S C M K & CO LLP
Chartered Accountants

Block No. 2, Samata Sadan,
S.H. Paralakar Marg,
Dadar West, Mumbai-400028

Independent Auditors Report

To Members of C P World Logistics India Private Limited

Report on the Audit of the Standalone Financials Statements

Opinion

We have audited the standalone Ind AS financial statements of C P World Logistics India Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2021, and the statement of Profit and Loss, the Statement of Changes in Equity and statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31. 2021, and its loss including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprise the information included in the annual report, but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

1. 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.

2. 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 Companies Act, 2013, 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.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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.
5. 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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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 Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

c) The Balance Sheet, the Statement of Profit and Loss, 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 standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

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

g) In our opinion, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act 2013.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For **S C M K & Co LLP**
Chartered Accountants
FRN: W100662

S M Chitnis
(Partner)
Membership No.: 043152

Place: Mumbai
Date: 28th June 2021

UDIN: 21043152AAAAAJ5504

S C M K & CO LLP
Block No. 2, 2nd Flr, Samata Sadan, S. H. ParalkarMarg, Dadar (West), Mumbai-400 028. F.R.N. W100662
CHARTERED ACCOUNTANTS

Annexure – A to the Auditor's Report

The Annexure referred to in paragraph 1 of the Auditor's Report on Other Legal and Regulatory Requirements of even date to the members of the Company on the financial statements for the year ended 31st March, 2021.

i. The Company does not have any fixed assets as on 31st March 2020 and hence the clause (i) is not applicable

ii. The Company is a service company, primarily rendering services. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.

iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act.

iv. The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with provisions of Section 186 of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under Section 186.

v. The Company has not accepted any deposits from the public.

vi. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company.

vii. a) According to the information and explanation given to us and based on the records of the Company examined by us, the Company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Custom Duty, Goods and Service Tax and other material statutory dues, as applicable, with the appropriate authorities in India;

b) According to the information and explanation given to us and based on the records of the Company examined by us, there are no dues of Provident Fund, Employees State Insurance, Income Tax, Custom Duty, Goods and Service Tax which have not been deposited on account of any dispute.

viii. According to the information and explanations given to us, the Company has not defaulted in repayment of dues to the bank, financial institutions and/or government.

ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act 2013.

xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, 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 of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, 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. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For **S C M K & Co LLP**
Chartered Accountants
FRN: W100662

S M Chitnis
(Partner)
Membership No.: 043152

Place: Mumbai
Date: 28th June 2021

S C M K & CO LLP
Block No. 2,
2nd Flr, Samata Sadan,
S. H. ParalkarMarg,
Dadar (West),
Mumbai-400 028.
F.R.N. W100662
CHARTERED ACCOUNTANTS

Annexure – B to the Auditor's 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 **C P World Logistics India Private Limited** ("the Company") as of 31st March, 2021 in conjunction with our audit of standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 over financial reporting were 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 assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk 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 preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S C M K & Co LLP**
Chartered Accountants
FRN: W100662

S M Chitnis
(Partner)
Membership No.: 043152

Place: Mumbai
Date: 28th June 2021

S C M K & CO LLP
Block No. 2,
2nd Flr, Samata Sadan,
S. H. ParalkarMarg,
Dadar (West),
Mumbai-400 028.
F.R.N. W100662
CHARTERED ACCOUNTANTS

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2021

PARTICULARS	NOTE NO.	AS AT 31st March 2021	AS AT 31st March 2020
I. ASSETS			
1) Non-Current Assets			
(a) Property, Plant and Equipment		-	-
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible Assets		-	-
(f) Intangible Assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables		-	-
(iii) Loans	2	-	-
(iv) Others (to be specified)		-	-
(i) Deferred Tax Asset (Net)		-	-
(j) Other Non-Current Assets		-	-
		-	-
2) Current Assets			
(a) Inventories			
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables	3	-	14,78,32,868
(iii) Cash and Cash Equivalents	4	1,18,97,572	14,33,261
(iv) Bank balance other than (iii) above		-	-
(v) Loans	2	1,50,000	6,00,000
(vi) Others (to be specified)		-	-
(c) Current Tax Assets (Net)	5(c)	14,74,894	88,33,336
(d) Other Current Assets	6	78,15,444	70,34,530
		2,13,37,910	**16,57,33,995**
Total Assets		**2,13,37,910**	**16,57,33,995**
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	7(a)	1,00,000	1,00,000
(b) Other Equity	7(b)	11,44,494	38,60,902
		12,44,494	**39,60,902**

LIABILITIES			
1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
a. total outstanding dues of micro enterprises and small enterprises			
b. total outstanding dues of creditors other than micro enterprises and small enterprises			
(iii) Other Financial Liabilities (Other than those specified in item (b), to be specified)		-	-
(b) Provisions		-	-
(c) Deferred Tax Liabilities (Net)		-	-
(d) Other Non-Current Liabilities	9	1,91,73,376	59,55,032
		1,91,73,376	**59,55,032**
2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade Payables	8		
a. total outstanding dues of micro enterprises and small enterprises			
b. total outstanding dues of creditors other than micro enterprises and small enterprises		8,56,680	14,97,69,080
(iii) Other Financial Liabilities (Other than those specified in item (c)		-	-
(b) Other Current Liabilities	9	63,360	56,70,299
(c) Provisions	10	-	3,78,682
(d) Current Tax Liabilities (Net)		-	-
		9,20,040	**15,58,18,061**
Total Equity and Liabilities		**2,13,37,910**	**16,57,33,995**

As per our report of even date

For CP World Logistics India Private Limited

For S C M K & CO LLP
Chartered Accountants
Firm No. W100662

S C M K & CO LLP
Block No. 2, 2nd Flr, Samatu Sadan, S. H. ParalkarMarg, Dadar (West), Mumbai-400 028.
F.R.N. W100662
CHARTERED ACCOUNTANTS

S M CHITNIS
Partner
Membership No. 43152

Makarand Pradhan
Director
DIN : 00102413

Shrikant Nibandhe
Director
DIN : 01029115

Date: 28TH JUNE, 2021
Place: Mumbai

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2021

PARTICULARS	NOTE NO.	AS AT 31st March 2021	AS AT 31st March 2020
I) Revenue from Operations	11	12,57,66,192	65,33,77,595
II) Other Income	12	7,44,809	-3,37,117
III) Total Income (I+II)		**12,65,11,001**	**65,30,40,478**
IV) Expenses			
(a) Employee Benefits Expenses	13	16,93,056	24,64,063
(b) Finance Cost	14	-	4,50,723
(c) Depreciation and amortization expense		-	-
(d) Other Expenses	15	12,75,34,353	64,70,42,276
V) Total Expenses		**12,92,27,409**	**64,99,57,062**
VI) Profit/(Loss) before share of (profit)/loss from investment in associate and tax from continuing operations (III-V)		**-27,16,408**	**30,83,416**
VII) Share of (profit)/loss from investment in associate		-	-
VIII) Profit/(loss) before tax from continuing operations (VI-VII)		**-27,16,408**	**30,83,416**
IX) Tax expenses from continuing operations			
(1) Current Tax	5	-	7,72,500
(2) Deferred Tax		-	-
X) Profit/(Loss) for the period from continuing operations (VIII-IX)		**-27,16,408**	**23,10,916**
XI) Profit/(Loss) from discontinued operations		-	-
XII) Tax expense of discontinued operations		-	-
XIII) Profit/(Loss) from discontinued operations (after tax) (XI-XII)		-	-
XIV) Profit/(Loss) for the period (X+XIII)		**-27,16,408**	**23,10,916**
XV) Other Comprehensive Income			
XVI) Total Comprehensive Income for the period (XIV+XV) (Comprehensive profit (loss) and Other Comprehensive Income for the period)		**-27,16,408**	**23,10,916**
Profit/(loss) for the year		**-27,16,408**	**23,10,916**
Attributed to:			
Equity holders of the parent		-27,16,408	23,10,916
Non-controlling interest		-	-
		-27,16,408	**23,10,916**
XVII) Earning per Equity Share (for continuing operation)			
(1) Basic	16	-271.64	231.09
(2) Diluted	16	-271.64	231.09

As per our report of even date

For S C M K & CO LLP
Chartered Accountants
Firm No. W100662

S C M K & CO LLP ★ CHARTERED ACCOUNTANTS ★ Block No. 2, 2nd Flr, Samata Sadan, S. H. ParalkarMarg, Dadar (West), Mumbai-400 028. F.R.N. W100662

S M CHITNIS
Partner
Membership No. 43152

Date: 28TH JUNE, 2021
Place: Mumbai

For CP World Logistics India Private Limited

Makarand Pradhan
Director
DIN : 00102413

Shrikant Nibandhe
Director
DIN : 01029115

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021

(Amount in Rupees)

PARTICULARS	FOR THE YEAR ENDED 31st MARCH, 2021	FOR THE YEAR ENDED 31st MARCH, 2020
A. Cash flow from operating activities:		
Profit before tax	(27,16,408)	30,83,416
Adjustments:		
Depreciation & amortization	-	-
Interest Income	(7,44,809)	
Interest Expense	-	4,50,723
Working capital changes :		
Trade Payable	(14,89,12,400)	13,68,59,862
Other Current Liabilities	(56,06,939)	26,02,507
Short-Term Provisions	(3,78,682)	3,60,182
Other Current Assets	(7,80,914)	-
Trade Receivables	14,78,32,868	(14,78,32,868)
Short-Term Loans and Advances	4,50,000	27,50,000
Net cash generated from operations	**(1,08,57,284)**	**(17,26,178)**
Direct taxes Paid	73,58,442	(80,34,731)
Net cash generated by operating activities	**(34,98,842)**	**(97,60,909)**
B. Cash flow from investing activities:		
Repayment of Loan by Related Parties	-	45,24,302
Interest Income	7,44,809	-
Loan given to Related Parties	-	-
Net cash used in investing activities	**7,44,809**	**45,24,302**
C. Cash flow from financing activities:		
Interest Expense	-	(4,50,723)
Advances from Holding Company	1,32,18,344	59,55,032
Net cash (used in) / generated from financing activities	**1,32,18,344**	**55,04,309**
Net increase in cash and cash equivalents during the year	1,04,64,311	2,67,702
Cash and cash equivalents at the beginning of the year	14,33,261	11,65,559
Cash and cash equivalents at the end of the year	**1,18,97,572**	**14,33,261**

As per our report of even date

For CP World Logistics India Private Limited

For S C M K & CO LLP
Chartered Accountants
Firm No. W100662

S C M K & CO LLP
Block No. 2, 2nd Flr, Samata Sadan, S. H. ParalkarMarg, Dadar (West), Mumbai-400 028. F.R.N. W100662
CHARTERED ACCOUNTANTS

S M CHITNIS
Partner
Membership No. 43152

Makarand Pradhan
Director
DIN : 00102413

Shrikant Nibandhe
Director
DIN : 01029115

Date: 28TH JUNE,2021
Place: Mumbai

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital

Particulars	31.03.2021	31.03.2020
No. of Shares		
Issued, subscribed and fully paid up	10,000	10,000
Share Capital		
Equity Share of ₹ 10 each	1,00,000	1,00,000

B. Other Equity

Particulars	Reserve and Surplus					Non-controlling Interest	Total
	Securities Premium Reserve	Retained Earnings	Fair Value Through OCI Reserve	Foreign Currency Translation Reserve	Total		
Opening balance as at 1st April 2020	-	38,60,902	-	-	38,60,902		38,60,902
Profit for the year	-	-27,16,408	-	-	-27,16,408		-27,16,408
Other comprehensive Income	-	-	-	-	-		-
Total Comprehensive Income as at 31st March 2021	-	11,44,494	-	-	11,44,494		11,44,494

For S C M K & CO LLP
Chartered Accountants
Firm No. W100662

S M CHITNIS
Partner
Membership No. 43152

Makarand Pradhan
Director
DIN : 00102413

Shrikant Nibandhe
Director
DIN : 01029115

Date: 28TH JUNE, 2021
Place: Mumbai

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Note 2 : Loans

Particulars	31.03.2021		31.03.2020	
	Non-Current	Current	Non-Current	Current
Unsecured, considered good				
To related parties				
Loans to subsidaries, associate and joint venturers	-	-	-	-
Others	-	1,50,000	-	6,00,000
Total	-	1,50,000	-	6,00,000

Note 3 : Trade Receivable

Particulars	31.03.2021	31.03.2020
Outstanding for a period of over six months from the date they are due for payment		
Trade Receivable :-		
a.Trade Receivables considered good - Secured	-	-
b.Trade Receivables which have significant increase in Credit Risk	-	-
c. Trade Receivables considered good - Unsecured	-	-
(-) Impairment allowance (allowance for bad and doubtful debts)	-	-
	-	-
Other receivables		
d. Trade Receivables considered good - Unsecured	-	14,78,32,868
Unsecured, which have significant increase in Credit Risk		
	-	14,78,32,868
(-) Impairment allowance (allowance for bad and doubtful debts)		
Total	-	14,78,32,868

Note 4 : Cash and Cash Equivalent

Particulars	31.03.2021	31.03.2020
Balances with banks : in current accounts	1,18,97,572	14,33,261
Cash on hand	-	-
Total	1,18,97,572	14,33,261

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Note 5 : Income Taxes

a. Income Tax expense

Particulars	31.03.2021	31.03.2020
Current Tax		
Current tax expense	-	7,72,500
Deferred Tax		
Decrease (increase) in deferred tax assets	-	-
Increase in deferred tax liabilities	-	-
Total deferred tax expense (benefit)	-	-
Total Income tax expenses	-	7,72,500

b. Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Particulars	31.03.2021	31.03.2020
Profit before income tax expense	-	30,83,416
Tax rate (%)	0.00%	22.88%
Tax at the Indian Tax Rate	-	7,05,486
Tax effect of amounts which are not deductible (taxable) in calculating taxable income	-	67,018
Deferred Tax Expense	-	-
MAT Credit Entitlement	-	-
Others	-	-
Income Tax Expense	-	7,72,504

c. Current tax assets / (liability)

Particulars	31.03.2021	31.03.2020
Opening income tax asset / (liability) at the beginning of the year / period	88,33,336	15,71,105
Income tax paid	38,41,638	87,07,761
Current income tax payable for the period / year	-	-7,72,500
Income Tax Refund	-1,12,00,080	-6,73,030
Net current income tax asset / (liability) at the end of the year / period	14,74,894	88,33,336
Income tax asset	14,74,894	88,33,336
Income tax liability		

d. Deferred tax (liabilities) / assets (net)

Particulars	31.03.2021	31.03.2020
Deferred income tax assets		
Property, plant and equipment		
Provisions		
Financial Assets at Fair Value through OCI		
Others		
Total deferred tax assets	-	-
Deferred income tax liabilities		
Property, plant and equipment		
Financial Assets at Fair Value through OCI		
Financial Assets at Fair Value through Profit and Loss		
Others		
Total deferred tax liabilities	-	-
Net Deferred tax (liabilities) / assets	-	-
Deferred tax assets		
Deferred tax liabilities		

e. Deferred tax assets

Movements in deferred tax assets

Particulars	Property, plant and equipment	Provisions	Flanancial Assets at Fair Value through OCI	Others	Total
At 01st April, 2020	-	-	-	-	-
Charged / (Credited)					
- to profit and loss					-
- Others					-
- to other comprehensive income					-
At 31st March, 2021	-	-	-	-	-
Charged / (Credited)					
- to profit and loss					-
- Others					-
- to other comprehensive income					-
At 31st March, 2021	-	-	-	-	-

f. Deferred tax liabilities

Movements in deferred tax liabilities

Particulars	Property, plant and equipment	Flanancial Assets at Fair Value through OCI	Flanancial Assets at Fair Value through profit and loss	Others	Others
At 01st April, 2020	-	-	-	-	-
Charged / (Credited)					
- to profit and loss					-
- Others					-
- to other comprehensive income					-
At 31st March, 2021	-	-	-	-	-
Charged / (Credited)					
- to profit and loss					-
- Others					-
- to other comprehensive income					-
At 31st March, 2021	-	-	-	-	-

g. The Group has not recognised deferred tax liability associated with undistributed earnings of its subsidiaries as it controls the timing of reversal of these temporary differences and it is probable that such differences will not reverse in the foreseeable future.

Particulars	31.03.2021	31.03.2020	31.03.2019
The taxable temporary differences relating to investments in subsidiaries associated with respect to undistributed earnings for which a deferred tax liability has not been created:			
Undistributed Earnings	-	-	-
Unrecognised deferred tax liabilities relating to the above temporary differences	-	-	-

Note 6 : Other Current Assets

Particulars	31.03.2021		31.03.2020	
	Non-Current	Current	Non-Current	Current
Balances with Government	78,15,444			70,34,530
Total	78,15,444	-	-	70,34,530

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

Note 7(a) : Equity Share Capital

Particulars	31.03.2021	31.03.2020
Authorised capital		
5,00,000 Equity Shares of ₹ 10 each	50,00,000	50,00,000
Issued, subscribed and paid up		
10,000 Equity Share of ₹ 10 each	1,00,000	1,00,000

i. Reconciliation of number of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount in ₹	No. of Shares	Amount in ₹
Equity Shares				
At the beginning of the year	10,000	1,00,000	10,000	1,00,000
(+) Issued during the year	-	-	-	-
(-) Forfeited during the year	-	-	-	-
Outstanding at the end of the year	10,000	1,00,000	10,000	1,00,000

ii. Details of shareholder holding more than 5% equity shares of the company

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of shares	% holding	No. of shares	% holding
Total Transport Systems Private Limited	9,999	100.00%	9,999	100.00%

Note 7(b) : Other Equity

Particulars	Reserve and Surplus					Non-controlling Interest	Total
	Securities Premium Reserve	Retained Earnings	Fair Value Through OCI Reserve	Foreign Currency Translation Reserve	Total		
Opening balance as at 1st April 2020	-	38,60,902	-	-	38,60,902		38,60,902
Profit for the year	-	-27,16,408	-	-	-27,16,408		-27,16,408
Other comprehensive Income	-	-	-	-	-		-
Total Comprehensive Income as at 31st March 2021	-	11,44,494	-	-	11,44,494	-	11,44,494

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Note 8 : Trade Payables

Particulars	31.03.2021		31.03.2020	
	Non-Current	Current	Non-Current	Current
Total outstanding dues of creditors other than micro enterprises and small enterprises		8,56,680		14,97,69,080
Total outstanding dues of micro enterprises and small enterprises				
Total	-	8,56,680	-	14,97,69,080

Note 9 : Other Liabilities

Particulars	31.03.2021		31.03.2020	
	Non-Current	Current	Non-Current	Current
Audit Fees Payable				
Deposits				
Statutory Payables		63,360		56,70,299
Other Liabilities	1,91,73,376		59,55,032	
Total	1,91,73,376	63,360	59,55,032	56,70,299

Note 10 : Provisions

Particulars	31.03.2021		31.03.2020	
	Non-Current	Current	Non-Current	Current
Provision for Expenses		-	-	3,78,682
Total	-	-	-	3,78,682

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Note 11 : Revenue from Operations

Particulars	31.03.2021	31.03.2020
Sale of Service		
Multimodal transport operations	12,57,66,192	65,33,77,595
Last mile delivery operations		-
Total	12,57,66,192	65,33,77,595

Note 12 : Other Income

Particulars	31.03.2021	31.03.2020
Interest Income	6,72,000	-
Other Income	72,809	-3,37,117
Total	7,44,809	-3,37,117

Note 13 : Employee benefit expenses

Particulars	31.03.2021	31.03.2020
Salaries, wages and bonus	16,93,056	24,64,063
Contribution to statutory funds	-	-
Staff welfare expenses	-	-
Total	16,93,056	24,64,063

Note 14 : Finance Costs

Particulars	31.03.2021	31.03.2020
Interest	-	4,50,723
Total	-	4,50,723

Note 15 : Other expenses

Particulars	31.03.2021	31.03.2020
Multimodal expense	12,62,84,812	64,58,91,587
Conveyance and Travelling Expense	2,22,000	3,08,278
Communication Expenses	-	1,767
Rent, rates and taxes	-	10,000
Repairs and Maintainance	1,32,900	1,48,500
Other expenses	8,79,641	6,67,144
	12,75,19,353	64,70,27,276
Payment to Auditor		
As auditors:		
Audit fees	15,000	15,000
Total	12,75,34,353	64,70,42,276

Note 16 : Earnings per share

Particulars	31.03.2021	31.03.2020
Profit attributable to the equity holders of the company used in calculating basic earnings per share and diluted earnings per share		
Profit for the period	-27,16,408	23,10,916
Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share	10,000	10,000
Nominal value of shares	10.00	10.00
Earnings per equity share (basic and diluted)	-271.64	231.09

CP WORLD LOGISTICS INDIA PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

Note 17 : Earnings in Foreign Exchange

Particulars	31.03.2021	31.03.2020
Freight	-	3,68,854
Total	-	3,68,854

Note 18 : Expenditure in Foreign Currency

Particulars	31.03.2021	31.03.2020
Freight	68,84,938	2,34,17,873
Total	68,84,938	2,34,17,873

Note 19 : Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	31.03.2021	31.03.2020
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year		-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

AS AT 31ST MARCH, 2021

NOTE 1.1: CORPORATE INFORMATION

CP WORLD LOGISTICS INDIA PRIVATE LIMITED was incorporated under the provisions of the Companies Act, 1956 vide certificate of incorporation dated October 31st 2008 having its Registered office at 7th Floor, T-Square, Opposite Chandivali Petrol Pump, Saki Vihar Road, Andheri (E), Mumbai- 400072. The Company is in the business of consolidation/deconsolidation of cargo, freight forwarding, logistics, warehousing and transportation.

NOTE 1.2: SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting and preparation of financial statements:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (the 'Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 under the provisions of the Companies Act, 2013 (the 'Act') and subsequent amendments thereof. These financial statements are prepared under the historical cost convention on the accrual basis except for derivative financial instruments and certain other financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments). The financial statements have been prepared on a going concern basis.

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 realized or intended to sold or consumed in normal operating cycle or twelve months after reporting period,
- held primarily for the purpose of trading or
- cash or cash equivalent unless restricted from being exchanged or used to settle liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is treated as current when it is:

- expected to be settled in normal operating cycle or within twelve months after reporting period,
- it is held primarily for the purpose of trading or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

a) Foreign Currency:

Transactions in foreign currencies are initially recorded at their respective functional currency (i.e. Indian rupee) spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit and 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.

Exchange differences arising on translation / settlement of foreign currency monetary items are recognized as income or expenses in the period in which they arise.

b) Fair Value Measurement:

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet.

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, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized 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 recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (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.

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.

c) Revenue Recognition:

Revenue is recognized 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. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to credit risks.

Revenue is recognized for Sea Export, based on Shipped on Board (SOB) date for Sea export, based on date when vessel has taken berth in the port for Sea Import, and based on Actual flight date for Air export and Air Import.

d) 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 in accordance with the Income tax Act, 1961. 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 recognized outside the Statement of Profit and Loss is recognized outside the Statement of Profit and Loss (either in other comprehensive income or 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 liability approach 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 assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

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 utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized 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 realized 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 recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI (Other Comprehensive Income) 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.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

e) Property, plant and equipment:

Freehold land is carried at historical cost. Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the asset to its working condition for its intended use. Borrowing cost relating to acquisition of tangible assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Capital work in progress is stated at cost.

When significant parts of 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 recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

Depreciation

Depreciation is calculated on a reducing balance basis over the estimated useful lives of the assets as follows:

Category	**Useful lives (in years)**
Building	30 to 60
Furniture and Fixtures	10
Office Equipment	5
Vehicle	8 to 10
Computer	3 to 6

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

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) Borrowing Costs:

Borrowing costs includes interest and amortization of ancillary cost over the period of loans which are incurred in connection with arrangements of borrowings.

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 capitalized 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.

g) Provisions:

Provisions are recognized 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 recognized 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 pretax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

h) Contingent Liabilities:

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 extreme 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.

i) Retirement and other employee benefits:

- **Short-term employee benefits**

  Employee benefits payable wholly within twelve months of availing employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits such as salaries and wages, bonus and ex-gratia to be paid in exchange of employee services are recognized in the period in which the employee renders the related service.

- **Post-employment benefits**

  Defined Contribution Plans:

  A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards Provident Fund and Employees State Insurance Corporation ('ESIC'). The contribution is recognized as an expense in the Statement of Profit and Loss during the period in which employee renders the related service. There are no other obligations other than the contribution payable to the Provident Fund and Employee State Insurance Scheme.

  Defined Benefit Plan:

Gratuity liability, wherever applicable, is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year. The Company's gratuity benefit scheme is a defined benefit plan.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized 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 statement of profit and loss in subsequent periods.

j) <u>Cash and cash equivalents:</u>

Cash comprise of cash on hand and demand deposits at the bank. Cash equivalents comprise of short term highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and demand deposit, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

k) <u>Cash flow statement:</u>

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of noncash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated in the Cash flow statement.

l) <u>Earning per share:</u>

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.

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

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

m) <u>Non-current assets held for sale:</u>

The Company classifies non-current assets 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.

Property, plant and equipment and intangible assets once classified as held for sale to owners are not depreciated or amortized.

n) <u>Intangible Assets:</u>

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortization period and the amortization 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 amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

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 recognized in the statement of profit and loss when the asset is derecognized.

o) <u>Investment Property:</u>

An investment in land or building, which is not intended to be occupied substantially for use by, or in the operations of the Company, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life estimated by the management which is 60 years.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee or on the basis of appropriate ready reckoner value based on recent market transactions.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in statement of profit and loss in the period of derecognition.

p) <u>Impairment of non-financial assets:</u>

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 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 the 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.

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.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized 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 recognized 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 recognized. The reversal is limited so that the carrying amount of the asset exceeds neither its recoverable amount nor the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

1.3 Significant accounting judgements, estimates and assumptions:

The preparation of the Company's 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. Some of the significant accounting judgement and estimates are given below:

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. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model. 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. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets.

CP WORLD LOGISTICS INDIA PRIVATE LIMITED

Note 20 : Related Party disclosures

a. Name of related parties

i. Related parties where control exists:

Total Transport Systems Private Limited	Holding Company

ii. Other related parties:

OneWorld Logistics Private Limited	Group Company
Total Transport Private Limited (Nepal)	Group Company
Seedeer (India) E-Commerce Private Limited	Group Company

iii. Entities over which key managerial personnel or their relatives exercise significant influence:

Total Cargoport India Private Limited
Jag Software Solution Private Limited
WSA SHPG Bombay Private Limited
CLA Express Private Limited

iv. Key managerial personnel:

Name	Designation
Mrs. Leena Salvi	Director
Mr. Yash Salvi	Relative of Director
Mr. Siddharth Potnis	Relative of Director
Mr Sanjiv Potnis	Director
Mr Makrand Pradhan	Director
Mr. Shrikant Nibandhe	Director

b. i. Summary of transactions with related parties:

Particulars	Amount (₹)	Amount (₹)
	31-03-2021	31.03.2020
Salary		
Leena Salvi	16,49,136	21,00,000
Yash Salvi	-	2,87,415
Siddharth Potnis	-	70,248
Balance Outstanding at the End of the Year		
Loan To		
Total Transport Systems Ltd		-
Loan From		
Total Transport Systems Ltd	1,91,73,376	59,55,032

b. ii. Summary of balances with related parties:

Particulars	Amount (₹)	Amount (₹)
	31.03.2021	31.03.2020
Loans	-1,91,73,376	-59,55,032
Advances		-
Interest receivable on Loans		-
Interest receivable on Advances		-
Deposits		-
Trade receivables		-
Trade payables		-

CP WORLD LOGISTICS INDIA PRIVATE LIMITED

Note 21 : Contingent liabilities and commitments

Particulars	31.03.2021	31.03.2020
Contingent liabilities		
a. Disputed liabilities	-	-
b. Bank Guarantees	-	-
c. Commitments	-	-

CP WORLD LOGISTICS INDIA PRIVATE LIMITED

Note 22 : Financial Risk Management

The holding Company's principal financial liabilities, comprises of trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations.

The holding Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.

A. Market Risk

The holding Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

a. currency risk

The above risks may affect the Company's income or the value of its financial instruments. The objective of the Company's management of market risk is to maintain this risk within acceptable parameters, while optimising returns. The Company's exposure to, and management of, these risks is explained below.

a. Currency Risk

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).

Unhedged foreign currency exposures

As at balance sheet date, the Company's net foreign currency exposure (payable) that is not hedged is nil (31 March 2020: Rs. 74.08 lakhs).

Foreign currency sensitivity

For the year ended 31 March 2021 and 31 March 2020, every 5% depreciation / appreciation in the exchange rate between the Indian rupee and U.S. dollar, would have affected the Company's incremental operating margins by approximately amounts as shown below. The Company's exposure to foreign currency changes for all other currencies is not material.

(Rs in lakhs)

Particulars	31-Mar-21	31-Mar-20
Delta effect of (+) 5% change in the rate of USD on realised gains/losses (Net)	-4.54	-15.33
Delta effect of (-) 5% change in the rate of USD on realised gains/losses (Net)	4.54	16.70
Delta effect of (+)5% change in the rate of USD on unrealised gains/losses (Net)	-	-3.70
Delta effect of (-)5% change in the rate of USD on unrealised gains/losses (Net)	-	3.70

B. Management of Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract. The Companyis exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivable

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. The Company has diversified customer base considering the nature and type of business.

C. Management of Liquidity Risk

The holding Company's objective is to maintain a balance between continuity of funding and flexibility through the use of trade payables and inter company payable/receivable from the Holding Company.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2021.

(Rs in lakhs)

Year Ended	On Demand	Less than 1 Year	More than 1 year
Borrowings	-	-	191.73
Trade Payables	-	8.57	-
Total	-	**8.57**	**191.73**

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2020

(Rs in lakhs)

Year Ended	On Demand	Less than 1 Year	More than 1 year
Borrowings	-	-	59.55
Trade Payables	-	1,497.69	-
Total	-	**1,497.69**	**59.55**

D. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to ourshareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Note 23: Fair Value hierarchy

The management assessed that cash and cash equivalents, trade receivables, trade payable, short term borrowings, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short term maturities of these instruments and are thus measured at amortized cost.

Note 24 : Segment Reporting

Disclosure of segment reporting as per the requirements of Ind AS 108 "Operating Segment" is reported in the consolidated financial statements of the Company. Therefore, the same has not been separately disclosed in the standalone financial statements in line with the requirement of Ind AS 108.

MISHRA & ASSOCIATES

Company Secretaries

Office: G/17, Washington Plaza, Topiwala Lane, Goregaon (West), Mumbai - 400 062.
Email: office@mishraandassociates.in **Cell:** 9773-478-068 / 9022-616-809

Form No. MR-3

SECRETARIAL AUDIT REORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members of
CP WORLD LOGISTICS INDIA PRIVATE LIMITED
7th Floor, T-Square, Opp. Chandivali Petrol Pump,
Sakinaka, Andheri (East), Mumbai – 400072, MH

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CP World Logistics India Private 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 our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2021** generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, 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 made available to us and maintained by the Company for the financial year ended on **March 31, 2021** according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; **Not Applicable to the Company during the period under review**

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (Regulations relating to Overseas Direct Investment and External Commercial Borrowings): **Not Applicable to the Company during the period under review;**

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 to the Company during the period under review;**

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***Not Applicable to the Company during the period under review;**

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable to the Company during the period under review;**

d. The Securities and Exchange Board of India (Share Based Employee Benefits)Regulations, 2014; **Not Applicable to the Company during the period under review;**

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **Not Applicable to the Company during the period under review;**

f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: **Not Applicable to the Company during the period under review;;**

g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: **Not Applicable to the Company during the period under review;**

h. 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 to the Company during the period under review;**

***** The Company being a material subsidiary of Total Transport Systems Limited, Directors of the Company have been categorised as Designated Person and are covered by the Code of Conduct under The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 of Total Transport Systems Limited.

We have also examined compliance with the applicable clauses of the following:

a. Secretarial Standards issued by The Institute of Company Secretaries of India;
b. The Listing Agreement entered into by the Company with National Stock Exchange and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **Not Applicable to the Company during the period under review**

c. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Not Applicable to the Company during the period under review**

During the period under review, the Company has generally complied with the provisions of the Act, rules, regulations and guidelines etc. mentioned above, to the extent applicable:

We further report that,

1. The Board of Directors of the Company is properly constituted. The change 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.

2. We further report that adequate notice is given to all directors to schedule the Board Meetings and agenda and detailed notes on agenda were sent at least seven days in advance other than those held at 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.

3. All the decisions of the Board and Committees thereof were carried out with the requisite majority;

4. As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that as per the information and explanations given to us, the representation made by the management and relied upon by us, there are adequate systems, processes and control mechanism exist in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable Laws, Rules, Regulations, Guidelines, Standards, etc. to the Company.

For **Mishra & Associates**
Company Secretaries

Manishkumar Premnath Mishra
Proprietor
Membership No. 41066
C. P. No. 18303

Date: 7th September, 2021
Place: Mumbai

UDIN: A041066C000917205

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

Annexure 'AA'

To,
The Members of
CP WORLD LOGISTICS INDIA PRIVATE LIMITED
7th Floor, T-Square, Opp. Chandivali Petrol Pump,
Sakinaka, Andheri (East), Mumbai – 400072, MH

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

1. **MANAGEMENT'S RESPONSIBILITY**

   It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. **AUDITOR'S RESPONSIBILITY**

(a) Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

(b) 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, the processes and practices that we followed provide a reasonable basis for our opinion. We also believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

(c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(d) Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

(e) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

3. DISCLAIMER

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which management has conducted the affairs of the company.

For **Mishra & Associates**
Company Secretaries

Manishkumar Premnath Mishra
Proprietor
Membership No. 41066
C. P. No. 18303
UDIN: A041066C000917205

Date: 7th September, 2021
Place: Mumbai