments' segment in Group's operating segments until May 23, 2017, being the date on which transfer of Wallet business was consummated. Being a discontinued operation, this business is no longer presented within the Payments segment. The Group had recognised a gain of INR 62.99 which has been shown as exceptional gain in the Consolidated Statement of Profit and loss for the year ended March 31, 2018.

34. Capital Management

The Group's objectives while managing capital are to safeguard its ability to continue as a going concern and to provide adequate returns for its shareholders and benefits for other stakeholders. The key objective of the Group's capital management is to ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

The Group's capital management objective is to remain a debt-free Group till the time it achieves break-even. In order to meet this objective, Group meets anticipated funding requirements for developing new businesses, expanding its geographical base, entering in to strategic mergers and acquisitions and other strategic investments, by issuance of equity capital together with cash generated from Group's operating and investing activities. The Group utilizes certain short term overdraft and working capital facilities to meet anticipated interim working capital requirements.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

35. Segment Reporting

The Board of Directors (chief operating decision maker or CODM) monitor the operating results of the business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment's performance is evaluated based on segment revenue and segment result viz. profit or loss before tax from continuing operations.

For management purposes, the Group is organized into business segments based on its services and has four reportable segments, as follows:

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- Payments: Includes the services provided by acting as a payment facilitator to third party merchants and money transfer facilitator to consumers.
- Commerce: Includes acting as an aggregator for digital product like movie, deal, online travel aggregator and provision of services like advertisement, brand promotion and technical support.
- Cloud: Includes provision of services to client for their various business needs like hosting services, marketing services.
- Others: Includes other businesses of the Group like wealth management services.

No operating segments have been aggregated to form the above reportable segments.

The Wallet business was included in the 'Payments' segment in Group's operating segments until May 23, 2017, being the date on which transfer of Wallet business was consummated. Being a discontinued operation, this business is no longer presented within the Payments segment. The information about this discontinued segment is provided in note 33.

The Online Gaming business was included in the 'Cloud' segment in Group's operating segments until June 1, 2018, being the date on which transfer of Online Gaming business was consummated. Being a discontinued operation, this business is no longer presented within the Cloud segment. The information about this discontinued segment is provided in note 33.

Segment assets comprise assets directly managed by each segment, and primarily include receivables, property, plant and equipment, capital work-in-progress, intangibles assets, intangible assets under development. Segment liabilities primarily include operating liabilities. Segment assets/ liabilities are measured in the same way as in the Consolidated Financial Statements. These assets/ liabilities are allocated based on the operations of the segment and the physical location of the asset.

The Group has revenues primarily from customers domiciled in India. Substantially all of the Group's non-current operating assets are domiciled in India. There is no inter segment revenue.

Information about major customers

1. Revenues of INR 927.75 (March 31, 2018 INR 490.86) are derived from an external customer. These revenues are attributed to the Payments segment.

2. Revenues of INR 992.48 (March 31, 2018 INR 1,603.11) are derived from another external customer. These revenues are attributed to the Payments and Commerce segment

Adjustments and eliminations

(i) Other income including fair value gains and losses on financial assets and finance costs are not allocated to individual segments as the underlying instruments are managed on the Group level.

(ii) Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on the Group level.

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Notes to the Consolidated Financial Statements for the year ended March 31, 2019
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Particulars	Payments		Commerce		Cloud		Others		Unallocated		Total	
	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended	Year Ended
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
REVENUE												
External Sales	1,756.08	988.05	1,130.01	1,778.50	324.68	282.31	21.24	4.04	-	-	3,232.01	3,052.90
Total revenue	1,756.08	988.05	1,130.01	1,778.50	324.68	282.31	21.24	4.04	-	-	3,232.01	3,052.90
Segment result	(2,615.34)	(1,213.18)	(1,687.22)	(506.81)	14.27	44.63	(71.95)	(13.33)	-	-	(4,360.24)	(1,688.69)
Unallocated expenses									(21.51)	(25.18)	(21.51)	(25.18)
Operating profit											(4,381.75)	(1,713.87)
Interest expenses									(16.87)	(18.88)	(16.87)	(18.88)
Interest income									115.32	75.27	115.32	75.27
Other income				10.49					232.34	170.95	232.34	181.44
Share of results of associates and joint venture	32.07	(22.77)	(1.00)	(8.04)	(16.46)	-	-	-	-	-	14.61	(30.81)
Depreciation and amortisation	(56.81)	(42.55)	(26.35)	(17.52)	(14.39)	(18.52)	(1.24)	(0.29)	(0.72)	-	(99.51)	(78.88)
Exceptional items	-	62.99	(122.98)	(59.59)	42.20	-	(1.74)	-	-	-	(82.52)	3.40
Tax Expense									(6.49)	1.53	(6.49)	1.53
Loss after tax from continuing operations											(4,211.89)	(1,583.86)

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Notes to the Consolidated Financial Statements for the year ended March 31, 2019
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Particulars	Payments		Commerce		Cloud		Others		Unallocated		Total	
	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at	As at
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
OTHER INFORMATION												
Segment assets	2,730.64	1,746.71	732.59	684.06	438.13	227.84	27.53	8.39	-	-	3,928.89	2,667.00
Unallocated assets												
-Investment									2,595.58	4,613.75	2,595.58	4,613.75
-financial assets #									1,129.35	1,073.96	1,129.35	1,073.96
-Income tax asset									467.80	282.06	467.80	282.06
-Other unallocated assets##									460.37	39.88	460.37	39.88
Total assets	2,730.64	1,746.71	732.59	684.06	438.13	227.84	27.53	8.39	4,653.09	6,009.64	8,581.99	8,676.65
Segment liabilities	1,490.38	549.65	157.65	132.88	194.17	82.91	9.89	2.25	-	-	1,852.09	767.69
Unallocated liabilities	-	-	-	-	-	-	-	-	-	-	-	-
-Borrowing									722.56	242.12	722.56	242.12
-Deferred tax liability (net)									18.47	22.67	18.47	22.67
-Other unallocated liabilities##									164.02	24.85	164.02	24.85
Total liabilities	1,490.38	549.65	157.65	132.88	194.17	82.91	9.89	2.25	905.05	289.64	2,757.14	1,057.33
Investment in joint venture and associates accounted using equity method (Net of impairment)**	190.14	158.07	9.96	15.51	46.05	-	0.10	1.99	-	-	246.25	175.57
Additions to Non Current Assets (Other than financial assets)$	161.63	76.09	185.32	391.63	11.74	22.92	2.98	4.02	267.85	164.60	629.52	659.26
Provision for doubtful debts$	10.24	0.63	2.25	1.03	18.81	36.07	1.51	*	-	-	32.81	37.73

*Below rounding off norms adopted by the Company

$ Represents numbers for the year ended March 31, 2019 and March 31, 2018.

**Represents numbers as at March 31, 2019 and March 31, 2018

#Includes INR 356.86 (March 31, 2018: INR 495.20) receivable for sale of Marketplace business to Paytm E-Commerce Private Limited and INR 40.98 (March 31, 2018: INR 54.29) for sale of Wallet business to Paytm Payments Bank Limited.

Other unallocated assets includes balances with government authorities and leasehold land. Other unallocated liabilities includes statutory dues.

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(Amounts in INR Crores, unless otherwise stated)

36. Additional information

For the year ended March 31, 2019

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total comprehensive income	Amount
Parent								
One97 Communications Limited	103.63 %	6,036.03	93.89 %	(3,959.64)	3.01 %	(0.14)	93.79 %	(3,959.78)
Adjustment due to consolidation	(22.53)%	(1,312.12)	(0.28)%	11.60	122.67 %	(5.65)	(0.14)%	5.95
Subsidiaries								
Indian								
One97 Communications India Limited	1.41 %	82.30	0.01 %	(0.40)	-	-	0.01 %	(0.40)
Paytm Financial Services Limited	0.04 %	2.12	0.00%	*	-	-	0.00%	*
Paytm Entertainment Limited	1.04 %	60.30	0.02 %	(0.65)	-	-	0.02 %	(0.65)
Paytm Money Limited	0.66 %	38.33	0.88 %	(37.11)	(1.80)%	0.08	0.88 %	(37.03)
Wasteland Entertainment Private Limited	0.92 %	53.49	0.51 %	(21.32)	1.23 %	(0.06)	0.51 %	(21.38)
Urja Money Private Limited	0.07 %	4.14	0.09 %	(3.88)	-	-	0.09 %	(3.88)
Mobiquest Mobile Technologies Private Limited (Including step down subsidiaries)	(0.02)%	(1.01)	0.04 %	(1.53)	0.25 %	(0.01)	0.04 %	(1.54)
Little Internet Private Limited (Including step down subsidiaries)	4.23 %	246.34	1.68 %	(70.75)	(12.51)%	0.58	1.66 %	(70.17)
Orbgen Technologies Private Limited	0.44 %	25.72	0.17 %	(7.34)	(0.92)%	0.04	0.17 %	(7.30)
QoRQL Private Limited	(0.01)%	(0.41)	0.04 %	(1.65)	-	-	0.04 %	(1.65)
Cube26 Software Private Limited	0.01 %	0.51	0.13 %	(5.32)	-	-	0.13 %	(5.32)
Balance Technology Private Limited	0.00%	0.07	0.03 %	(1.32)	-	-	0.03 %	(1.32)
Foreign								
One97 Communications Singapore Private Limited (Including step down subsidiaries)	(0.69)%	(40.10)	1.97 %	(83.23)	-	-	1.97 %	(83.23)
One97 Communications FZ-LLC	0.00%	0.02	(0.11)%	4.82	-	-	(0.11)%	4.82
One97 Communications Nigeria Limited	(0.14)%	(8.30)	0.05 %	(1.96)	-	-	0.05 %	(1.96)
One97 USA Inc.	0.02 %	0.88	0.06 %	(2.70)	-	-	0.06 %	(2.70)
Non controlling interests in subsidiaries	1.48 %	86.17	1.17 %	(49.22)	(7.38)%	0.34	1.16 %	(48.88)
Interest in Associate (Investments as per equity method)								
Indian								
Paytm Payments Bank Limited	7.34 %	427.79	(0.75)%	31.84	(5.00)%	0.23	(0.76)%	32.07
Loginext Solutions Private Limited	0.30 %	17.32	0.02 %	(1.00)	-	-	0.02 %	(1.00)
Socomo Technologies Private Limited	-	-	-	-	-	-	-	-
Paytm General Insurance Limited	0.00%	0.10	0.00%	*	-	-	0.00%	*
Paytm Life Insurance Limited	0.00%	0.10	0.00%	*	-	-	0.00%	*
Interest in Joint Venture (Investments as per equity method)								
Gamepind Entertainment Private Limited	1.80 %	105.06	0.39 %	(16.44)	0.46 %	(0.02)	0.39 %	(16.46)
	100.00%	**5,824.85**	**100.00%**	**(4,217.20)**	**100.00%**	**(4.61)**	**100.00%**	**(4,221.81)**

* Below rounding off norms, adopted by the Group

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(Amounts in INR Crores, unless otherwise stated)

For the year ended March 31, 2018

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total income	Amount
Parent								
One97 Communications Limited	99.43 %	7,575.55	92.90 %	(1,490.47)	44.45 %	(0.76)	92.85 %	(1,491.23)
Adjustment due to consolidation	(6.14)%	(467.87)	(1.04)%	16.72	55.55 %	(0.95)	(0.98)%	15.76
Subsidiaries								
Indian								
One97 Communications India Limited	0.52 %	39.72	0.03 %	(0.47)	-	-	0.03 %	(0.47)
Paytm Financial Services Limited	0.03 %	2.12	(0.01)%	0.12	-	-	(0.01)%	0.12
Paytm Entertainment Limited	0.00%	0.01	0.00%	*	-	-	0.00%	*
Paytm Money Limited	0.06 %	4.90	0.32 %	(5.10)	-	-	0.32 %	(5.10)
Wasteland Entertainment Private Limited	(0.06)%	(4.28)	0.27 %	(4.28)	-	-	0.27 %	(4.28)
Urja Money Private Limited	(0.02)%	(1.36)	0.09 %	(1.36)	-	-	0.08 %	(1.36)
Mobiquest Mobile Technologies Private Limited (Including step down subsidiaries)	(0.01)%	(0.99)	0.06 %	(0.99)	-	-	0.06 %	(0.99)
Little Internet Private Limited Private Limited (Including step down subsidiaries)	(0.16)%	(12.16)	1.15 %	(18.41)	-	-	1.15 %	(18.41)
Foreign								
One97 Communications Singapore Private Limited (Including step down subsidiaries)	(0.11)%	(8.07)	2.22 %	(35.66)	-	-	2.22 %	(35.66)
One97 Communications FZ-LLC	(0.06)%	(4.64)	0.78 %	(12.46)	-	-	0.78 %	(12.46)
One97 Communications Nigeria Limited	(0.08)%	(5.83)	0.40 %	(6.38)	-	-	0.40 %	(6.38)
One97 USA Inc.	0.05 %	3.45	(0.01)%	0.10	-	-	(0.01)%	0.10
Non controlling interests in subsidiaries	1.78 %	135.47	0.93 %	(14.88)	-	-	0.93 %	(14.88)
Interest in Associate								
Indian								
Paytm Payments Bank Limited	4.23 %	322.55	1.42 %	(22.77)	-	-	1.42 %	(22.77)
Loginext Solutions Private Limited	0.27 %	20.51	0.14 %	(2.22)	-	-	0.14 %	(2.22)
Socomo Technologies Private Limited	0.24 %	18.64	0.20 %	(3.16)	-	-	0.20 %	(3.16)
Indi Yuva Limited	-	-	(0.00)%	0.03	-	-	0.00%	0.03
QorQL Private Limited	0.02 %	1.60	-	-	-	-	-	-
Foreign								
Little Internet Singapore Pte. Limited	-	-	0.17%	(2.70)	-	-	0.17 %	(2.69)
	100.00%	7,619.32	100.00%	(1,604.34)	100.00%	(1.71)	100.00%	(1,606.05)

* Below rounding off norms, adopted by the Group

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37. Business combinations

(A) Summary of Acquisitions for the year ended March 31, 2019

a) Acquisition of Orbgen Technologies Private Limited

i. The Holding Company entered into a share swap agreement with existing shareholders of Orbgen Technologies Private Limited ('Orbgen') to acquire 100% equity interest in Orbgen on April 26, 2018. The transaction was consummated on June 9, 2018. The purchase consideration was discharged by way of issue of 116,001 equity shares of the Holding Company of the value of INR 122.53 and acquisition of 944,111 equity shares of Orbgen. The fair value of 116,001 equity shares issued as part of the consideration paid for Orbgen was based on acquisition date fair value of the Holding Company's shares of INR 10,560 per share determined based on Price of Recent Investment method ('PORI'). With this acquisition, the Holding Company enhanced the reach of its payments business segment towards usage for online movie ticket booking. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised in Orbgen as of the date of acquisition, i.e. June 9, 2018. The acquisition was recorded on the basis of assets and liabilities as at June 1, 2018 for convenience purposes as the transactions between June 9, 2018 and June 1, 2018 were not material.

	As of June 1, 2018
Assets acquired	
Property, plant and equipment	3.04
Brand, Information and technology platform	5.16
Other intangible assets	0.01
Financial assets	
Cash and cash equivalents	0.71
Trade receivables	0.61
Loans	3.35
Other assets	19.10
Total Assets	**31.98**
Liabilities assumed	
Borrowings	3.10
Deferred Tax Liability	1.32
Financial liabilities	
Trade payables	2.66
Other liabilities	0.78
Other current liabilities	0.83
Total Liabilities	**8.69**
Net identifiable assets (A)	**23.29**
Goodwill arising on Acquisition (B)	**99.24**
Purchase Consideration (A+B)	**122.53**

No significant receivables have been acquired as part of acquisition of Orbgen. No contingent liabilities were transferred to the Holding Company as part of acquisition of Orbgen.

iii. The goodwill recognized on consolidation arising from the transaction consists largely of the synergies expected from the combined operation of the Holding Company and Orbgen. Part of the goodwill recognized in this transaction has been impaired (refer note 38).

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iv. From the date of acquisition, Orbgen has contributed INR 19.21 of revenue and INR 72.67 (including impairment of goodwill INR 67.43) to the loss after tax. If the business combination had taken place at the beginning of the year ended March 31, 2019, revenue from Orbgen operations would have been INR 19.86 and the loss after tax from Orbgen operations would have been INR 74.81

v. Analysis of cash flows on acquisition:

	As of June 1, 2018
Cash consideration paid	-
Net cash acquired with the subsidiary	0.71
Net cash inflow in respect of business combination (included in cash flows from investing activities)	0.71

vi. Subsequent to the above acquisition the Holding Company has purchased an additional 30,769 equity shares of Orbgen for a consideration of INR 4.

b) Balance Technology Private Limited

i. The Holding Company entered into a share subscription agreement with shareholders of Balance Technology Private Limited ('Balance Tech') to acquire 100% equity interest in Balance Tech as on June 26, 2018 for INR 1.60. The transaction was consummated on July 26, 2018. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised in Balance Technology Private Limited as of the date of acquisition, i.e. July 31, 2018. The acquisition was recorded on the basis of assets and liabilities as at July 31, 2018 for convenience purposes as the transactions between July 26, 2018 and July 31, 2018 were not material.

	As of July 31, 2018
Assets acquired	
Property, plant and equipment	0.01
Financial assets	
Cash and cash equivalents	0.08
GST Receivable	0.02
Liabilities assumed	
Financial liabilities	
Trade payables	0.02
Net identifiable assets (A)	**0.09**
Goodwill arising on Acquisition (B)	**1.51**
Purchase Consideration (A+B)	**1.60**

No contingent liabilities were transferred to the Holding Company as part of acquisition of Balance Tech.

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iii. The goodwill recognized on consolidation arising from the transaction consists largely of the synergies expected from the combined operation of the Holding Company and Balance tech. The goodwill recognized in this transaction has been fully impaired (refer note 38).

iv. From the date of acquisition, Balance Tech has contributed INR Nil of revenue and INR 2.63 (including impairment of balance tech goodwill INR 1.51) to the loss after tax. If the business combination had taken place at the beginning of the year ended March 31, 2019, revenue from Balance Tech operations would have been INR * and the loss after tax from Balance Tech operations would have been INR 2.83.

* Below rounding off norms adopted by the Group

v. Analysis of cash flows on acquisition:

	As of July 31, 2018
Cash consideration paid	1.60
Net cash acquired with the subsidiary	0.08
Net cash outflow in respect of business combination (included in cash flows from investing activities)	(1.52)

c) Cube26 Software Private Limited

i. The Holding Company entered into a share purchase agreement with shareholders of Cube26 Software Private Limited ('Cube 26') to acquire 100% equity and preference interest in Cube 26 as on November 6, 2018 for INR 0.74 Crores. The transaction was consummated on November 1, 2018. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised in Cube26 Software Private Limited as of the date of acquisition, i.e. November 1, 2018. The acquisition was recorded on the basis of assets and liabilities as at October 31, 2018.

	As of October 31, 2018
Assets acquired	
Other non-current assets	0.01
Financial assets	
Cash and cash equivalents	0.02
Advance to vendors	0.07
TDS Receivables	0.41
Net identifiable assets (A)	**0.51**
Goodwill arising on Acquisition (B)	**0.23**
Purchase Consideration (A+B)	**0.74**

No contingent liabilities were transferred to the Holding Company as part of acquisition of Cube26 Software Private Limited.

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iii. The goodwill recognized on consolidation arising from the transaction consists largely of the synergies expected from the combined operation of the Holding Company and Cube 26. The goodwill recognized in this transaction has been fully impaired (refer note 38).

iv. From the date of acquisition, Cube 26 has contributed INR Nil of revenue and INR 0.23 (including impairment of cube 26 goodwill INR 0.23) to the loss after tax. If the business combination had taken place at the beginning of the year ended March 31, 2019, revenue from Cube 26 operations would have been INR * and the loss after tax from Cube 26 operations would have been INR 5.56.

* Below rounding off norms adopted by the Group

v. Analysis of cash flows on acquisition:

	As of October 31, 2018
Cash consideration paid	0.74
Net cash acquired with the subsidiary	0.02
Net cash outflow in respect of business combination (included in cash flows from investing activities)	(0.72)

(B) Summary of Acquisitions for the year ended March 31, 2018

a) Acquisition of 63% interest in Little Internet Private Limited

i. Consequent to framework agreement entered on November 30, 2017 between the Holding company, Little Internet Private Limited ('LI'), shareholders of LI, Nearbuy India Private Limited ('NBI'), and shareholders of NBI, the shareholders of NBI swapped their shares in NBI with shares in LI, resulting in their becoming 37% shareholders of LI and NBI becoming wholly owned subsidiary of LI. The Holding company through further restructuring of its existing investments in LI (5%) and Little Singapore Pte Limited ('LS') (27%), as well as through its obligation to issue further shares amounting to INR 173.63 to other shareholders of LI, became 63% shareholder in LI. The restructuring of existing investment in LI and LS, as discussed above, resulted in LS buying back 27% stake of the Holding company in LS for INR 77.40 and the Holding company further infusing INR 83.53 in LI.

With the above, the Group has enhanced the reach of its payment business segment. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their preliminary fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised and non-controlling interest in LI as of the date of acquisition, i.e. December 06, 2017. The acquisition was recorded on the basis of assets and liabilities as at November 30, 2017 for convenience purposes as the transactions between November 30, 2017 and December 6, 2017 were not material.

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	As of December 6, 2017
Assets acquired	
Property, plant and equipment	5.82
Goodwill	241.22
Intangible assets	
Brand	39.88
Customer relationship	22.90
Non-compete	2.50
Other intangible assets	2.38
Intangible assets under development	0.43
Financial assets	
Cash and cash equivalents	85.06
Trade receivables	1.43
Loans	1.49
Others	32.69
Other assets	6.24
Liabilities assumed	
Borrowings	(6.14)
Financial liabilities	
Trade payables	(22.04)
Others	(15.52)
Other liabilities	(27.69)
Net identifiable assets (A)	**370.47**
Goodwill arising on Acquisition (B)	**40.65**
Non-controlling Interest (C)	**138.81**
Purchase Consideration (A+B-C)	**272.31**

No contingent liabilities were transferred to the Group as part of acquisition of LI.

iii. The goodwill recognised in the transaction consists largely of the synergies expected from the combined operation of the Group and LI and certain intangible assets such as assembled work force which have not been recognised separately as it do not meet the criteria for recognition as intangible assets under IAS 38 "Intangible Assets". None of the goodwill recognised is deductible for Income tax purposes.

iv. From the date of acquisition, LI has contributed INR 8.60 of revenue and INR 29.42 to the loss after tax. If the business combination had taken at the beginning for the year ended March 31, 2018, revenue from LI operations would have been INR 39.74 and the loss after tax from LI operations would have been INR 66.82

v. Purchase Consideration:

Cash paid	83.53
Obligation to issue shares fixed number of shares	173.63
Fair value of existing investment in associates	15.15
Total purchase consideration	**272.31**

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vi. Analysis of cash flows on acquisition:

Cash consideration paid	-
Net cash acquired with the subsidiary	1.53
Net cash outflow in respect of business combination (included in cash flows from investing activities)	(1.53)

b) Acquisition of 54% interest in Urja Money Private Limited

i. The Holding company entered into a share subscription agreement with Urja Money Private Limited to acquire (by infusion of funds) 54% equity interest in Urja Money Private Limited ('Urja') as on September 26, 2017 for INR 6. The transaction was consummated on October 16, 2017. With this acquisition, the Group will use Urja's technology to create a loan management system in collaboration with lending partners. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their preliminary fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised and non-controlling interest in Urja as of the date of acquisition, i.e. October 16, 2017. The acquisition was recorded on the basis of assets and liabilities as at October 31, 2017 for convenience purposes as the transactions between October 16, 2017 and October 31, 2017 were not material.

	As of October 16, 2017
Assets acquired	
Property, plant and equipment	0.02
Other intangible assets	0.02
Intangible assets under development	0.80
Financial assets	
Cash and cash equivalents	4.54
Trade receivables	0.07
Loans	2.13
Others	0.04
Liabilities assumed	
Borrowings	(2.20)
Financial liabilities	
Trade payables	(0.08)
Others	(0.19)
Other current liabilities	(0.12)
Net identifiable assets (A)	**5.03**
Goodwill arising on Acquisition (B)	**3.30**
Non-controlling Interest (C)	**2.33**
Purchase Consideration (A+B-C)	**6.00**

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No significant receivables have been acquired as part of acquisition of Urja. No contingent liabilities were transferred to the Group as part of acquisition of Urja.

iii. The goodwill recognised in the transaction consists largely of the synergies expected from the combined operation of the Group and Urja and certain intangible assets such as assembled work force and customer lists which have not been recognised separately as these do not meet the criteria for recognition as intangible assets under IAS 38 "Intangible Assets". None of the goodwill recognised is deductible for Income tax purposes.

iv. From the date of acquisition, Urja has contributed INR 0.04 of revenue and INR 2.54 to the loss after tax. If the business combination had taken place at the beginning of the year ended March 31, 2018, revenue from Urja operations would have been INR 0.29 and the loss after tax from Urja operations would have been INR 4.25.

v. Analysis of cash flows on acquisition:

Cash consideration paid	-
Net cash acquired with the subsidiary	0.54
Net cash inflow in respect of business combination (included in cash flows from investing activities)	(0.54)

c) Acquisition of 54% interest in Mobiquest Mobile Technologies Private Limited

i. The Holding company acquired 16.99% voting interest in Mobiquest Mobile Technologies Private Limited (Mobiquest) by investing INR 2.16 on June 28, 2017.

The Group made further investment of INR 8.05 (including INR 4.48 by subscribing to fresh equity shares) resulting in Group's holding of 54% in Mobiquest. The transaction got consummated on August 10, 2017. With this acquisition, the Group has enhanced the reach of its payments business segment towards usage for loyalty points and data analytics.

The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their fair values as on the acquisition date and the purchase consideration has been allocated to the net assets. The acquisition was recorded on the basis of assets and liabilities as at July 31, 2017 for convenience purposes as the transactions between July 31, 2017 and August 10, 2017 were not material.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised and non-controlling interest in Mobiquest as of the date of acquisition, i.e. August 10, 2017.

	As of August 10, 2017
Assets acquired	
Property, plant and equipment	0.12
Goodwill	-
Intangible assets	
Brand	1.13

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	As of August 10, 2017
Customer relationship	2.21
Non-compete right	0.37
Other intangibles	0.11
Financial assets	
Cash and cash equivalents	5.33
Trade receivables	3.06
Others	1.03
Other current assets	0.77
Liabilities assumed	
Deferred tax liability (net)	(1.26)
Financial liabilities	
Trade payables	(4.89)
Others	(1.70)
Other current liabilities	(0.14)
Net identifiable assets (A)	**6.14**
Goodwill arising on Acquisition (B)	**6.84**
Non-controlling Interest (C)	**2.77**
Purchase Consideration (A+B-C)	**10.21**

No contingent liabilities were transferred to the Group as part of acquisition of Mobiquest.

The goodwill recognised in the transaction consists largely of the synergies expected from the combined operation of the Group and Mobiquest and certain intangible assets such as assembled work force and customer lists which have not been recognised separately as these do not meet the criteria for recognition as intangible assets under IAS 38 "Intangible Assets". None of the goodwill recognised is deductible for Income tax purposes.

iii. From the date of acquisition, Mobiquest has contributed INR 3.58 of revenue and INR 1.80 to the loss after tax.

iv. The details of receivables acquired through business combination are as follows:

As of August 10, 2017	Fair value	Gross contractual amount of receivable	Best estimate of amount not expected to be collected
Trade receivables	3.06	4.47	1.41

v. Analysis of cash flows on acquisition:

Cash consideration paid	5.73
Net cash acquired with the subsidiary	0.83
Net cash outflow in respect of business combination (included in cash flows from investing activities)	4.90

(Amounts in INR crores, unless otherwise stated)

d) Acquisition of 70% interest in Wasteland Entertainment Private Limited

i. The Holding company entered into a share subscription agreement with Wasteland Entertainment Private Limited to acquire (by infusion of funds) 70% equity interest in Wasteland Entertainment Private Limited ('Wasteland') as on June 14, 2017 for INR 35. The transaction was consummated on July 06, 2017. With this acquisition, the Group enhanced the reach of its payments business segment towards usage for events and related activities. The acquisition was accounted for in the books, using the acquisition method and accordingly, all the assets and liabilities were measured at their preliminary fair values as on the acquisition date and the purchase consideration has been allocated to the net assets.

The acquisition was recorded on the basis of assets and liabilities as at June 30, 2017 for convenience purposes as the transactions between June 30, 2017 and July 6, 2017 were not material.

ii. The following table summarizes the fair value of the consideration paid, the amount at which assets acquired and the liabilities assumed are recognised and non-controlling interest in Wasteland as of the date of acquisition, i.e. July 06, 2017.

	As determined as of July 06, 2017
Assets acquired	
Property, plant and equipment	0.06
Intangible assets	
Brand	2.39
Non-compete right	1.02
Other intangibles	1.52
Financial assets	
Cash and cash equivalents	*
Bank balances other than cash and cash equivalents	35.02
Others	0.05
Liabilities assumed	
Deferred tax liability (net)	(1.16)
Financial liabilities	
Trade payables	(0.03)
Others	(17.62)
Other current liabilities	(0.02)
Net identifiable assets (A)	**21.24**
Goodwill arising on Acquisition (B)	**20.19**
Non-controlling Interest (C)	**6.44**
Purchase Consideration (A+B-C)	**35.00**

* Below rounding off norms adopted by the Group.

No significant receivables were acquired as part of acquisition of Wasteland. No contingent liabilities were transferred to the Group as part of acquisition of Wasteland.

The goodwill recognised in the transaction consists largely of the synergies expected from the combined operation of the Group and Wasteland and certain intangible assets such as assembled work force and customer lists which have not been recognised separately as these do not meet the criteria for recognition as intangible assets under IAS 38 "Intangible Assets". None of the goodwill recognised is deductible for Income tax purposes.

iii. From the date of acquisition, Wasteland has contributed INR 8.10 of revenue and INR 6.14 to the loss after tax. If the business combination had taken place at the beginning of the year ended March 31, 2018, revenue from Wasteland operations would have been INR 9.40 and the loss after tax from Wasteland operations would have been INR 6.20.

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iv. Analysis of cash flows on acquisition:

Cash consideration paid	-
Net cash acquired with the subsidiary	0.03
Net cash outflow in respect of business combination (included in cash flows from investing activities)	(0.03)

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38. Impairment review of goodwill arising on Consolidation

The Group during the year has acquired entities (Refer Note 23 and 37) for enhancing its payment service business. The Group monitors the business of the respective acquisitions independently and thus considers each acquisition as a separate Cash Generating Unit ('CGU').

Carrying amount of Goodwill (net of impairment):-

Cash Generating Unit	As at March 31, 2019	As at March 31, 2018
Little Internet Private Limited	230.87	281.87
Orbgen Technologies Private Limited	31.81	-
Wasteland Entertainment Private Limited	20.19	20.19
Mobiquest Mobile Technologies Private Limited	6.80	6.80
Urja Money Private Limited	3.35	3.35
Balance Technology Private Limited	-	-
Cube26 Software Private Limited	-	-
Total	**293.02**	**312.21**

The Group reviews the goodwill for any impairment at the CGU level. The recoverable amount of the above CGUs are based on value-in-use, which is determined based on five year business plans that have been approved by the management for internal purposes. The said planning horizon of five years reflects the assumptions for short to medium-term market developments. The cash flows beyond the planning period are extrapolated using appropriate terminal growth rates. The terminal growth rates used do not exceed the long term average growth rates of the respective industry and country in which the entity operates and are consistent with the internal/external sources of information.

The key assumptions used in value-in-use calculations are as follows:

- Earnings before interest and taxes margins ('EBIT')
- Discount rate
- Growth rates

EBIT margins: The margins have been estimated based on past experience after considering incremental revenue arising out of increase in payment business from the existing and new customers. Margins will be positively impacted from the efficiencies and initiatives driven by the Company; whereas, factors like increased cost of operations may impact the margins negatively.

Discount rate: Discount rate reflects the current market assessment of the risks specific to the CGU estimated based on the weighted average cost of capital. Pre-tax discount rate used ranged from 14.00% to 15.00% for the year ended March 31, 2019 which in the opinion of management are consistent with companies in similar business.

Growth rates: The terminal growth rates used are in the opinion of management in line with the long-term average growth rates of the respective industry in which the entity operates and are consistent with the internal/external sources of information. The terminal growth rates used in extrapolating cash flows beyond the planning period, range from 1.28 to 3.5 times of revenue for the terminal year.

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Goodwill Impairment - During the year ended March 31, 2019, the goodwill on consolidation has been impaired based on above mentioned analysis. Below is the table showing the value of goodwill impaired for the subsidiaries.

Particulars	As at March 31, 2019	As at March 31, 2018
Little Internet Private Limited	51.00	-
Orbgen Technologies Private Limited	67.43	-
Balance Technology Private Limited	1.51	-
Cube26 Software Private Limited	0.23	-
Total	**120.17**	**-**

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(Amounts in INR crores, unless otherwise stated)

39. Transactions with Non-controlling Interests

The Group had acquired 70% stake in Wasteland Entertainment Private Limited on July 06, 2017. On September 19, 2018, the Group acquired remaining 30% stake for INR 38.05. Immediately prior to the purchase, the carrying amount of the existing 30% non-controlling interest was INR 1.51. The Group recognised a decrease in non-controlling interests of INR 1.51 and a decrease in equity attributable to owners of the parent of INR 36.54. The effect on the equity attributable to the owners of One97 Communications Limited during the year is summarised as follows:

	31-Mar-19	31-Mar-18
Carrying amount of non-controlling interests acquired	1.51	-
Consideration paid to non-controlling interests	38.05	-
Excess of consideration paid recognised in retained earnings within equity	(36.54)	-

The Group has sold 30% stake in One97 Communications Bangladesh Private Limited on December 20, 2018. Immediately prior to the sale, the carrying amount of the 30% stake in One97 Bangladesh Private Limited was INR 1.09. The Group recognised the non-controlling interests of INR 1.09 and a decrease in equity attributable to the owners of the parent by INR 0.95. The effect on the equity attributable to the owners of One97 Communications Limited during the year is summarised as follows:

	31-Mar-19	31-Mar-18
Carrying amount of non-controlling interests sold	1.09	-
Consideration received from non-controlling interests	0.14	-
Deficit of consideration received recognised in retained earnings within equity	(0.95)	-

There were no transactions with non-controlling interests during the year ended March 31, 2018.

Non Controlling Interests (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter-company eliminations.

Summarised Balance Sheet	Little Internet Private Limited		Nearbuy Internet Private Limited	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Current assets	10.27	71.64	13.36	19.14
Current liabilities	4.80	5.83	21.17	22.36
Net current assets	**5.47**	**65.81**	**(7.81)**	**(3.22)**
Non-Current assets	275.55	281.92	2.32	2.88
Non-Current liabilities	0.04	0.03	0.62	0.75
Net non-current assets	**275.51**	**281.89**	**1.70**	**2.13**
Net assets	**280.98**	**347.70**	**(6.11)**	**(1.09)**
Accumulated NCI	**85.74**	**127.79**	#	#

Summarised statement of profit and loss	Little Internet Private Limited		Nearbuy Internet Private Limited	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Revenue	14.13	16.76	44.71	33.36
Profit / (loss) for the year	(85.88)	(21.98)	(50.98)	(48.94)
Other comprehensive income / (loss)	(0.01)	0.39	0.07	(0.17)
Total comprehensive income	**(85.89)**	**(21.59)**	**(50.91)**	**(49.11)**
Profit/(loss) allocated to NCI	(42.40)	(11.03)	#	#

Accumulated NCI and Profit allocated to NCI of Little Internet Private Limited includes accumulated NCI and profit allocated for Nearbuy Internet Private Limited.

Summarised cash flows	Little Internet Private Limited		Nearbuy Internet Private Limited	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Net cash used in operating activities	(19.50)	(10.46)	(50.22)	(48.33)
Net cash flows/used in investing activities	18.64	(81.72)	5.58	(8.97)
Net cash flows from financing activities	*	93.20	44.28	53.07
Net increase/ (decrease) in cash and cash equivalents	**(0.86)**	**1.02**	**(0.36)**	**(4.23)**

* Below rounding off norms, adopted by the Group.

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40. Overdue outstanding foreign currency receivable and payable

The Holding Company has foreign currency payable balances aggregating to INR 2.61 and INR 0.10 which are outstanding for more than six months and three years respectively, as of March 31, 2019. The Holding Company has applied to authorised dealer for extension of the time for payment of these payable balances vide its letters dated March 18, 2019 and May 14, 2019. The Holding Company also has foreign currency receivable balances aggregating to INR 21.39 and INR 0.28 which are outstanding for more than nine months and three years respectively, as of March 31, 2019. The Holding Company has applied to authorised dealer for extension of time for realisation of receivable balances outstanding for more than nine months vide its letters dated March 28, 2019 and May 14, 2019 and also applied for permission to write-off receivable balances outstanding for more than three years vide its letters dated March 28, 2019. Management does not expect any material financial implication on account of the delays under the existing regulations.

41. Transfer pricing

The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961/applicable regulations. For this purpose, the Group has appointed independent consultants for conducting Transfer Pricing Study. Management is of the opinion that its international transactions with associated enterprises have been undertaken at arms' length basis at duly negotiated prices on usual commercial terms. The transfer pricing study of the Holding Company for the year ended March 31, 2018 has been completed which did not result in any adjustment.

42. Company Secretary

Mr. Vimal Chawla, Company Secretary of the Holding Company has resigned from the Holding Company with effect from May 8, 2019. The Holding Company is in the process of identifying the replacement and shall make the appointment at the earliest and in any event within the statutory time limit of 6 months from the date of resignation.

43. Corporate Social Responsibilities (CSR) expenditure

The Holding Company has not earned net profit in three immediately preceding financial years, therefore, there was no amount as per section 135 of the Act which was required to be spent on CSR activities in the current financial year by the Holding Company. However, the Group has spent an amount of INR 1.59 (March 31, 2018: INR 2.28) towards contribution to state relief funds.

As per our report of even date

For Price Waterhouse Chartered Accountants LLP
Firm registration number: 012754N/ N500016
Chartered Accountants

Amitesh Dutta
Partner
Membership No: 058507
Place: Gurugram
Date: 15/05/2019

For and on behalf of Board of Directors of
One97 Communications Limited

Vijay Shekhar Sharma
Chairman and Managing Director
DIN No. 00466521

Vikas Garg
Senior Vice President - Finance

Madhur Deora
Chief Financial Officer

Place: Delhi
Date: 16/05/2019

One97 Communications Limited