

# NANGIA & CO LLP

CHARTERED ACCOUNTANTS

## INDEPENDENT AUDITOR'S REPORT

To The Members of HS Fitness Private Limited

Report on the Audit of the Ind AS financial statements

### Opinion

We have audited the accompanying Ind AS financial statements of HS Fitness Private Limited (the "Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2025 the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to Ind AS financial statements, including a summary of material 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (the "Ind AS"), of the state of affairs of the Company as at 31 March, 2025, its loss and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of Ind AS 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 ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Ind AS financial statements.

### Material uncertainty related to Going Concern

We draw out your attention to Note B37 to the financial statements which states that the Company had incurred net loss in the current financial year of Rs. 78.15 million (March 31, 2024 Rs. 78.32 million) and as on March 31, 2025 has negative net worth of Rs. 185.44 million and accumulated losses to the tune of Rs. 186.44 million. The existing operations of the Company have also significantly reduced resulting in decline of revenue. The management has made an assessment of the Company's operations and is in process of analysing new business opportunities to improve the financial performance and position of the Company. Further, the company has received support letter from the promoters cum shareholders of the Holding company for the financial and operational support. In view of the above, the Financial Statements have been prepared on a "going concern

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basis".

Our opinion on the Ind AS Financial Statements is not modified in respect of above matter.

**Information other than the Ind AS financial statements and Auditor's Report thereon**

The Company's Board of Directors is responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Director's Report, Chairman's statement, but does not include the Ind AS financial statements and our auditor's report thereon.

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with Ind AS financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



### **Auditor's Responsibilities for the Audit of the Ind AS financial statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the Ind AS 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.



**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure – A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) Reporting on the adequacy of Internal Financial Control Over Financial Reporting of the Company and the operating effectiveness of such controls, under section 143(3)(i) of the Act is not applicable in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated June 13, 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated July 25, 2017.
  - g) Since the Company has not paid any managerial remuneration during the year, hence, reporting required under section 197(16) 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 explanations given to us:
    - i. The Company has disclosed any other pending litigations which would impact its financial position- Refer Note B35 to the Ind AS 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.
    - iv. a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate)





have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

**For Nangia & Co. LLP**  
**Chartered Accountants**  
**ICAI FRN 002391C/N500069**

*Prateek Agrawal*  
**Prateek Agrawal**  
Partner  
Membership No. 402826



Signed at Gurugram on May 22, 2025  
UDIN: 25402826BMJBCI1836

**Annexure 'A' to the Independent Auditors Report**

*[Refer to in paragraph 1 of the section on "Report on other legal and regulatory requirements" contained in the report issued to the members of HS Fitness Private Limited]*

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, we report that:

- I. In respect of the Company's Property, Plant and Equipment and Intangible Assets:  
  
The Company does not have any property, plant and equipment or intangible assets as on March 31, 2025. Accordingly, the provisions of clause 3(i) of the Order are not applicable to the Company.
- II. In respect of Inventory:
  - (a) The Company does not hold any inventory as on March 31, 2025. Accordingly, the provisions of clause 3(ii) of the Order are not applicable to the Company.
  - (b) According to the information and explanations given to us and based on examination of records of the Company, the Company has repaid its sanctioned working capital limits in excess of five crore rupees during the current financial year and we have verified the no objection certificate received from the banker on closure of such loan. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable.
- III. According to the information and explanations given to us and on the basis of examination of records, the Company has not made any investments provided guarantee or security or granted any advance in the nature of loan, secured or unsecured to Company, Firm, Limited Liability Partnership or any other parties during the year. Accordingly, the requirement to report on clause 3(iii)(a), (b), (c), (d), (e) and (f) of the Order is not applicable to the Company.
- IV. In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of Section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of Section 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- V. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- VI. The maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- VII. In respect of statutory dues:
  - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident



Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities except for slight delay on some occasions.

According to the information and explanations given to us, there are no undisputed amounts payable in respect of Provident Fund, Goods and Service tax, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us, there are no amounts in respect of Income Tax, Goods and Services tax, Sales Tax, Value Added Tax, Employee state Insurance, Duty of Excise, Duty of Custom, Cess and Service Tax etc. that have not been deposited with the appropriate authority on account of any dispute except for disputes pending regarding Indirect Tax, the details of which are given below:

Name of the Statute	Nature of the Dues	Amount (Rs. in millions)	Period to which the amount relates	Amount paid under Protest/ Adjusted against refund (Rs. in millions)	Forum where dispute is pending
CGST Act, 2017	Input Tax Credit Reversal	5.42	FY 2018-19 FY 2019-20	-	GST Department

VIII. As confirmed by the management, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- IX. (a) As explained to us, the Company has not defaulted in repayment of loans and other borrowings and in repayment of interest thereon to any lender.

(b) As confirmed by the management, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

(d) The Company did not raise any short-term funds during the period hence, the requirement to report on clause 3(ix)(d) of the Order is not applicable to the Company.

(e) The Company did not raise any money from any person or entity for the account of or to pay the obligations of its subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.



- (f) The Company did not raise any loans during the year by pledging securities held in their subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- X. (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) The Company has not made preferential allotment or private placement of shares or convertible debentures during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- XII. As explained, the Company is not a Nidhi company. Therefore, the provisions of para 3(xii) of the Order are not applicable to the Company.
- XIII. In our opinion, transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.
- XIV. In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013. Accordingly, reporting under clause 3(xiv) of the Order is not applicable to the Company.
- XV. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) (c) and (d) of the Order is not applicable.
- XVII. The Company has incurred cash losses of Rs. 77.17 million in the current financial year and Rs. 72.98 million in the immediately preceding financial year.
- XVIII. There has been no resignation of the statutory auditors of the Company during the year.





XIX. We draw out your attention to note B32 and B37 of the standalone financial statements which states that the Company had incurred net loss in the current financial year of Rs. 78.15 million (March 31, 2024 Rs. 78.32 million) and as on March 31, 2025 has negative net worth of Rs. 185.44 million and accumulated losses to the tune of Rs. 186.44 million. These conditions indicate doubt on the ability of the Company to continue as a going concern however, the Company expects improvement in its operations as it is analysing new business opportunities to improve the financial performance and position of the Company. The Promoters and Shareholders of the Holding Company have confirmed to provide financial and operational support as and when need arises. In view of the above, the financial statements have been prepared on a "going concern basis".

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

XX. The provisions related to Corporate Social Responsibility (CSR) is not applicable to the Company as per section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

XXI. The Company does not has a subsidiary, associate or a joint venture and as a result is not required to prepare consolidated financial statements. Accordingly, reporting under clause 3(xxi) of the Order is not applicable to the Company.

**For Nangia & Co. LLP**  
**Chartered Accountants**  
**ICAI FRN 002391C/N500069**

*Prateek Agrawal*

**Prateek Agrawal**  
Partner  
Membership No. 402826



Signed at Gurugram on May 22, 2025  
UDIN: 25402826BMJBC11836

**HS Fitness Private Limited**
**Balance Sheet as at March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

	Notes	As on March 31, 2025	As on March 31, 2024
<b>A. ASSETS</b>			
<b>1. Non current assets</b>			
(a) Property, plant and equipment	B1	0.00	0.99
(b) Non-current tax assets	B2	0.54	1.34
<b>Total non-current assets</b>		<b>0.54</b>	<b>2.33</b>
<b>2. Current assets</b>			
(a) Inventories	B4	-	0.40
(b) Financial assets			
i. Trade receivables	B5	21.96	22.93
ii. Cash and cash equivalents	B6	5.28	0.88
iii. Bank balances other than cash and cash equivalents	B7	0.10	15.92
iv. Other financial assets	B8	52.15	55.18
(c) Other current assets	B9	11.15	13.83
<b>Total current assets</b>		<b>90.64</b>	<b>109.14</b>
<b>TOTAL ASSETS (1+2)</b>		<b>91.18</b>	<b>111.47</b>
<b>B. EQUITY AND LIABILITIES</b>			
<b>1. Equity</b>			
(a) Equity share capital	B10	1.00	1.00
(b) Other equity	B11	(186.44)	(107.33)
<b>Total equity</b>		<b>(185.44)</b>	<b>(106.33)</b>
<b>Liabilities</b>			
<b>2. Non-current liabilities</b>			
(a) Financial liabilities			
i. Borrowings	B12	52.50	32.50
(b) Provisions	B13	0.95	-
<b>Total non-current liabilities</b>		<b>53.45</b>	<b>32.50</b>
<b>3. Current Liabilities</b>			
(a) Financial liabilities			
i. Borrowings	B12	32.50	70.04
ii. Trade payables	B14		
Total outstanding dues of micro enterprises and small enterprises		25.79	29.05
Total outstanding dues of creditors other than micro enterprises and small enterprises		22.81	1.91
iii. Other financial liabilities	B15	44.83	24.39
(b) Other current liabilities	B16	97.24	59.91
(c) Provisions	B13	0.00	-
<b>Total current liabilities</b>		<b>223.17</b>	<b>185.30</b>
<b>TOTAL EQUITY AND LIABILITIES (1+2+3)</b>		<b>91.18</b>	<b>111.47</b>

Summary of material accounting policies

A

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

 For **Nangia & Co LLP**

Chartered Accountants

Firm Regn No. 002391C/N500069


**Prateek Agrawal**

Partner

Membership No. 402826



For and on behalf of the Board of Directors

**HS Fitness Private Limited**

CIN: U71200HR2013PTC050241


**Sumeet Ubhrani**

Director

DIN - 06569744


**Rohit Goyal**

Director

DIN-10558167

Place - New Delhi

Date - 22 May 2025

**HS Fitness Private Limited**
**Statement of Profit and loss for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

	Notes	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>1. INCOME</b>			
(a) Revenue from operations	B17	75.92	296.50
(b) Other income	B18	0.87	3.37
<b>Total income</b>		<b>76.79</b>	<b>299.87</b>
<b>2. EXPENSES</b>			
(a) Purchases of traded goods	B19	11.93	122.08
(b) Changes in inventories of stock in trade	B20	0.40	142.37
(c) Employee benefits expense	B21	64.95	6.60
(d) Finance costs	B22	12.12	17.20
(e) Depreciation and amortisation expense	B23	0.07	0.18
(f) Other expenses	B24	65.47	90.21
<b>Total expenses</b>		<b>154.94</b>	<b>378.65</b>
<b>3. Profit/(Loss) before tax</b>		<b>(78.15)</b>	<b>(78.78)</b>
<b>4. Tax expense:</b>			
(a) Current tax expense		-	-
(b) Deferred tax	B3	-	(0.46)
(c) Earlier year taxes		-	-
<b>Total</b>		<b>-</b>	<b>(0.46)</b>
<b>5. Net profit/(loss) for the year (3 - 4)</b>		<b>(78.15)</b>	<b>(78.32)</b>
<b>6. Other comprehensive income</b>			
<b>I</b>			
<b>i. Items that will not be reclassified to profit or loss</b>			
a. Remeasurements of the defined benefit plans		(0.96)	1.82
ii. Income tax relating to items not reclassified		-	(0.46)
<b>II</b>			
<b>i. Items that may be reclassified to profit or loss</b>			
a. Current year gains (losses)		-	-
ii. Income tax relating to items not reclassified		-	-
<b>Other comprehensive income/ (loss) (I + II)</b>		<b>(0.96)</b>	<b>1.36</b>
<b>Total comprehensive income for the year (5 + 6)</b>		<b>(79.11)</b>	<b>(76.96)</b>
<b>Earning per share</b>	B25		
Basic		(781.55)	(783.22)
Diluted		(781.55)	(783.22)

Summary of material accounting policies

A

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

**For Nangia & Co LLP**

Chartered Accountants

Firm Regn No. 002391C/N500069


**Prateek Agrawal**

Partner

Membership No. 402826



For and on behalf of the Board of Directors

**HS Fitness Private Limited**

CIN: U71200HR2013PTC050241


**Sumeet Ubhrami**

Director

DIN - 06569744


**Rohit Goyal**

Director

DIN-10558167

Place - New Delhi

Date - 22 May 2025

**HS Fitness Private Limited****Cash Flow Statement for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

		for the year ended March 31, 2025	for the year ended March 31, 2024
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net profit before tax	(78.15)	(78.78)
<b>Add</b>	<b>Adjustments for:</b>		
	Depreciation and amortisation expenses	0.07	0.18
	Bad Debts written off	-	1.99
	Provision made for doubtful Trade receivables / Advances	(0.78)	1.62
	Finance cost	12.12	17.20
	Loss on discard of property, plant and equipments	0.92	
	Interest on Bank deposits	(0.02)	(0.95)
	<b>Operating profit before working capital changes</b>	<b>(65.84)</b>	<b>(58.74)</b>
	<b>Changes in working capital</b>		
	<b>Adjustments for (increase) / decrease in operating assets:</b>		
	Inventories	0.40	142.36
	Trade receivables	1.75	12.19
	Other financial assets (current)	3.03	(54.72)
	Other current assets	2.68	57.14
	<b>Adjustments for increase / (decrease) in operating liabilities:</b>		
	Trade payables	17.65	(59.59)
	Other financial liabilities (current)	20.44	8.33
	Other liabilities (current)	37.34	5.48
	Provision (current)	-	(1.18)
	<b>Cash generated from operations</b>		
<b>Less:</b>	Direct taxes paid (net of refund)	0.77	2.01
	<b>Net cash generated from operating activities</b>	<b>18.22</b>	<b>53.28</b>
<b>B.</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of property, plant and equipment	-	(0.01)
	Sale proceeds of property, plant & equipment	0.00	-
	Interest on Bank deposits	0.02	0.95
	Investments in bank deposits	15.82	(0.82)
	<b>Net cash used in investing activities</b>	<b>15.84</b>	<b>0.12</b>
<b>C.</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds / (Repayment) of borrowings (net)	(17.54)	(36.95)
	Finance charges paid	(12.12)	(17.20)
	<b>Net cash generated from financing activities</b>	<b>(29.66)</b>	<b>(54.15)</b>
	<b>Net (decrease) / increase in cash and cash equivalents A+B+C</b>	<b>4.40</b>	<b>(0.75)</b>
	Cash and cash equivalents at the beginning	0.88	1.63
	<b>Cash and cash equivalents as at the end of the year</b>	<b>5.28</b>	<b>0.88</b>
	<b>COMPONENTS OF CASH AND CASH EQUIVALENTS</b>		
	Cash in hand	-	-
	With banks		
	- In current account	5.28	0.88
	<b>Total</b>	<b>5.28</b>	<b>0.88</b>

Summary of material accounting policies

A

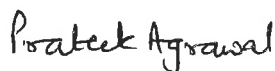
The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

**For Nangia & Co LLP**

Chartered Accountants

Firm Regn No. 002391C/N500069


**Prateek Agrawal**

Partner

Membership No. 402826

**For and on behalf of the Board of Directors****HS Fitness Private Limited**

CIN: U71200HR2013PTC050241

**Sumeet Ubhrani**

Director

DIN - 06569744

**Rohit Goyal**

Director

DIN-10558167

Place -New Delhi

Date - 22 May 2025



**HS Fitness Private Limited****Statement of changes in equity for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

	Equity Share Capital
<b>Balance as at April 01, 2023</b>	<b>1.00</b>
Change in share capital	-
<b>Balance as at March 31, 2024</b>	<b>1.00</b>
Change in share capital	-
<b>Balance as at March 31, 2025</b>	<b>1.00</b>

**Other Equity**

Particulars	Reserves and surplus	Other comprehensive income	Total
	Retained earnings	Remeasurement of net defined benefit liability	
<b>Balance as at April 01, 2023</b>	<b>(29.01)</b>	<b>(1.36)</b>	<b>(30.37)</b>
Profit/(Loss) for the year	(78.32)	1.36	<b>(76.96)</b>
<b>Balance as at March 31, 2024</b>	<b>(107.33)</b>	<b>0.00</b>	<b>(107.33)</b>
Profit/(Loss) for the year	(78.15)	(0.96)	<b>(79.11)</b>
<b>Balance as at March 31, 2025</b>	<b>(185.48)</b>	<b>(0.96)</b>	<b>(186.44)</b>

**Retained earnings :** This reserve represents the cumulative profits of the company. This reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

**Remeasurement of net defined benefit liability :** This reserve represents changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments recognized in Other comprehensive income and subsequently not reclassified to the Statement of profit and loss.

In terms of our report attached

**For Nangia & Co LLP**

Chartered Accountants

Firm Regn No. 002391C/N500069

*Prateek Agrawal*

**Prateek Agrawal**

Partner

Membership No. 402826



For and on behalf of the Board of Directors

**HS Fitness Private Limited**

CIN: U71200HR2013PTC050241



*Sumeet Ubhrami*

Director

DIN - 06569744



*Rohit Goyal*

Director

DIN-10558167

Place -New Delhi

Date - 22 May 2025

## A NOTES FORMING PART OF THE FINANCIAL STATEMENTS

### 1 Corporate information

HS Fitness Private Limited ("Company") was incorporated as a Private Limited company in India under the Companies Act, 2013 in 2013. The Company's registered office is situated in Haryana. The Company is into trading of health equipments under the name of "Reach". The material is imported and the supply of material is through On-line Channel partners and others.

### 2 BASIS OF ACCOUNTING AND PREPARATION OF FINANCIAL STATEMENTS

#### 2.1 Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with Rule 3 & 4A of Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

#### 2.2 Basis of preparation and presentation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act'). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The Company has adopted all the Ind AS standards and Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

#### Historical cost convention

The financial statements have been prepared on a historical cost convention on accrual basis, except for certain assets and liabilities that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services..

#### Significant accounting judgments, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures. Uncertainty about the assumptions and estimates could result in outcomes that require in material adjustment to the carrying value of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

#### Current and non-current classification

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

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle,
- it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/liabilities include current portion of non-current financial assets/liabilities respectively. All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

#### Operating cycle

Based on the nature of the operations and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities



The material accounting policies are set out below:

## 2.3 Revenue recognition

### I. Revenue from contract with customers

#### i. Sale of products:

Revenue is recognised upon transfer of control of promised products to customer in an amount that reflects the consideration which the company expects to receive in exchange for products. Revenue from the sale of products is recognised when products are delivered to customer. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers.

Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

#### ii. Contract balances

##### Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

##### Advance from customer

Advance from customer is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. Advance from customer is recognised as revenue when the Company performs under the contract.

#### II. Interest

Interest income and expenses are reported on an accrual basis using the effective interest method. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

## 2.4 Property, plant and equipment ('PPE')

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. Other incidental expenditure attributable to bringing the fixed assets to their working condition for intended use are capitalized. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method.

Depreciation is recognised so as to write off the cost less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

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 estimated useful life considered for the assets are as under.

Category of assets	Number of years
Vehicles	8
Health Equipment	3
Office equipments	3-10
IT Equipments	3-5
Furniture and fixtures	10

## 2.5 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.



**2.6 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.

**I Initial recognition**

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

**II Subsequent measurement****a. Non-derivative financial instruments****i. Financial assets carried at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**ii. Financial assets at fair value through other comprehensive income**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

**iii. Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

**iv. Financial liabilities**

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**III Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

**IV Fair value of financial instruments**

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

**2.7 Impairment****I Financial assets**

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

**II Non-financial assets****a Intangible assets and property, plant and equipment**

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.





## **2.8 Provisions**

A provision is recognized when the Company has a present obligation (legal / constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

## **2.9 Foreign currency transactions and translations**

Foreign currency transactions are recorded at rates of exchange prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the rate of exchange prevailing at the year-end. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

## **2.10 Earnings per share**

**Basic earnings per share** is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period

**Diluted earnings per share** is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## **2.11 Taxation**

Income tax expense recognised in Standalone Statement of Profit and Loss comprised the sum of deferred tax and current tax except the ones recognised in other comprehensive income or directly in equity.

### **Current Tax**

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### **Deferred tax**

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiaries and branches where it is expected that the earnings of the subsidiary or branch will not be distributed in the foreseeable future. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

## **2.12 Employee benefits**

Employee benefits include wages and salaries, provident fund, employee state insurance scheme, gratuity fund and compensated absences.

### **Defined Contribution Plans**

Contributions to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions.



#### **Defined Benefit Plans**

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. The re-measurements of the net defined benefit liability are recognised directly in the other comprehensive income in the period in which they arise. Past service cost is recognised in the Statement of Profit and Loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. net interest expense or income; and
- c. re-measurement

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

#### **The company is provides the following as defined benefits plan as -**

##### **a Gratuity**

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized other comprehensive income. The effect of any plan amendments are recognized in net profits in the statement of Profit and Loss.

##### **b Short term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under Payable to employee, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### **2.13 Employee share based payments**

The Company recognizes compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share-Based Payment. The estimated fair value of awards is charged to income on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding account.

#### **2.14 Inventories**

Inventories are valued at the lower of cost and estimated net realizable value (net of allowances) after providing for obsolescence and other losses, where considered necessary. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. The cost comprises cost of purchase, cost of conversion and other costs including appropriate production overheads in the case of finished goods and work in progress, incurred in bringing such inventories to their present location and condition. Trade discounts or rebates are deducted in determining the costs of purchase. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

#### **2.15 Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

#### **2.16 Other income**

Other income is comprised primarily of interest income, exchange gain/loss on translation of other assets and liabilities. Interest income is recognized using the effective interest method.



## **2.17 Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

### **Company as a lessee:**

The Company applies a single recognition and measurement approach for all leases, except for shortterm leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### **i. Right-of-use assets (ROU asset)**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Right of use for Properties 3 to 5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (e) Impairment of non-financial assets.

#### **ii. Lease liabilities:**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

**iii, Short term leases and leases of low value assets:** The Company applies the short-term lease recognition exemption to its short-term leases of property (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases where the underlying asset is considered to be low value.

Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

## **2.18 Cash and cash equivalents**

Cash comprises cash on hand and balances with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), 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 short-term balances, as defined above. The cash flow statement is prepared using indirect method.

## **2.19 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 recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements

## **2.20 Rounding off amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Millions as per the requirements of Schedule III of the Act unless otherwise stated.



**HS Fitness Private Limited**

Notes forming part of the financial statements for the year ended March 31, 2025

(All amounts in INR Millions, unless otherwise stated)

**B1. Property, plant and equipment**

	Health Equipment	Computer and Other Equipments	Vehicles	Furniture and Fixtures	Office Equipments	Total
<b>GROSS BLOCK</b>						
As at April 01, 2023	1.23	0.93	0.45	0.27	0.24	3.12
Additions	-	-	-	-	0.01	0.01
Deductions	-	-	-	-	-	-
As at March 31, 2024	1.23	0.93	0.45	0.27	0.25	3.13
Additions	-	-	-	-	-	-
Deductions	1.23	0.93	0.45	0.27	0.25	3.13
As at March 31, 2025	-	-	-	-	-	-
<b>ACCUMULATED DEPRECIATION</b>						
As at April 01, 2023	0.52	0.75	0.39	0.15	0.15	1.96
Additions	-	0.10	0.00	0.04	0.03	0.18
Deductions	-	-	-	-	-	-
As at March 31, 2024	0.52	0.85	0.40	0.20	0.18	2.13
Additions	-	0.02	0.00	0.03	0.02	0.07
Deductions	0.52	0.87	0.40	0.22	0.20	2.20
As at March 31, 2025	-	-	-	-	-	0.00
<b>NET BLOCK</b>						
As at March 31, 2024	0.72	0.08	0.05	0.08	0.07	0.99
As at March 31, 2025	-	-	-	-	-	0.00





**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
(All amounts in INR Millions, unless otherwise stated)

	As on March 31, 2025	As on March 31, 2024
<b>B2 Non-current tax assets</b>		
Non-current tax assets	0.54	1.34
	<b>0.54</b>	<b>1.34</b>

<b>B3 Deferred tax asset/liabilities</b>				
Movement in deferred tax asset/liability	Opening balance	Recognised in other comprehensive income	Recognised in statement of profit and loss	Closing balance
<b>For the period ended March 31, 2025</b>				
Particulars				
Assets				
Allowance for Bad Debt	-	-	-	-
Gratuity	-	-	-	-
Depreciation on Property, plant and equipment	-	-	-	-
<b>Total</b>	-	-	-	-
<b>For the year ended March 31, 2024</b>				
Particulars				
Assets				
Allowance for Bad Debt	-	-	-	-
Gratuity	-	0.46	(0.46)	-
Depreciation on Property, plant and equipment	-	-	-	-
<b>Total</b>	-	<b>0.46</b>	<b>(0.46)</b>	-

	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>Effective Tax Reconciliation</b>		
Profit / (Loss) as per Statement of Profit and loss	(78.15)	(78.78)
Applicable tax rate	25.17%	25.17%
<b>Tax on above</b>	<b>(19.67)</b>	<b>(19.83)</b>
<b>Adjustments:</b>		
Permanent differences	0.01	0.09
DTA not recognised on Temporary differences	(0.60)	0.32
DTA not recognised in business Loss	20.26	18.96
<b>Adjusted tax expense</b>	<b>-</b>	<b>(0.46)</b>
<b>Tax as per profit and loss</b>		
Current tax	-	-
Deferred tax	-	(0.46)
Earlier year taxes	-	-
<b>Total</b>	<b>-</b>	<b>(0.46)</b>

	As on March 31, 2025	As on March 31, 2024
<b>B4 Inventories</b>		
Traded Goods	46.43	46.83
Less: Insurance claim filed for loss of stock by fire	46.43	46.43
Less: Provision for Slow moving stock (valued at cost or net realisable value whichever is lower)	-	-
	<b>0.40</b>	

	As on March 31, 2025	As on March 31, 2024
<b>B5 Trade receivables</b>		
Considered good - unsecured	21.96	22.93
Trade receivable which have significant increase in credit risk	0.84	1.62
	<b>22.80</b>	<b>24.55</b>
<b>Impairment allowance (allowance for bad and doubtful debt)</b>		
Less: Trade receivable which have significant increase in credit risk	(0.84)	(1.62)
	<b>21.96</b>	<b>22.93</b>



**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

**Trade receivables ageing schedule as at March 31, 2025**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months to 1 year	1 year - 2 year	2 year - 3 year	More than 3 years	
Undisputed trade receivables - considered good	12.20	-	9.76	-	-	21.96
Undisputed trade receivables - which have significant increase in credit risk	-	-	0.84	-	-	0.84
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-

**Trade receivables ageing schedule as at March 31, 2024**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months to 1 year	1 year - 2 year	2 year - 3 year	More than 3 years	
Undisputed trade receivables - considered good	17.74	5.19	-	-	-	22.93
Undisputed trade receivables - which have significant increase in credit risk	0.70	0.92	-	-	-	1.62
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-

As on	As on
March 31, 2025	March 31, 2024

**B6 Cash and cash equivalents**

For the purpose of statement of cash flows, cash and cash equivalents include cash on hand and in bank. Cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in balance sheet as follows:

Cash in hand

**Balances with banks :**

On current accounts

Cash and cash equivalents as per balance sheet

Cash and cash equivalents as per statement of cash flows

5.28	0.88
<b>5.28</b>	<b>0.88</b>
5.28	0.88

As on	As on
March 31, 2025	March 31, 2024

**B7 Bank balances other than cash and cash equivalents**
**Balances with banks :**

In deposit accounts having remaining maturity less than 12 months

Refer note below

0.10	15.92
<b>0.10</b>	<b>15.92</b>

Note - INR NIL Mn (Previous year - INR 15.00 Mn) is pledged to Axis bank against the cash credit facility.

As on	As on
March 31, 2025	March 31, 2024

**B8 Other financial assets**

Security Deposits

Accrued interest

Other Receivable

0.05	0.06
-	0.44
52.10	54.68
<b>52.15</b>	<b>55.18</b>



**HS Fitness Private Limited****Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

		As on March 31, 2025	As on March 31, 2024
<b>B9 Other current assets</b>			
Balance with government authorities		10.65	13.29
Prepayments		0.25	0.06
	I	<b>10.90</b>	<b>13.35</b>
<b>Advances to suppliers</b>			
Unsecured, considered good unless stated otherwise		0.25	0.47
Unsecured, considered doubtful		-	-
		<b>0.25</b>	<b>0.47</b>
Less: Provision for doubtful advances		-	-
	II	<b>0.25</b>	<b>0.47</b>
	I+II	<b>11.15</b>	<b>13.83</b>



**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

**B10 Share Capital**
**a Authorised shares**
**i Equity share capital of Rs 10 each**

As at the beginning of the reporting year

Increase/(decrease) during the year

As at the end of the reporting year

**Issued, subscribed and paid up**
**Equity share capital of Rs 10 each**

As at the beginning of the reporting year

Add: Issued during the year

As at the end of the reporting year

	As on March 31, 2025	As on March 31, 2025	As on March 31, 2024	As on March 31, 2024
Nos.			Nos.	
	300,000	3.00	300,000	3.00
	300,000	3.00	300,000	3.00
	100,000	1.00	100,000	1.00
	100,000	1.00	100,000	1.00

**b Terms/ rights attached to equity shares**

The Company has only one class of equity shares having par value of INR 10 per share. Each shareholder is entitled to one vote per share. Dividend if any declared is payable in Indian Rupees.

**c Shares held by holding company**

GlobalBees Brands Private Limited

	As on March 31, 2025	As on March 31, 2025	As on March 31, 2024	As on March 31, 2024
No. of Shares		% holding	No. of Shares	% holding
80,000	80.00%	80,000	80.00%	
No. of Shares		% holding	No. of Shares	% holding

**d Details of equity shareholding more than 5% shares in the company**

GlobalBees Brands Private Limited

Sumeet Ubhrani

Sonal Menghani

80,000	80.00%	80,000	80.00%
12,000	12.00%	12,000	12.00%
8,000	8.00%	8,000	8.00%

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

**e Details of equity shares held by promoters in the company at March 31,**

GlobalBees Brands Private Limited

	As on March 31, 2025	As at Mar 31, 2024	% of change during the year
No. of Shares	% of total shares	No. of Shares	% of total shares
80,000	80.00%	80,000	80.00%
			0%

f The Company has not issued any bonus shares during the current year and immediately preceding current year.

**B11 Other equity**
**Surplus/(Deficit) as per statement of profit and loss**

Opening balance

Add : Profit/(Loss) for the year

Add : Other comprehensive income/ (loss)

**Total comprehensive income for the period**
**Balance as at year end**

	As on March 31, 2025	As on March 31, 2024
	(107.33)	(30.37)
	(78.15)	(78.32)
	(0.96)	1.36
	(186.44)	(107.33)
	(186.44)	(107.33)





**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
(All amounts in INR Millions, unless otherwise stated)

	As on March 31, 2025	As on March 31, 2024
<b>B12 Borrowings</b>		
Unsecured from related party	85.00	65.00
	<b>85.00</b>	<b>65.00</b>
Less: Current maturity of long term borrowings disclosed below(i)	32.50	32.50
	<b>52.50</b>	<b>32.50</b>
<b>Total</b>	<b>52.50</b>	<b>32.50</b>
	As on March 31, 2025	As on March 31, 2024
<b>(i) Short term borrowings</b>		
Secured		
Loans repayable on demand, Secured from banks	-	37.54
Unsecured		
Current maturity of long term borrowings	32.50	32.50
	<b>32.50</b>	<b>70.04</b>

**Notes**

- i) The Company has obtained an unsecured loan of Rs. 85.00 Million as on March 31, 2025 (Previous year Rs. 65 Million) from holding company. The loan carries a fixed interest rate of 14% and is repayable in 8 equated quarterly instalments starting from April 28, 2023. The Holding Company has given an extension for the repayment of outstanding installment vide extension letter dated February 28, 2025 for a period of one year i.e. repayment to commence in 8 quarterly instalments from February 21, 2026.
- ii) The Company had obtained an Cash Credit facility of Rs. 100 Mn from Axis Bank Limited. The said facility carried an interest of 9.95% (MCLR + 1.20%) per annum with monthly rest. The said facility was secured primary against hypothecation charge of inventory cum book debts and all current assets and CGTMSE coverage. The said cash credit facility has been closed during the year.

	As on March 31, 2025	As on March 31, 2024
<b>B13 Provision</b>		
<b>i) Non-current</b>		
Provision for employee benefits		
Provision for gratuity	0.95	-
	<b>0.95</b>	<b>-</b>
	As on March 31, 2025	As on March 31, 2024
<b>ii) Current</b>		
Provision for employee benefits		
Provision for gratuity	0.00	-
	<b>0.00</b>	<b>-</b>
	As on March 31, 2025	As on March 31, 2024

**B14 Trade payables**

Trade payables		
Outstanding dues to micro and small enterprises	25.79	29.05
Outstanding dues to creditors other than micro and small enterprises	22.81	1.91
	<b>48.60</b>	<b>30.96</b>



**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
(All amounts in INR Millions, unless otherwise stated)

**Trade payable ageing as at March 31, 2025**

	Outstanding for following period from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	0.92	24.87	-	-	25.79
(ii) Others	22.51	0.30	-	-	22.81
(iii) Disputed- MSME	-	-	-	-	-
(iv) Disputed- Others	-	-	-	-	-

**Trade payable ageing as at March 31, 2024**

	Outstanding for following period from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	29.05	-	-	-	29.05
(ii) Others	1.18	0.73	-	-	1.91
(iii) Disputed- MSME	-	-	-	-	-
(iv) Disputed- Others	-	-	-	-	-

**B15 Other financial liabilities**

Payable to employees  
Interest payable

As on  
**March 31, 2025**      **As on**  
**March 31, 2024**

16.22	6.60
28.61	17.79
<b>44.83</b>	<b>24.39</b>

As on  
**March 31, 2025**      **As on**  
**March 31, 2024**

**B16 Other current liabilities**

Statutory dues  
Advance from customers

2.92	0.56
94.32	59.35
<b>97.24</b>	<b>59.91</b>



**HS Fitness Private Limited****Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B17 Revenue from operations</b>		
Sale of goods	8.71	294.10
Sale of services	66.85	-
<b>Other operating income</b>		
Business Enablement Fees	-	2.40
Business support service	0.36	-
	<b>75.92</b>	<b>296.50</b>

**i Disaggregated Revenue Information**

Set out below is the disaggregation of the Company's revenue from contracts with customers by timing of transfer of goods/ services:

	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>Revenue from contracts with customers</b>		
Revenue from sale of goods and services		
-Recognised at a point in time	75.92	296.50
-Recognised over time	-	-
	<b>75.92</b>	<b>296.50</b>

**ii Contract Balances**

	for the year ended March 31, 2025	for the year ended March 31, 2024
Trade receivables [refer note B5]	21.96	22.93
Contract assets		
-Unbilled revenue [refer note B9]	-	-
Contract liabilities		
-Advance from customers [refer note B16]	94.32	59.35

- a Trade receivables generally have average credit period of 30 days in respect of sales of goods and services from the date of demand as per contract, except for cases, where credit terms are based on specific arrangement with the other party.
- b Contract assets are initially recognised for revenue earned on account of contracts where revenue is recognised over the period of time as receipt of consideration is conditional on successful completion of performance obligations as per contract. Once the performance obligation is fulfilled and milestones for invoicing are achieved, contract assets are classified to trade receivables.
- c Contract liabilities include amount received from customers to deliver goods and services.

**iii Performance Obligation**

	for the year ended March 31, 2025	for the year ended March 31, 2024
Aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied as of the end of the current year*	94.32	59.35

\*The entity expects to satisfy the performance obligations when (or as) the underlying goods to which such performance obligations relate are completed.

**iv Assets Recognised from the Costs to obtain or fulfil Contract with Customers**

	for the year ended March 31, 2025	for the year ended March 31, 2024
Inventories [refer note B4]	-	0.40



**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
(All amounts in INR Millions, unless otherwise stated)

	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B18 Other income</b>		
Interest on		
- Bank deposits	0.02	0.95
- Others	0.07	0.16
Sundry balances written back	-	1.71
Provision for bad debts no longer required	0.78	-
Miscellaneous income	0.00	0.55
	<b>0.87</b>	<b>3.37</b>
	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B19 Purchases of traded goods</b>		
Purchases	11.93	122.08
	<b>11.93</b>	<b>122.08</b>
	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B20 Changes in inventories of stock in trade</b>		
Opening stock	0.40	142.77
Less: Closing stock	-	0.40
	<b>0.40</b>	<b>142.37</b>
	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B21 Employee benefits expense</b>		
Salaries and bonus	63.39	6.59
Staff welfare expenses	1.56	0.01
	<b>64.95</b>	<b>6.60</b>
	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B22 Finance costs</b>		
Interest expenses		
Interest on term loans	12.12	17.20
	<b>12.12</b>	<b>17.20</b>
	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B23 Depreciation and amortization expenses</b>		
Depreciation on tangible fixed assets	0.07	0.18
	<b>0.07</b>	<b>0.18</b>





**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

	for the year ended March 31, 2025	for the year ended March 31, 2024
<b>B24 Other expenses</b>		
Warehousing cost	2.13	16.58
Legal and professional expenses	0.95	1.80
Travelling and conveyance expenses	-	0.05
Fee and subscription	0.25	0.18
Rates & taxes	0.08	0.62
Repairs and maintenance		
- to building	0.02	0.29
- to plant and machinery	-	0.00
Insurance	0.06	0.15
Manpower Cost*	-	1.13
Telephone and communication expenses	0.00	0.05
Interest on statutory dues	0.03	0.37
LRD Fees	3.52	4.30
Bank and other charges	0.03	0.27
Subvention Fee	55.65	25.36
Loss on discard of property, plant and equipments	0.92	-
Printing and stationery	-	0.00
Office expenses	-	0.01
Provision for bad and doubtful debts	-	1.62
Bad debts	-	1.99
Business promotion, marketing and event expenses	0.04	4.26
Sales commission	0.01	11.70
Shipping charges- outward	0.63	17.44
Foreign exchange fluctuation expense	-	0.74
Miscellaneous expenses	0.28	0.00
<b>Auditor's remuneration</b>		
- Statutory Audit fee	0.57	0.55
- Tax audit fee	-	0.07
- Other Services	0.28	0.64
- Reimbursement of expenses	0.02	0.04
	<b>65.47</b>	<b>90.21</b>

\*According to management, nature of labour are temporary and therefore PF & ESI are not applicable and feasible.

**B25 Earning per share (EPS)**

The Company's Earnings per Share ("EPS") is determined based on the net profit attributable to the shareholders of the company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year.

	for the year ended March 31, 2025	for the year ended March 31, 2024
Profit/ (loss) attributable to equity holders of the company	(78.15)	(78.32)
<b>Calculation of weighted average number of equity shares</b>		
Number of share at the beginning of the year	100,000	100,000
Total equity shares outstanding at the end of the year	100,000	100,000
<b>Weighted average number of equity shares in calculating basic EPS</b>	<b>100,000</b>	<b>100,000</b>
Weighted average number of shares for basic and diluted EPS	<b>100,000</b>	<b>100,000</b>
Basic earnings per share (In Rs.)	(781.55)	(783.22)
Diluted earnings per share (In Rs.)	(781.55)	(783.22)
Nominal value of equity shares (In Rs.)	10	10



**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

**B26 Fair value**

- a. Set out below, is a comparison by class of the carrying amounts and fair value of the company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

The following table details the carrying amount and fair values of financial instruments:

March 31, 2025					
Particulars	FVTPL	Amortised cost	FVOCI	Total carrying value	Fair value
<b>Financial assets</b>					
Trade receivables	-	21.96	-	21.96	21.96
Cash and cash equivalents	-	5.28	-	5.28	5.28
Bank balances other than cash and cash equivalents	-	0.10	-	0.10	0.10
Other financial assets	-	52.15	-	52.15	52.15
<b>Total</b>	-	<b>79.49</b>	-	<b>79.49</b>	<b>79.49</b>
<b>Financial liabilities</b>					
Borrowings					
- Long term	-	52.50	-	52.50	52.50
- Short term	-	32.50	-	32.50	32.50
Trade payable	-	48.61	-	48.61	48.61
Other financial liabilities	-	44.83	-	44.83	44.83
<b>Total</b>	-	<b>178.44</b>	-	<b>178.44</b>	<b>178.44</b>

March 31, 2024					
Particulars	FVTPL	Amortised cost	FVOCI	Total carrying value	Fair value
<b>Financial assets</b>					
Trade receivables	-	22.93	-	22.93	22.93
Cash and cash equivalents	-	0.88	-	0.88	0.88
Bank balances other than cash and cash equivalents	-	15.92	-	15.92	15.92
Other financial assets	-	55.18	-	55.18	55.18
<b>Total</b>	-	<b>94.91</b>	-	<b>94.91</b>	<b>94.91</b>
<b>Financial liabilities</b>					
Borrowings					
- Long term	-	32.50	-	32.50	32.50
- Short term	-	70.04	-	70.04	70.04
Trade payable	-	30.96	-	30.96	30.96
Other financial liabilities	-	24.39	-	24.39	24.39
<b>Total</b>	-	<b>157.89</b>	-	<b>157.89</b>	<b>157.89</b>

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

**b. Fair value hierarchy**

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the Levels within the hierarchy of financial and non-financial assets and liabilities measured at fair value on a recurring basis at March 31, 2024 and March 31, 2023 -

**Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025:**

Particulars	Date of valuation	Total	Fair value measure using		
			Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
			(Level 1)	(Level 2)	(Level 3)
<b>Assets measured at fair value:</b>					
<b>FVTPL financial investments</b>					
Quoted mutual funds	31-Mar-25	-	-	-	-



**Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2024:**

Particulars	Date of valuation	Total	Fair value measure using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
FVTPL financial investments					
Quoted mutual funds	31-Mar-24	-	-	-	-

There have been no transfers between Level 1 and Level 2 during the current financial year

**B27 Financial risk management objectives and policies**

**Risk management objectives and policies**

The company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The company's activities expose it to liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Credit risk	Liquidity risk
Exposure arising from	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Borrowings, trade payables and other financial liabilities
Measurement	Aging analysis	Rolling cash flow
Management	Bank deposits, diversification of asset base and credit limits	Availability of sources of funds

**a. Credit risk**

Credit risk arises from cash and cash equivalents, trade receivables, investments carried at amortised cost and deposits with banks and financial institutions.

**Credit risk exposure**

**Provision for expected credit losses**

In respect to other financial assets, the company follows a 12-months expected credit loss approach. The company's management does not foresee a material loss on account of credit risk due to the nature and credit worthiness of these financial assets. Further, the company has not observed any material defaults in recovering such financial assets. Therefore, the company has not provided for any expected credit loss on these financial assets except for trade receivables.

March 31, 2025				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Cash deposits with banks	5.28	0.00%	-	5.28
Bank balances other than cash and cash equivalents	0.10	0.00%	-	0.10
Trade and other receivables	22.80	3.69%	0.84	21.96
Other financial assets	52.15	0.00%	-	52.15

March 31, 2024				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Cash deposits with banks	0.88	0.00%	-	0.88
Bank balances other than cash and cash equivalents	15.92	0.00%	-	15.92
Trade and other receivables	24.55	6.60%	1.62	22.93
Other financial assets	55.18	0.00%	-	55.18

**Expected credit loss for trade receivables under simplified approach**

As at period end, the company has certain trade receivables that have not been settled by the contractual due date but are not considered to be impaired. The amounts as at period end, analysed by the length of time past due, are:

March 31, 2025				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Not due	-	0.00%	-	-
Not more than 6 months	12.20	0.00%	-	12.20
More than 6 months	10.60	7.95%	0.84	9.76

March 31, 2024				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Not due	-	0.00%	-	-
Not more than 6 months	18.44	0.00%	-	18.44
More than 6 months	6.11	26.51%	1.62	4.49



**HS Fitness Private Limited****Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

In respect of trade and other receivables, the company is exposed to significant credit exposure to a group of counterparties having similar characteristics. Based on historical information about customer default rates, management consider the credit quality of trade receivables that are not past due to be good.

The credit risk for cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

Other financial assets being investments are also due from several counter parties and based on historical information about defaults from the counter parties, management considers the quality of such assets that are not past due to be good.

**b. Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The company takes into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

**Maturities of financial liabilities**

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities, and

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

March 31, 2025					
Particulars	Carrying Amount	Less than 1 year	1 – 3 year	Above 3 years	Total
Borrowings	85.00	32.50	52.50	-	85.00
Trade payable	48.61	48.61	-	-	48.61
Other financial liabilities	44.83	44.83	-	-	44.83
<b>Total</b>	<b>178.44</b>	<b>125.94</b>	<b>52.50</b>	<b>-</b>	<b>178.44</b>

March 31, 2024					
Particulars	Carrying Amount	Less than 1 year	1 – 3 year	Above 3 years	Total
Borrowings	102.54	70.04	32.50	-	102.54
Trade payable	30.96	30.96	-	-	30.96
Other financial liabilities	24.39	24.39	-	-	24.39
<b>Total</b>	<b>157.89</b>	<b>125.39</b>	<b>32.50</b>	<b>-</b>	<b>157.89</b>

**B28 Capital management policies and procedures**

The company's capital management objectives are to ensure the company's ability to continue as a going concern as well as to provide a balance between financial flexibility and balance sheet efficiency. In determining its capital structure, company considers the robustness of future cash flows, potential funding requirements for growth opportunities and acquisitions, the cost of capital and ease of access to funding sources.

Management assesses the company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the company's various classes of debt. The company manages the capital structure and makes adjustments to it in the 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, issue new shares, or sell assets to reduce debt.

The amounts managed as capital by the group for the reporting periods under review are summarized as follows :

Particulars	As on March 31, 2025	As on March 31, 2024
Total borrowings	85.00	102.54
Less: Cash and cash equivalents	5.28	0.88
<b>Net debt</b>	<b>79.72</b>	<b>101.66</b>
Total equity	(185.44)	(106.33)
<b>Total Capital</b>	<b>(105.73)</b>	<b>(4.67)</b>
<b>Gearing ratio</b>	<b>-43%</b>	<b>-96%</b>

**B29 Related party disclosures****Names of the related parties and related party relationship****Related parties where control exists****a) Key Management Personnel**

Sumeet Ubhrani  
Sonal Menghani  
Rohit Goyal  
Rahul Chaudhary

Director(wef. Sep. 04, 2013)  
Relative of Director  
Director (wef. March 30, 2024)  
Director (wef. March 30, 2024)

**b) Enterprise having control over the company**

Globalbees Brands Private Limited

Holding Company (w e.f. January 31, 2022)





**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**
**(All amounts in INR Millions, unless otherwise stated)**
**c) Enterprises over which key management personnel or their relatives and/or holding company has significant influence.**

Merhaki Foods and Nutrition Private Limited  
 Fit Tech India Sports & Fitness Equipment Pvt Ltd  
 Octane Fitness  
 Kubermart Industries Pvt Ltd  
 Healthyhey Foods LLP  
 Plantex E-commerce Pvt Ltd  
 Dynamic IT Solution Pvt Ltd  
 Sapta Chakra Private Limited  
 Candes Technologies P Ltd  
 Butternut Ventures Private Limited

**Related party relationships are as identified by the company and relied upon by the auditors -**

	Key Management Personnel		Enterprise having control over the company		Enterprises over which key management personnel or their relatives and holding company has significant influence	
	As on March 31, 2025	As on March 31, 2024	As on March 31, 2025	As on March 31, 2024	As on March 31, 2025	As on March 31, 2024
<b>Remuneration paid</b>	-	6.67	-	-	-	-
Sumeet Ubhrani	-	3.33	-	-	-	-
Sonali Menghani	-	3.33	-	-	-	-
<b>Reimbursement of Expenses</b>	-	0.04	-	-	-	-
Sumeet Ubhrani	-	0.04	-	-	-	-
<b>Interest Expense on loan</b>	-	-	11.41	9.10	-	-
Globalbees Brands Private Limited	-	-	11.41	9.10	-	-
<b>LRD Fees</b>	-	-	-	-	3.52	4.30
Merhaki Foods and Nutrition Private Limited	-	-	-	-	3.52	4.30
<b>Business Enablement Fees</b>	-	-	-	-	-	2.40
Merhaki Foods and Nutrition Private Limited	-	-	-	-	-	2.40
<b>Subvention Fee</b>	-	-	-	-	55.65	25.36
Merhaki Foods and Nutrition Private Limited	-	-	-	-	55.65	25.36
<b>Business Support Income</b>	-	-	0.36	-	-	-
Globalbees Brands Private Limited	-	-	0.36	-	-	-
<b>Business Support Expense</b>	-	-	0.25	-	-	-
Globalbees Brands Private Limited	-	-	0.25	-	-	-
<b>Sale of products and services</b>	-	-	-	-	74.87	196.99
Merhaki Foods and Nutrition Private Limited	-	-	-	-	39.85	160.85
Kubermart Industries Pvt Ltd	-	-	-	-	21.62	-
Healthyhey Foods LLP	-	-	-	-	2.64	-
Plantex E-commerce Pvt Ltd	-	-	-	-	-	-
Fit Tech India Sports & Fitness Equipment Pvt Ltd	-	-	-	-	-	0.59
Octane Fitness	-	-	-	-	-	35.27
Sapta Chakra Private Limited	-	-	-	-	-	0.24
Dynamic IT Solution Pvt Ltd	-	-	-	-	-	0.02
Globalbees Brands Private Limited	-	-	-	-	-	-
Plantex E-commerce Pvt Ltd	-	-	-	-	9.04	-
Candes Technologies P Ltd	-	-	-	-	1.72	-
<b>Loan taken</b>	-	-	20.00	-	-	-
Globalbees Brands Private Limited	-	-	20.00	-	-	-
<b>services</b>	-	-	-	-	11.97	145.47
Butternut Ventures Private Limited	-	-	-	-	-	-
Dynamic IT Solution Pvt Ltd	-	-	-	-	-	-
Fit Tech India Sports & Fitness Equipment Pvt Ltd	-	-	-	-	0.22	91.45
Octane Fitness	-	-	-	-	11.69	43.56
Globalbees Brands Private Limited	-	-	-	-	0.04	-
Merhaki Foods and Nutrition Private Limited	-	-	-	-	0.01	10.46
<b>Accrued interest expense</b>	-	-	28.61	17.79	-	-
Globalbees Brands Private Limited	-	-	28.61	17.79	-	-



**HS Fitness Private Limited**
**Notes forming part of the financial statements for the year ended March 31, 2025**

(All amounts in INR Millions, unless otherwise stated)

<b>Loan Outstanding Balances</b>			<b>85.00</b>	<b>65.00</b>		
Globalbees Brands Private Limited			85.00	65.00		
<b>Payables Balances</b>	<b>6.46</b>	<b>6.46</b>	<b>0.01</b>	<b>0.43</b>	<b>140.80</b>	<b>24.87</b>
Globalbees Brands Private Limited			0.01	0.43		
Fit Tech India Sports & Fitness Equipment Pvt Ltd					25.13	24.87
Sapta Chakra Private Limited						
Dynamic IT Solution Pvt Ltd						
Merhaki Foods and Nutrition Private Limited					115.67	
Octane Fitness						
Sumeet Ubhrani	3.60	3.60				
Sonal Menghani	2.85	2.85				
<b>Receivables Balances</b>					<b>21.98</b>	<b>(36.55)</b>
Octane Fitness					9.76	23.48
Kubermart Industries Pvt Ltd					8.45	
Plantex E-commerce Pvt Ltd					2.22	
Healthye Foods LLP					0.72	
Candes Technologies P Ltd					0.83	
Merhaki Foods and Nutrition Private Limited						(60.03)

**B30 Disclosures under Micro Small and Medium Enterprise Development Act, 2006**

Particulars	As on March 31, 2025	As on March 31, 2024
a The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year. Interest amount is Nil (P.Y. Nil)	25.79	29.05
b The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c The amount of interest due and payable for the period of delay in making payment (which have been but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
d The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
e The amount of further interest remaining due and payable even in the succeeding years, until such date When the interest dues as above are actually paid to the small enterprise for the purpose of disallowance As a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-	-

The ministry of Micro, Small and Medium enterprises has issued an office memorandum dated 26/08/2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Based on the information available with the management, there are no over dues outstanding to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Further, the company has not received any claim for interest from any supplier under the said act.

**B31 Employee benefit obligations**
**Disclosure of gratuity (non-funded)**

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

**Movement in the liability recognised in the balance sheet is as under:**

Description	As on March 31, 2025	As on March 31, 2024
Present value of defined benefit obligation as at the start of the year	-	3.00
Current service cost	-	(0.99)
Interest cost	-	(0.19)
Actuarial loss/(gain) recognized during the year	-	-
Changes in financial assumptions	-	(0.14)
Experience variance	0.96	(1.96)
Benefits paid	-	-
Past service cost	-	-
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>0.96</b>	<b>-</b>

**Changes in the Fair Value of Plan Assets**

Description	As on March 31, 2025	As on March 31, 2024
Fair Value of Plan Assets as at the beginning	-	-
Investment Income	-	-
Employer's Contribution	-	-
Benefits Paid	-	-
Return on plan assets, excluding amount recognised in net interest expense	-	-
<b>Fair Value of Plan Assets as at the end</b>	<b>-</b>	<b>-</b>



**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
(All amounts in INR Millions, unless otherwise stated)

**Amount recognised in the statement of profit and loss is as under:**

Description	As on March 31, 2025	As on March 31, 2024
Current service cost	-	(0.99)
Interest cost	-	(0.19)
Past service cost	-	-
Actuarial loss/(gain)	-	-
<b>Amount recognized in the statement of profit and loss</b>	<b>-</b>	<b>(1.18)</b>

**Current / Non-current bifurcation**

Description	As on March 31, 2025	As on March 31, 2024
Current Benefit Obligation	0.00	-
Non - current Benefit Obligation	0.95	-
<b>Liability recognised in Balance Sheet</b>	<b>0.96</b>	<b>-</b>

**Amount recognised in other comprehensive income:**

Description	As on March 31, 2025	As on March 31, 2024
Amount recognised in OCI, beginning of the year	-	1.82
<b>Actuarial loss/(gain):</b>		
change in financial assumptions	-	0.14
change in demographic assumptions	-	-
experience variance (i.e. Actual experience vs assumptions)	0.96	(1.96)
Return on plan assets, excluding amount recognised in net interest expense	-	-
<b>Amount recognised in OCI, end of the year</b>	<b>0.96</b>	<b>-</b>

**Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income**

Description	As on March 31, 2025	As on March 31, 2024
Amount recognized in Profit and loss, End of Period	-	(1.18)
Amount recognized in Other Comprehensive Income, End of Period	0.96	-
<b>Total Net Defined Benefit Cost/(Income) Recognized at Period-End</b>	<b>0.96</b>	<b>(1.18)</b>

**Actuarial assumptions**

Description	As on March 31, 2025	As on March 31, 2024
Discount rate	6.60%	0.00%
Future salary increase	10.00%	0.00%

**Demographic assumptions**

Mortality	IALM (2012-2014) Ultimate	IALM (2012-2014) Ultimate
Employee turnover / Withdrawal rate	20.00%	0.00%
Retirement age	60years	-

**Expected Cash flow for next ten years**

	As on March 31, 2025
Year-2026	0.00
Year-2027	0.01
Year-2028	0.02
Year-2029	0.02
Year-2030	0.02
Year-2031 to Year 2035	14.61

**Defined Benefit Obligation by Participant Status**

	As on March 31, 2025
Actives	-
Vested Deferreds	-
Retirees	-
<b>Total Defined Benefit Obligation</b>	<b>-</b>



**HS Fitness Private Limited**  
**Notes forming part of the financial statements for the year ended March 31, 2025**  
 (All amounts in INR Millions, unless otherwise stated)

**Sensitivity analysis**

	As on March 31, 2025
Defined benefit obligation - Discount rate + 100 basis points	0.89
Defined benefit obligation - Discount rate - 100 basis points	1.03
Defined benefit obligation - Salary escalation rate + 100 basis points	1.02
Defined benefit obligation - Salary escalation rate - 100 basis points	0.90
Defined benefit obligation - Withdrawal rate + 100 basis points	0.92
Defined benefit obligation - Withdrawal rate - 100 basis points	1.00

**Average Duration**

Weighted average duration of the plan is 11.39 years.

**B32 Key Financial Ratios**

Particulars	for the year ended March 31, 2025	for the year ended March 31, 2024	Change in %	Reason for change more than 25%
Current ratio	0.41	0.59	-31%	
Debt Equity ratio	(0.46)	(0.96)	-52%	Due to decrease in the outstanding balance of borrowings and negative equity as at year end.
Debt service coverage ratio	(2.22)	(1.13)	96%	Due to decrease in the outstanding balance of borrowings and losses incurred during the current year.
Return on Equity (%)	53.57%	115.43%	-54%	Due to losses incurred during the current year and increase in the negative equity as at year end.
Inventory Turnover ratio	379.07	4.14	9052%	Due to decrease in turnover during current year in comparison to previous year.
Trade Receivables Turnover ratio	3.38	9.62	-65%	Due to decrease in turnover during current year in comparison to previous year.
Trade Payables Turnover ratio	1.95	2.01	-3%	Due to decrease in purchase during current year in comparison to previous year.
Net Capital Turnover Ratio	(0.57)	(3.89)	-85%	Due to decrease in turnover during current year in comparison to previous year.
Net profit margin (%)	(102.94%)	(26.42%)	290%	Due to losses incurred during the current year and increase in the negative equity as at year end.
Return on Capital Employed (%)	77.81%	2,074.77%	-96%	Due to decrease in the outstanding balance of borrowings and increase in the negative equity as at year end.

**Detailed explanation of ratios**

**Current Ratio**

The Current Ratio is a liquidity ratio that measures a Company's ability to pay short-term obligations or those due within one year. It is calculated by dividing the current assets by current liabilities.

**Debt Equity Ratio**

The ratio is used to evaluate a Company's financial leverage. It is a measure of the degree to which a Company is financing its operations through debt versus wholly owned funds. It is calculated by dividing a Company's total debt by its shareholder's equity.

**Debt service coverage ratio**

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing the earnings before interest, non-cash operating expenditure and tax by finance cost plus principal repayment of debt.

**Return on Equity**

Return on Equity (RoE) is a measure of profitability of a Company expressed in percentage. It is calculated by dividing profit/loss after tax for the period by average Equity funds employed during the period.

**Inventory Turnover ratio**

Inventory Turnover is the number of times a Company sells and replaces its inventory during a period. It is calculated by dividing turnover by average inventory.





#### Trade Receivables Turnover ratio

The above ratio is used to quantify a Company's effectiveness in collecting its receivables or money owed by customers. The ratio shows how well a Company uses and manages the credit it extends to customers and how quickly that short-term debt is collected or is paid. It is calculated by dividing Net Credit sales by average trade receivables.

#### Trade Payables Turnover ratio

The accounts payable turnover ratio shows investors how many times per period a company pays its accounts payable. In other words, the ratio measures the speed at which a company pays its suppliers. It is calculated by dividing net credit purchases by average trade payables.

#### Net Capital Turnover ratio

It measures the entity's ability to generate sales per rupee of long-term investment. A higher ratio indicates better utilization of long-term funds of owners and the lenders. It is calculated by dividing turnover by Working capital.

#### Net Profit Margin (%)

The net profit margin is equal to how much net income or profit is generated as a percentage of total income. It is calculated by dividing the profit for the year by total income.

#### Return on Capital Employed

Return on Capital Employed (RoCE) is a financial ratio that measures a Company's profitability and the efficiency with which its capital is used. In other words, the ratio measures how well a Company is generating profits from its capital. It is calculated by dividing profit before exceptional items, Finance cost and tax by capital employed during the period.

#### B33 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

#### B34 Segment reporting

The Company is primarily engaged in the business of trading and rental of health equipments, which as per Indian Accounting Standard - 108 on 'Operating Segments' is considered to be the only reportable segment.

#### B35 Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the firm or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

#### Claims against the firm not acknowledged as debts

Tax matters  
Legal and other matters

	As on March 31, 2025	As on March 31, 2024
	0.73	5.42
	0.27	-

(i) It is not practicable for the firm to estimate the timings of the cash flows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/ decisions pending with various forums/ authorities.

(ii) The firm have reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required or disclosed as contingent liabilities where applicable, in its financial statements. The firm does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

#### B36 Loss by Fire:

During the financial year ended March 31, 2024, one of the warehouses where inventory of the Company was lying, Faridabad, Haryana, caught fire and the inventory lying therein was completely destroyed. At the date of incident, there was inventory of INR 46.43 million in approximate value. The Company has 100% insurance coverage cover with regards to the amount of inventory lost. The Company has filed insurance claim in the Month of April 2024. The claim is still under process to get finalised from the insurance company as on the date the current year financial statements are drawn and approved. The Company had already availed/ claimed unutilised GST ITC of INR 8.25 million on such stock lost by fire. In opinion of the Management, corresponding financial impact is considered in the financial statements for the previous financial year ended March 31, 2024.

Further, in the judgement of Management, other than business loss for a temporary period there is no threat to the Going Concern of the business and hence does not warrants any adjustment to the financial assertions made in the financial statements in this regard.

#### B37 Going Concern:

The Company has a loss of Rs. (78.15) million [March 31, 2024: Rs. (78.78) million] during the year ended March 31, 2025 and as on date the net worth of the Company has been eroded and stands at Rs. (185.44) million [March 31, 2024: Rs. (106.33) million]. These conditions indicate significant doubt on the ability of the Company to continue as a going concern. However, the Company expects improvement in its operations as it is analysing new business opportunities to improve the financial performance and position of the Company. In view of the continuing losses and erosion in the net worth of the Company, Promoters and Shareholders of the Holding Company have confirmed to provide financial and operational support as and when need arises. In view of the above, the financial statements have been prepared on a "going concern basis" and do not include any adjustment relating to recoverability and classification of recorded asset and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

B38 The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.





**B39 Other statutory information**

- i The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- ii The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- iii The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period except satisfaction of charge which were created for facilities availed from Corporation Bank and corporate guarantee provided to Kotak bank, the process of satisfaction of charge with registrar is under process by company.
- iv The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- v The Company has not advanced or loaned or invested funds to any other person( s) or entity( is) , including foreign entities ( Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ( Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- vi The Company has not received any fund from any person( s) or entity( is) , including foreign entities ( Funding Party) with the understanding ( whether recorded in writing or otherwise) that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ( Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 ( such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- viii The Company is not declared wilful defaulter by any bank or financial Institution or government or any government authority.
- ix Compliance with number of layer of companies as per Companies Act, 2013 -  
The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- x The Company has not entered into any scheme of arrangement which has an accounting impact on current financial year.
- xi The Company has not revalued its Property, Plant and Equipment ( including Right- of- Use Assets) or Intangible assets or both during the current financial year.
- xii The company has used the borrowings from financial institutions for the specific purpose for which it was taken at the balance sheet date.

In terms of our report attached  
For Nangia & Co LLP  
Chartered Accountants  
Firm Regn No. 002391C/N500069

*Prateek Agrawal*

Prateek Agrawal  
Partner  
Membership No. 402826

Place -New Delhi  
Date - 22 May 2025



For and on behalf of the Board of Directors  
HS Fitness Private Limited  
CIN: U71200HR2013PTC050241



*Sumeet Ubhrani*  
Sumeet Ubhrani  
Director  
DIN - 06569744



*Rohit Goyal*  
Rohit Goyal  
Director  
DIN-10558167