

## **Independent Auditors' Report**

To the Members of **Vulcan Express Private Limited**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of **Vulcan Express Private Limited**, ("the Company") which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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

#### **Basis for Opinion**

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

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on Other Legal and Regulatory Requirements.**

1. As required by the Companies (Auditor's Report ) Order, 2016 ("the Order") issued by the Central Government in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act, read with relevant rule issued there under.
  - e. On the basis of written representations received from the Directors as on March 31, 2019, and 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 Internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in "**Annexure B**" our report express an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial control over financial reporting.

- g. With respect to the other matters to be included in the Auditor's in the Auditor's Report in accordance with requirement of section 197(16) of the Act, as amended:
- i. In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/ provided any remuneration to the directors during the year. Hence, reporting under section 197 of the Act is not applicable.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanation given to us:
- i. There are no pending litigations against the Company, which would materially impact financial position in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For **NGS & CO. LLP.**  
Chartered Accountants  
Firm Registration No. : 119850W

Sd/-

**Ganesh Toshniwal**  
Partner  
Membership Number: 046669  
Mumbai  
May 10, 2019

**Annexure A to the Independent Auditor's Report  
(Referred to in Paragraph 1 under the "Report on Other Legal and Regulatory Requirements"  
section of our report to the Members of Vulcan Express Private Limited of even date)**

- i. a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. According to the information and explanations given to us, the Fixed Assets have been physically verified by the management during the year, no material discrepancies were noticed on such verification with book records. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and nature of its assets.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the lease agreements for leasehold properties are held in the name of the company.
- ii. The Company is a service company, primarily engaged in business of providing logistics services. Accordingly, it does not hold any physical inventories. Therefore, paragraph 3 (ii) of the order is not applicable.
- iii. Based on the audit procedure and according to information and explanations given to us, the Company has not granted any loan secured or unsecured to the companies, firm, or other parties covered in the register maintained under section 189 of the Act. Therefore, paragraph 3 (iii) of the order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments and guarantees made to or on behalf of the Directors or to any other persons in whom the Directors are interested during the year. Therefore, paragraph 3 (iv) of the order is not applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2019. Therefore, paragraph 3 (v) of the order is not applicable.
- vi. In our opinion and according to the information and explanations given to us, maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Therefore, paragraph 3(vi) of the order is not applicable.
- vii. a. According to the information and explanations given to us, in our opinion, the Company is generally regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

- b. According to the information and explanations given to us, there were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.
- c. According to the information and explanations given to us, there are no dues of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given to us, the Company has not taken any loans either from banks, financial institutions or from the government and has not issued any debentures. Therefore, paragraph 3(viii) of the order is not applicable.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instrument) and term loans during the year. Therefore, paragraph 3(ix) of the order is not applicable.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanation give to us and based on our examination of the records of the Company, the Company has not paid/provided for any managerial remuneration. Therefore, paragraph 3(xi) of the order is not applicable.
- xii. In our opinion and according to the information given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii) of the order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details have been disclosed in the financial statements as required by the applicable accounting standard.
- xiv. According to the information and explanations given to us and based on our examination of the records, Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, paragraph 3(xiv) of the order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records, Company has not entered into any non-cash transactions with the directors or persons connected with him. Therefore, paragraph 3(xv) of the order is not applicable.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **NGS & Co. LLP**,  
Chartered Accountants  
Firm Registration Number: 119850W

Sd/-  
**Ganesh Toshniwal**  
Partner  
Membership Number: 046669  
Mumbai  
May 10, 2019

**Annexure - B to the Auditors' Report  
Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of  
the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Vulcan Express Private Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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



that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

### **Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 **NGS & CO. LLP.**  
Chartered Accountants  
Firm Registration No. : 119850W

Sd/-

**Ganesh Toshniwal**  
Partner  
Membership Number: 046669  
Mumbai  
May 10, 2019

**Vulcan Express Private Limited**  
**Balance Sheet as at March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant And Equipment	3	8,304,078	11,383,018
Other Non Current Assets	4	350,000	350,000
<b>Total Non-Current Assets</b>		<b>8,654,078</b>	<b>11,733,018</b>
<b>Current assets</b>			
<b>Financial Assets</b>			
Trade Receivables	5	8,675,974	5,224,833
Cash and Cash Equivalent	6	119	15,909
Other Financial Assets	7	1,224,286	4,994,624
Other Current Assets	8	3,261,057	-
<b>Total Current Assets</b>		<b>13,161,436</b>	<b>10,235,366</b>
<b>Total Assets</b>		<b>21,815,514</b>	<b>21,968,384</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	9	150,600,630	150,600,630
Other Equity	10	-175,342,304	-158,909,824
<b>Total Equity</b>		<b>-24,741,674</b>	<b>-8,309,194</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Trade Payables	11	45,075,682	30,277,578
Other Current Liabilities	12	1,481,506	-
<b>Total Current Liabilities</b>		<b>46,557,188</b>	<b>30,277,578</b>
<b>Total liabilities</b>		<b>46,557,188</b>	<b>30,277,578</b>
<b>Total Equity And Liabilities</b>		<b>21,815,514</b>	<b>21,968,384</b>

Notes to the Financial Statements

1-22

As per our report of even date.

**For NGS & Co. LLP**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 119850W**

**For and on behalf of board of directors of**  
**Vulcan Express Private Limited**

Sd/-  
**Ganesh Toshniwal**  
**Partner**  
 Membership Number: 046669

Sd/-  
**Samir Kedia**  
**Director**  
 DIN : 06968510

Sd/-  
**Hardeep Mohinder Singh**  
**Director**  
 DIN : 07383818

Place : Mumbai  
 Date : May 10, 2019

**Vulcan Express Private Limited**  
**Statement of Profit & Loss for the year ended March 31, 2019**  
(All amounts in INR, except per share data and as stated otherwise)

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Income</b>			
Revenue From Operations	13	29,423,138	78,679,403
<b>Total Income</b>		<b>29,423,138</b>	<b>78,679,403</b>
<b>Expenses</b>			
Cost of Logistics Services		32,520,159	73,748,895
Employee Benefits Expense	14	8,139,959	-12,201,673
Depreciation and Amortization Expense	3	3,078,940	3,933,752
Other Expenses	15	2,116,560	8,720,766
<b>Total Expense</b>		<b>45,855,618</b>	<b>74,201,740</b>
<b>Profit/(Loss) Before Tax</b>		<b>(16,432,480)</b>	<b>4,477,663</b>
Income Tax Expense		-	-
<b>Profit/(Loss) for the year</b>		<b>(16,432,480)</b>	<b>4,477,663</b>
<b>Other comprehensive gain/(loss) for the year, net of tax</b>		-	-
<b>Total comprehensive Profit/(Loss) for the year, net of tax</b>		<b>(16,432,480)</b>	<b>4,477,663</b>
Loss per equity share [nominal value of share Rs. 10 (March 31, 2018: Rs. 10)]			
Basic and diluted [in Rs.]		(1.09)	0.36

Notes to the Financial Statements

1-22

As per our report of even date.

**For NGS & Co. LLP**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 119850W**

**For and on behalf of board of directors of**  
**Vulcan Express Private Limited**

Sd/-  
**Ganesh Toshniwal**  
**Partner**  
Membership Number: 046669

Sd/-  
**Samir Kedia**  
**Director**  
DIN : 06968510

Sd/-  
**Hardeep Mohinder Singh**  
**Director**  
DIN : 07383818

Place : Mumbai  
Date : May 10, 2019

**Vulcan Express Private Limited**  
**Statement of changes in Equity for the year ended March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

**a. Equity Share Capital:**

	No.	Rs.
<b>As at April 1, 2017</b>		
Equity shares of Rs 10 each issued, subscribed and fully paid	1,111,059	11,110,590
Issue of share capital	228,949,004	2,289,490,040
Reduction of share capital	(215,000,000)	(2,150,000,000)
<b>As at April 1, 2018</b>	<b>15,060,063</b>	<b>150,600,630</b>
Issue of share capital	-	-
<b>As at March 31, 2019</b>	<b>15,060,063</b>	<b>150,600,630</b>

**b. Other Equity:**

	Reserves and Surplus		Contribution to Equity	Capital Reserve	Total equity
	Share premium	Retained earnings	Share based payment		
<b>As at April 1, 2017</b>	<b>659,959,153</b>	<b>(942,774,769)</b>	<b>24,047,650</b>	<b>258,918,169</b>	<b>150,203</b>
Loss for the period	-	4,477,663	-	-	4,477,663
<b>Total Comprehensive Income</b>	<b>-</b>	<b>4,477,663</b>	<b>-</b>	<b>-</b>	<b>4,477,663</b>
Capital Infusion	-	-	-	(2,289,490,040)	(2,289,490,040)
Capital Reduction	-	-	-	2,150,000,000	2,150,000,000
Share based compensation	-	-	(24,047,650)	-	(24,047,650)
<b>As at April 1, 2018</b>	<b>659,959,153</b>	<b>(938,297,106)</b>	<b>-</b>	<b>119,428,129</b>	<b>(158,909,824)</b>
Loss for the period	-	(16,432,480)	-	-	(16,432,480)
<b>Total Comprehensive Income</b>	<b>-</b>	<b>(16,432,480)</b>	<b>-</b>	<b>-</b>	<b>(16,432,480)</b>
<b>As at March 31, 2019</b>	<b>659,959,153</b>	<b>(954,729,586)</b>	<b>-</b>	<b>119,428,129</b>	<b>(175,342,304)</b>

For NGS & Co. LLP  
Chartered Accountants  
ICAI Firm Registration Number: 119850W

For and on behalf of board of directors of  
Vulcan Express Private Limited

Sd/-  
**Ganesh Toshniwal**  
Partner  
Membership Number: 046669

Sd/-  
**Samir Kedia**  
Director  
DIN : 06968510

Sd/-  
**Hardeep Mohinder Singh**  
Director  
DIN : 07383818

Place : Mumbai  
Date : May 10, 2019

**Vulcan Express Private Limited**  
**Cash Flow Statement for the year ended March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit before tax for the year	(16,432,480)	4,477,663
<b>Adjustment to reconcile profit before tax to net cash flows:</b>		
Depreciation and amortisation expenses	3,078,940	3,933,752
Share-based payment expense	-	(24,047,650)
<b>Working capital adjustments:</b>		
Increase / (Decrease) in trade and other payables	14,798,105	9,105,506
Increase / (Decrease) in other liabilities	1,481,505	-
(Increase) / Decrease in trade and other receivables	(3,451,141)	930,285
(Increase) / Decrease in other assets	509,281	951,587
<b>Cash used in operations</b>	<b>(15,790)</b>	<b>(4,648,857)</b>
Income taxes paid	-	-
<b>Net cash flow used in operating activities (A)</b>	<b>(15,790)</b>	<b>(4,648,857)</b>
<b>Cash flow from / (used in) investing activities</b>		
Proceeds from sale of property, plant and equipment	-	4,356,432
<b>Net cash flow used in investing activities (B)</b>	<b>-</b>	<b>4,356,432</b>
<b>Cash flows from financing activities</b>		
Proceed / (Repayment) of borrowings	-	-
<b>Net cash flow from financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>(15,790)</b>	<b>(292,425)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>15,909</b>	<b>308,334</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>119</b>	<b>15,909</b>
<b>Components of cash and cash equivalents:</b>		
Balances with banks:		
– on current account	119	15,909
<b>Total cash and cash equivalents</b>	<b>119</b>	<b>15,909</b>

As per our report of even date.

**For NGS & Co. LLP**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 119850W**

**For and on behalf of board of directors of**  
**Vulcan Express Private Limited**

Sd/-  
**Ganesh Toshniwal**  
**Partner**  
 Membership Number: 046669

Sd/-  
**Samir Kedia**  
**Director**  
 DIN : 06968510

Sd/-  
**Hardeep Mohinder Singh**  
**Director**  
 DIN : 07383818

Place : Mumbai  
 Date : May 10, 2019

## **1 Corporate information**

Vulcan Express Private Limited (herein after referred to as "the Company") was incorporated on November 28, 2013 as a Private Limited Company under the Companies Act, 1956. The registered office of the Company is situated at 61/1, Block III, Kirti Nagar WHS, Kirri Nagar, New Delhi - 110015. The Company is engaged in the business of providing logistics services and other activities of similar nature. Vulcan is wholly owned subsidiary of Future Supply Chain Solution limited effective from 02nd February 2018.

## **2 Basis of preparation**

These financial statements have been prepared to comply in all material respects with the Indian Accounting Standard ('Ind AS') notified under section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Derivative Financial Instruments
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

The financial statement has been presented in Indian Rupees, except as stated otherwise

### **2.1 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 treated 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 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.

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.

#### **b. Fair value measurement**

The Company measures financial instruments, such as, derivatives 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 liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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) market prices in 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.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration.

### c. Revenue recognition

Revenue is recognized 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 contractual defined terms of payment and excluding taxes or duties collected on behalf of government. The specific recognition criteria described below must also be met before revenue is recognized:

#### *Revenue from logistic services*

Revenue from rendering logistic services is recognised upon delivery / product handover. The Company collects goods and service tax on behalf of the government, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

#### *Interest*

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 (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

#### *Unbilled revenue*

Receivables are generally carried at the original invoiced amount, less an allowance for doubtful receivables where there is objective evidence that balances will not be recovered in full. Unbilled receivables is recognised to the extent for the services not billed at the period end.

#### *Other operating revenue*

Revenues from ancillary activities e.g. scrap sales are recognised upon rendering of services and measured on delivery of products

### d. Taxes

#### **Current income tax**

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (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, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of 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 deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences 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 profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

### e. Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs if the recognition criteria are met. 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. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. The Company has used the following useful lives to provide depreciation on its fixed assets.

Category of assets	Estimated useful life
Computer and data processing units	3 - 6 years
Electrical equipments	10 years
Furniture and fittings	10 years
Office equipment	5 years
Plant & machinery	15 years

Depreciation on assets purchased during the year is provided on pro rata basis from the date of purchase of fixed assets

Leasehold Improvements are amortised on a straight line basis over the lower of lease term or useful life of the respective assets

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

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.

#### f. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. 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 with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

#### g. 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 which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### h. 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.

For arrangements entered into prior to 1 April 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

##### *Where the Company is lessee*

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

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, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

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.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term

#### i. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows 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, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. 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.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, 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 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 unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually near year end and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or Company of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

#### **j. 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, for example, under an insurance contract, 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.

##### **Provision for bonus**

Provision for bonus is recognised on time proportion basis over the period of service

#### **k. Retirement and other employee benefit**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

In accordance with Indian law, the Company provides for gratuity, a defined benefit retirement plan (the "Gratuity Plan") covering all employees. The Gratuity Plan provides a lump sum payment to vested employees on retirement or on termination of employment for an amount based on the respective employee's salary and the years of employment with the Company.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method based on an actuarial valuation performed by an independent actuary.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non routine settlements; and
- Net interest expense or income

#### **l. Share-based payments**

Certain employees of the Company are entitled to shares of Jasper Infotech Private Limited, the ultimate holding company, upon the exercise of stock options which are granted under the stock incentive plan. The cost related to such grants is raised as a charge by Jasper Infotech Private Limited on the Company.

#### **m. 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 amortised 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 amortisation 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.

### **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 & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. 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'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

### **Equity investments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, 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 P&L, 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 P&L.

### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company 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.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

### **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 the following financial assets and credit risk exposure:

- a) Financial assets that are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance
- b) Available for sale financial assets
- c) Lease receivables under Ind AS 17
- d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

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 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. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, 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 analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: 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.
- Available for sale financial assets: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

## **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 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, loans and borrowings including bank overdrafts and derivative financial instruments.

### ***Subsequent measurement***

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

#### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

#### **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.

The company has accounted the loan taken from Jasper Infotech Private Limited (Holding company) on above basis.

#### **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 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 standalone 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 through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments.

**Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

**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.

**n. Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and other short term highly liquid investments with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of change 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.

**o. Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**Vulcan Express Private Limited**

Notes to financial statements for year ended March 31, 2019

(All amounts in INR, except per share data and as stated otherwise)

**3. Property, Plant and equipment**

<b>Particulars</b>	<b>Computers and data processing units</b>	<b>Plant and machinery</b>	<b>Electric equipments</b>	<b>Furniture &amp; fittings</b>	<b>Office equipments</b>	<b>Leasehold improvements</b>	<b>Total</b>
<b>Cost or Valuation</b>							
As at April 1, 2018	5,099,835	9,021,157	891,416	2,405,281	998,240	8,456,150	26,872,079
Additions	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-
<b>As at March 31, 2019</b>	<b>5,099,835</b>	<b>9,021,157</b>	<b>891,416</b>	<b>2,405,281</b>	<b>998,240</b>	<b>8,456,150</b>	<b>26,872,079</b>
<b>Depreciation</b>							
As at April 1, 2018	2,901,065	2,018,281	471,202	2,205,236	624,046	7,269,231	15,489,061
Depreciation charge for the year	1,128,563	1,393,487	163,899	84,230	263,150	45,611	3,078,940
Disposals	-	-	-	-	-	-	-
<b>As at March 31, 2019</b>	<b>4,029,628</b>	<b>3,411,768</b>	<b>635,101</b>	<b>2,289,466</b>	<b>887,196</b>	<b>7,314,842</b>	<b>18,568,001</b>
<b>Net Book Value</b>							
As at March 31, 2019	1,070,207	5,609,389	256,315	115,815	111,044	1,141,308	8,304,078
As at March 31, 2018	2,198,770	7,002,876	420,214	200,045	374,194	1,186,919	11,383,018

**Vulcan Express Private Limited**  
**Notes to financial statements for year ended March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

<b>4 Other Non Current Assets</b>	<b>As at</b>	<b>As at</b>
	<b>March 31, 2019</b>	<b>March 31, 2018</b>
Margin Money deposits	350,000	350,000
<b>Total other non current assets</b>	<b>350,000</b>	<b>350,000</b>
<b>5 Trade Receivables (Unsecured, considered good)</b>	<b>As at</b>	<b>As at</b>
	<b>March 31, 2019</b>	<b>March 31, 2018</b>
Trade Receivables	8,675,974	5,224,833
<b>Total Trade Receivables</b>	<b>8,675,974</b>	<b>5,224,833</b>
<b>6 Cash and Cash Equivalent</b>	<b>As at</b>	<b>As at</b>
	<b>March 31, 2019</b>	<b>March 31, 2018</b>
In current accounts	119	15,909
<b>Total cash and cash equivalent</b>	<b>119</b>	<b>15,909</b>
<b>7 Other Financial Assets</b>	<b>As at</b>	<b>As at</b>
	<b>March 31, 2019</b>	<b>March 31, 2018</b>
Security Deposits (Unsecured Considered good)	1,224,286	4,994,624
<b>Total other financials assets (current)</b>	<b>1,224,286</b>	<b>4,994,624</b>
<b>8 Other Current Assets</b>	<b>As at</b>	<b>As at</b>
	<b>March 31, 2019</b>	<b>March 31, 2018</b>
Others (consists of receivable from Government authorities and advance taxes)	3,261,057	-
<b>Total other current assets</b>	<b>3,261,057</b>	<b>-</b>

Vulcan Express Private Limited  
Notes to financial statements for year ended March 31, 2019  
(All amounts in INR, except per share data and as stated otherwise)

**9. Share Capital**

**Authorized share capital**

	Equity shares	
	Nos.	Value
At April 1, 2018	235,000,000	2,350,000,000
Increase / (Decrease) during the year	-	-
At 31 March 2019	235,000,000	2,350,000,000

**Issued equity share capital**

	Nos.	Value
	As At April 1, 2018	15,060,063
Changes during the period	-	-
At 31 March 2019	15,060,063	150,600,630

**Terms/ rights attached to equity shares**

The Company has only one class of equity shares having face value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

**Shares held by holding company**

Out of equity shares issued by the company, shares held by its holding company are as below:

Particulars	As at March 31, 2019	As at March 31, 2018
Future Supply Chain Solutions Limited, holding company	150,600,630	150,600,630

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

Name of shareholder	As at March 31, 2019		As at March 31, 2018	
	Nos.	%age holding	Nos.	%age holding
<b>Equity shares of Rs. 10 each fully paid</b>				
Future Supply Chain Solutions Limited, holding company	15,060,063	100.00%	15,060,063	100%

**10. Other Equity**

	As at March 31, 2019	As at March 31, 2018
Retained Earnings	-954,729,586	-938,297,106
Securities Premium Reserve	659,959,153	659,959,153
Capital Reserve	119,428,129	119,428,129
<b>Total Other Equity</b>	<b>-175,342,304</b>	<b>-158,909,824</b>

**Vulcan Express Private Limited**  
**Notes to financial statements for year ended March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

**11 Trade Payables**

Particulars	As at March 31, 2019	As at March 31, 2018
Current Financial Liabilities - Trade Payable	45,075,682	30,277,578
<b>Total trade payables</b>	<b>45,075,682</b>	<b>30,277,578</b>

**12 Other Current Liabilities**

Particulars	As at March 31, 2019	As at March 31, 2018
Other Payables (consists of statutory dues payable to Government authorities)	1,481,506	-
	-	
<b>Total Other Current Liabilities</b>	<b>1,481,506</b>	<b>-</b>



**Vulcan Express Private Limited**  
**Notes to financial statements for year ended March 31, 2019**  
**(All amounts in INR, except per share data and as stated otherwise)**

**13 Revenue from Operations**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Logistics Services	29,423,138	78,679,403
<b>Revenue from Operations</b>	<b>29,423,138</b>	<b>78,679,403</b>

**14 Employee Benefits Expense**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries, Wages and Bonus	8,081,162	11,546,635
Expense on Employee Stock Option (ESOP) scheme	-	-24,047,650
Staff Welfare Expenses	58,797	299,342
<b>Total Employee Benefits Expense</b>	<b>8,139,959</b>	<b>-12,201,673</b>

**15 Other Expenses**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Power and Fuel	346,198	1,112,580
Repairs and Maintenance		-
- Others	161,999	659,044
Rates and Taxes	46,341	-
Travelling and Conveyance Expenses	24,184	-
Auditors' Remuneration		
- Statutory Audit Fees	20,000	-
- Tax Audit Fees	10,000	-
Security Expenses	64,271	3,597,948
Miscellaneous Expenses	1,443,567	3,351,194
<b>Total Other Expenses</b>	<b>2,116,560</b>	<b>8,720,766</b>

#### 16. Earnings per share (EPS)

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Particulars	March 31, 2019	March 31, 2018
Profit / (Loss) for the year (Rs. In Lakh)	(16,432,480)	4,477,663
Weighted average number of equity shares outstanding during the year for calculating basic and diluted EPS (Nos)	15,060,063	12,575,994
Earnings per share of Rs.10/- each		
- Basic (in Rs.)	(1.09)	0.36
- Diluted (in Rs.)	(1.09)	0.36

#### 17. Leases

The Company's leasing arrangements are in respect of operating leases for office premises. These leasing arrangement ranges from 11 months to 3 years. Some of the leases include a clause to enable upward revision of the rental charge on a periodical basis according to prevailing market conditions.

The Company has paid Rs. 48,93,528 (March 31, 2018: Rs. 120,72,799) during the year towards minimum lease payment. There are no non-cancellable lease period

#### 18. Commitments and contingencies:

##### a. Commitments

At March 31, 2019, the Company has commitments of Rs. NIL (March 31, 2018 : NIL) relating to capital contracts.

At March 31, 2019, the Company has commitments of Rs. NIL (March 31, 2018: Rs. NIL) relating to service contracts.

##### b. Contingencies

The company does not have any legal case pending before any court.

#### 19. Related Party disclosures

##### Names of related parties and related party relationship

##### Name of the related parties with whom transactions have taken place during the period

Holding company Jasper Infotech Private Limited (upto February 01, 2018)  
Future Supply Chain Solution Limited (from February 02, 2018)

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year/period:

Particulars	March 31, 2019 Rs.	March 31, 2018 Rs.
<b>Holding company</b>		
Revenue from logistics services	-	68,145,020
Advances received	39,730,036	-

The details of amounts due to or due from the related parties as of March 31, 2019 and March 31, 2018

Particulars	March 31, 2019 Rs.	March 31, 2018 Rs.
<b>Holding company</b>		
Other payables	39,730,036	-

#### 20. Segment information

The Company's primary business segment is providing logistics services . Accordingly, there are no other reportable business or geographical segments to be disclosed as per notified Ind AS - 108 "Operating Segments".

## 21. Business Demerger Disclosure

During the year the board of directors of the Company had approved a Scheme of Arrangement under section 230-232 read with Section 66 of the Companies Act, 2013 ("Scheme") between the Company and its Holding Company Future Supply Chain Solutions Limited ("FSC") and their respective Shareholders and Creditors. The scheme has received all the approvals from stock exchange, Shareholders and Hon'ble National Company Law Tribunal, Mumbai Bench and New Delhi Bench and has been given effect to in the books with effect from the appointed date. The scheme became effective on December 14, 2018.

The scheme envisages demerger of "Fulfilment Business Undertaking" and "Last Mile Delivery Business undertaking" of the Company and vest into FSC on October 01, 2016 on a going concern basis. In view of the Company being the wholly owned subsidiary of FSC, no consideration was proposed to be paid for the arrangements embodied in the Scheme.

Assets and liabilities transferred on the appointed date under pooling of interests method :-

Particulars	Rs. in Lakh
<b>Current assets</b>	
Cash and cash equivalents	523.82
Trade and other receivables	2,914.24
Other Current Assets	1,410.45
<b>Non-current assets</b>	
Property, plant and equipment	5,565.03
Capital work in progress	1,221.12
Intangible Assets	132.61
Other Non-Current Assets	809.64
<b>Current liabilities</b>	
Borrowings	9,140.00
Trade and other payables	5,247.96
Other Current Liabilities and	713.15
<b>Non-current liabilities</b>	
Other Non Current Liabilities	64.98
<b>Other Equity</b>	2,589.18

As a integral part of the scheme and upon the scheme becoming effective, 21,50,00,000 equity shares of the Company of face value of Rs.10 each shall stand cancelled without any payment of the cancelled value of the said shares to the shareholders of the Company. The same has been accounted for under capital reserve.

## 22. Approval of Financial Statement

The Financial Statements were approved by the Audit Committee and the Board of Directors at their respective meetings held on May 10, 2019

As per our report of even date

**For NGS & Co. LLP**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 119850W**

**For and on behalf of board of directors of**  
**Vulcan Express Private Limited**

**Sd/-**  
**Ganesh Toshniwal**  
**Partner**  
**Membership Number: 046669**

**Sd/-**  
**Samir Kedia**  
**Director**  
**DIN : 06968510**

**Sd/-**  
**Hardeep Mohinder Singh**  
**Director**  
**DIN : 07383818**

Place : Mumbai  
Date : May 10, 2019