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**Independent Auditor's Review Report on Quarterly Unaudited Standalone
Financial Results of Onelife Capital Advisors Limited Pursuant to the Regulation
33 of the Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015, as amended**

**To the Board of Directors of
Onelife Capital Advisors Limited**

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Onelife Capital Advisors Limited**, ("the Company") for the quarter ended June 30, 2020 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors of the Company, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of Unaudited Standalone Financial Results, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note No. 6 to the accompanying Statement which describes the uncertainties relating to the COVID 19 pandemic outbreak.

Our conclusion on the Statement is not modified in respect of the above matter.

For **KHANDELWAL JAIN & CO.**

Chartered Accountants,

Firm Registration No.: 105049W

SHAILESH

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(S. S. SHAH)

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Partner

Membership No.: 33632

UDIN : 20033632AAAABK5192

Place: Mumbai

Date : September 15, 2020

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**Independent Auditor's Review Report on Quarterly Unaudited Consolidated
Financial Results of Onelife Capital Advisors Limited Pursuant to the Regulation
33 of the Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015, as amended.**

**To the Board of Directors of
Onelife Capital Advisors Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Onelife Capital Advisors Limited ("the Parent" or "the Company") and its subsidiaries (the parent and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2020 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard - 34 "Interim Financial Reporting" (Ind AS 34), prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, the Circular and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.

A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following subsidiaries:
 - 1) Dealmoney Distribution and Advisory Services Private Limited
 - 2) Dealmoney Commodities Private Limited
 - 3) Eyelid Infrastructure Private Limited
 - 4) Dealmoney Insurance Broking Private Limited
 - 5) Sarsan Securities Private Limited
 - 6) Dealmoney Financial Services Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We draw attention to Note No. 6 to the accompanying Statement which describes the uncertainties arising from the COVID 19 pandemic outbreak and management's evaluation of its impact on the Group's operations. The impact of the pandemic on the Group's operations is highly dependent on future developments. Our conclusion on the Statement is not modified in respect of this matter.

7. We draw attention to Note No. 7 to the accompanying Statement regarding the restatement done in accordance with the principles of Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors, on account of excess allocation of the business support service expenses charged by the group company for the quarter ended 30 June 2019. Our conclusion on the Statement is not modified in respect of this matter.
8. We also draw attention to Note No. 4 to the accompanying Statement regarding the restatement of the comparative figures for the quarter ended June 30, 2019 after giving necessary effect to the Scheme of amalgamation of the subsidiaries which have been prepared by the Management and have not been reviewed by us. Our conclusion on the Statement is not modified in respect of this matter.
9. We did not review the interim financial results of 6 subsidiaries included in the Unaudited Consolidated Financial Results, whose interim financial information, before consolidated adjustments, reflect total revenues of Rs. 64.46 lakhs, total net loss after tax of Rs. 13.82 lakhs and total comprehensive loss of Rs. 13.82 lakhs for the quarter ended June 30, 2020 as considered in the Unaudited Consolidated Financial Results. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of these matters.

For **KHANDELWAL JAIN & CO.**

Chartered Accountants,

Firm Registration No.: 105049W

SHAILESH

SANMUKHLAL

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(S. S. SHAH)

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SHAILESH SANMUKHLAL
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Date: 2020.09.15 17:18:32
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Partner

Membership No.: 33632

UDIN : 20033632AAAABL6247

Place: Mumbai

Date : September 15, 2020

ONELIFE CAPITAL ADVISORS LIMITED

Statement of Unaudited Standalone Financial Results for the quarter ended 30th June 2020

[Figures in ₹ lakhs unless stated otherwise]

Sr. No.	Particulars	STANDALONE			
		Quarter Ended			Year Ended
		30.06.2020 Unaudited	31.03.2020 Audited	30.06.2019 Unaudited	31.03.2020 Audited
1	Revenue from Operations	65.00	150.00	35.00	345.00
2	Other Income	63.58	112.24	29.37	296.43
3	Total Income (1 + 2)	128.58	262.24	64.37	641.43
4	Expenses				
	Cost of Materials Consumed	-	-	-	-
	Purchase of Stock-In-Trade	-	-	-	-
	Changes in Inventories of Finished Goods, Work-in-Progress & Stock-In-Trade	-	-	-	-
	Employee Benefits Expense	31.75	34.09	35.36	150.93
	Finance Costs	-	-	0.07	0.07
	Depreciation and Amortisation Expense	19.75	19.72	21.23	80.38
	Other Expenses	74.68	253.69	60.60	404.07
	Total Expenses (4)	126.18	307.49	117.27	635.45
5	Profit before exceptional items and tax (3 - 4)	2.40	(45.25)	(52.90)	5.98
6	Exceptional Items	-	-	-	-
7	Profit Before Tax (5 + 6)	2.40	(45.25)	(52.90)	5.98
8	Tax Expense				
	(a) Current Tax	-	(6.18)	3.59	-
	(b) Deferred Tax Credit / (Charge)	-	-	-	-
	(c) Earlier Year	-	-	-	2.56
9	Profit for the period (7 - 8)	2.40	(39.08)	(56.49)	3.42
10	Other Comprehensive income				
	(a) (i) Items that will not be reclassified to Profit and Loss				
	Remeasurement of Defined Benefit Plans	-	(0.33)	-	(0.33)
	(a) (ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-
	(b) (i) Items that will be reclassified to Profit and Loss	-	-	-	-
	(b) (ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	Other Comprehensive income for the period (10)	-	(0.33)	-	(0.33)
11	Total Comprehensive income for the period (9+10)	2.40	(39.41)	(56.49)	3.09
12	Paid-up equity share capital (Face Value - Rs.10 per share)	1,336.00	1,336.00	1,336.00	1,336.00
13	Other Equity	-	-	-	9,559.18
14	Earnings Per Share (of Rs. 10/- each) (not annualised):	0.02	(0.29)	(0.42)	0.03

**For and on behalf of the Board of Directors
Onelife Capital Advisors Limited**

Pandoo P Naig Digitally signed
by Pandoo P Naig
Date: 2020.09.15
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Pandoo Naig
Managing Director
DIN No. 00158221

Place: Thane
Date : 15 Sep 2020

ONELIFE CAPITAL ADVISORS LIMITED

Statement of Unaudited Consolidated Financial Results for the quarter ended 30th June 2020

[Figures in ₹ lakhs unless stated otherwise]

Sr. No.	Particulars	CONSOLIDATED			
		Quarter Ended		Year Ended	
		30.06.2020 Unaudited	31.03.2020 Audited	30.06.2019 Unaudited	31.03.2020 Audited
1	Revenue from Operations	112.71	216.13	172.07	697.51
2	Other Income	48.35	73.98	46.11	267.85
3	Total Income (1 + 2)	161.06	290.11	218.18	965.35
4	Expenses				
	Cost of Materials Consumed	-	-	-	-
	Purchase of Stock-In-Trade	-	-	-	-
	Changes in Inventories of Finished Goods, Work-in-Progress & Stock-In-Trade	-	-	-	-
	Employee Benefits Expense	47.28	(11.86)	95.67	283.38
	Finance Costs	0.39	2.02	0.80	2.73
	Depreciation and Amortisation Expense	19.94	19.91	23.05	88.79
	Other Expenses	102.40	258.37	164.23	745.30
	Total Expenses (4)	170.01	268.43	283.75	1,120.20
5	Profit before exceptional items and tax (3 - 4)	(8.95)	21.68	(65.57)	(154.85)
6	Exceptional Items	-	-	-	-
7	Profit Before Tax (5 + 6)	(8.95)	21.68	(65.57)	(154.85)
8	Tax Expense				
	(a) Current Tax	2.47	(3.48)	6.77	5.06
	(b) Deferred Tax Credit / (Charge)	-	(0.81)	-	0.04
	(c) Earlier Year	-	(7.18)	-	3.08
9	Profit for the period (7 - 8)	(11.42)	33.14	(72.34)	(163.03)
	Attributable to				
	Owners of the Company	(11.42)	33.16	(72.34)	(163.00)
	Non - Controlling Interest	-	(0.02)	-	(0.03)
10	Other Comprehensive income				
	(a) (i) Items that will not be reclassified to Profit and Loss				
	Remeasurement of Defined Benefit Plans	-	(1.25)	-	(1.25)
	(a) (ii) Income tax relating to items that will not be reclassified to profit or loss	-	0.30	-	0.30
	(b) (i) Items that will be reclassified to Profit and Loss	-	-	-	-
	(b) (ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	Other Comprehensive income for the period (10)	-	(0.95)	-	(0.95)
11	Total Comprehensive income for the period (9+10)	(11.42)	32.19	(72.34)	(163.98)
	Other Comprehensive income Attributable to				
	Owners of the Company	-	(0.95)	-	(0.95)
	Non - Controlling Interest	-	-	-	-
	Total Other Comprehensive income Attributable to				
	Owners of the Company	(11.42)	32.21	(72.34)	(163.95)
	Non - Controlling Interest	-	(0.02)	-	(0.03)
12	Paid-up equity share capital (Face Value - Rs.10 per share)	1,336.00	1,336.00	1,336.00	1,336.00
13	Other Equity	-	-	-	7,155.72
14	Earnings Per Share (of Rs. 10/- each) (not annualised):	(0.09)	0.25	(0.54)	(1.22)

Notes:

- The Statement of standalone and consolidated financial results have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting standards) (Amendment) Rules, 2016 and other accounting principles generally accepted in India.

- 2 The above standalone and consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on September 15, 2020 and have been subjected to limited review by the Statutory Auditors of the Company.
- 3 The Company acquired 100% shareholding of Sarsan Securities Private Limited on July 25, 2019. The Company had also acquired 85% of equity share capital of Dealmoney Financial Services Private Limited and it became subsidiary of the Company w.e.f. July 25, 2019. The consolidated financial results for the quarter ended June 2020 and quarter and year ended March 31, 2020 include the results of these entities and to that extent the results for the quarter ended June 30, 2019 are not comparable.
- 4 National Company Law Tribunal (NCLT), vide order dated July 18, 2019, had approved the Scheme of amalgamation of One life Gas Energy & Infrastructure Limited, Good Yield Fertilisers and Pesticides Private Limited, Leadline Software and Trading Private Limited, Onelife Ecopower & Engineering Limited, Goodyield Farming Limited and Purple India Holdings Limited, wholly owned subsidiaries with the Company and the certified copy of the Order approving the said Scheme was filed with the Registrar of Companies on September 17, 2019 i.e after the results for quarter ended June 30, 2019 were approved and published. The appointed date of the said Scheme was April 1, 2018. The Company has, to give necessary effect of the aforesaid Scheme in the financial results, restated the figures for the quarter ended June 30, 2019 in accordance, with Appendix C to Ind AS 103 Business Combination. The comparative unaudited financial results for the quarter ended June 30, 2019 have been prepared by the management after giving necessary effect to the said scheme of amalgamation and have not been subjected to limited review by the auditors.
- 5 The Company had made Initial Public Offer (IPO) vide Prospectus dated October 10, 2011 and issued 33,50,000 equity shares of Rs.10/- each for cash at a premium of Rs.100/- per share aggregating to Rs. 3,685 lakhs to the public.

The Company had passed special resolution for altering the objects for which amount was raised through IPO with requisite majority which was announced on January 23, 2014. The Company had again issued notice of postal ballot and passed the special resolution with requisite majority which has been announced on February 13, 2016 whereby the objects of the balance IPO proceeds of Rs. 2,625 lakhs has been substituted by the following objects:

- (i) IPO proceeds of Rs. 2,430 lakhs to be used for Strategic Investments, either directly or indirectly or by / through subsidiaries or Associates, by way of acquiring the controlling stake including but not limited to takeover, merger, de-merger and /or acquisition and other matter incidental thereto or any combination thereof; and
- (ii) IPO proceeds of Rs. 195 lakhs to be used for the renovation / addition in the Premises where Company's Registered Office is presently situated.

The Company, accordingly has utilised the IPO proceeds by acquiring strategic investments directly and through the erstwhile subsidiary Purple India Holding Limited and Rs. 265 lakhs was remaining with the erstwhile subsidiary as advance for acquisition of strategic investment / business. The said subsidiary has amalgamated with the Company as per the Scheme of Amalgamation approved by NCLT vide order dated July 18, 2019 with appointed date of April 01, 2018. The Company had restated the financial statements for the year ended March 31, 2019 and also the comparative figures for the quarter ended June 30, 2019 as mentioned in Note no. 4

- 6 The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial markets and slowdown in the economic activities. The Indian economy is impacted and would continue to be impacted due to the contraction in industrial and services output across small and large businesses.

In accordance with the RBI guidelines relating to COVID-19 Regulatory Package guidelines dated 27 March 2020, 17 April 2020 and 23 May 2020, a subsidiary, Sarsan Securities Private Limited, a non banking finance company, has granted a moratorium of six months on the payment of all instalments and/or interest, as applicable, due between 01 March 2020 and 31 August 2020 to all eligible borrowers as per the Company's policy. For such account where the moratorium is granted, the asset for the purposes of asset classification shall remain stand still during the moratorium period.

Based on the current assessment of the potential impact of the COVID-19 pandemic on the Company and the Group, the management does not anticipate any material uncertainties which affects its liquidity position and also its ability to continue as a going concern.

The management of the said Subsidiary has maintained adequate provisions on loan assets based on the information available at this point in time including economic forecasts. The extent to which the current pandemic will impact the carrying value of loan receivables is dependant on future developments, which are uncertain at this point in time. The management of the Subsidiary and the Group believes that it has considered all possible impact of the known events arising out of COVID-19 pandemic in the preparation of these financial results. The impact assessment of COVID-19 pandemic is a continuing process, given its nature and duration. The management of the Subsidiary and the Group will continue to monitor any material changes to future economic conditions.

- 7 In accordance with the requirements of Ind AS – 8, 'Accounting Policies, Changes in Accounting Estimates and Errors' , the management of a subsidiary has restated "other expenses" for the quarter ended 30 June 2019 by reducing the same by INR 12.33 lakhs on account of de-recognition of excess business support services allocated to the Company in accordance with the Business support agreement.
- 8 On 26 February 2018, the Board of Directors of the Company has approved the Scheme of Arrangement, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder, comprising merger of Dealmoney Securities Private Limited ('DSPL') into the Company, which is subject to necessary approvals by stock exchanges, SEBI, shareholders and creditors, as may be applicable, and jurisdictional bench of National Company Law Tribunal ('NCLT') and such other statutory/regulatory approvals, as may be required.

In pursuance of the directions of the NCLT vide order dated September 19, 2019, the meeting of the Equity Shareholders and Creditors was held on 05 November 2019.

The Petition for the Scheme of Amalgamation of DSPL with the Company was filed on 20 November 2019 with NCLT, Mumbai. The petition was admitted in the NCLT on 27 April 2020 and the NCLT in its order had given the next hearing date of 25 June 2020, which was further adjourned to 13 August 2020. However, the matter was transferred to normal Bench of NCLT before the hearing date and since then, the matter has not come up for hearing in the Bench.
- 9 Figures for the quarter ended March 31, 2020 represent the balancing figures between the audited figures for the full financial year and the published year to date reviewed figures upto third quarter of the financial year ended March 31, 2020.
- 10 The Segment reporting as per Indian Accounting Standard 108 is enclosed.
- 11 Previous period's figures have been regrouped or reclassified, wherever necessary to make them comparable with the figures of the current period.

**For and on behalf of the Board of Directors
Onelife Capital Advisors Limited**

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**Pandoo Naig
Managing Director
DIN No. 00158221**

**Place: Thane
Date : 15 Sep 2020**

ONELIFE CAPITAL ADVISORS LIMITED
CONSOLIDATED SEGMENTWISE REVENUE, RESULTS AND CAPITAL EMPLOYED

₹ In Lakhs

Sr. No	Particulars	CONSOLIDATED			
		Quarter Ended			Year Ended
		30.06.2020	31.03.2020	30.06.2019	31.03.2020
		Unaudited	Audited	Unaudited	Audited
1	Segment Revenue				
	Advisory Services	65.43	149.58	56.03	371.42
	Broking Services	32.69	47.10	116.04	254.91
	NBFC Business	14.58	39.91	-	39.91
	Total	112.71	236.59	172.07	666.24
	Others Unallocated Income	-	(20.46)	-	31.27
	Net Sales / Income from Operations	112.71	216.13	172.07	697.51
2	Segment Results				
	Profit / (Loss) before Tax and interest from each segment				
	Advisory Services	(60.64)	(77.98)	(52.45)	(346.69)
	Broking Services	(6.44)	27.28	(16.42)	(52.24)
	NBFC Business	10.22	(3.31)	-	(3.31)
	Total	(56.86)	(54.01)	(68.87)	(402.24)
	Less : Finance Costs	0.39	2.02	0.80	2.73
	Add : Unallocable Income net of Un-allocable Expenditure	48.30	77.71	4.10	250.12
	Total Profit / (Loss) Before Tax	(8.95)	21.68	(65.57)	(154.85)
3	Capital Employed				
	Segment Assets				
	Advisory Services	1,309.40	1,598.21	270.44	1,598.21
	Broking Services	425.09	435.93	686.74	435.93
	NBFC Business	550.02	539.60	-	539.60
	Unallocated	7,111.43	6,701.59	11,034.23	6,701.59
	Total	9,395.94	9,275.33	11,991.42	9,275.33
	Segment Liabilities				
	Advisory Services	334.97	66.15	94.23	66.15
	Broking Services	374.17	305.49	585.37	305.49
	NBFC Business	10.28	9.27	-	9.27
	Unallocated	194.74	401.23	913.02	401.23
	Total	914.16	782.14	1,592.63	782.14

For and on behalf of the Board of Directors
Onelife Capital Advisors Limited

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Date: 2020.09.15
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Pandoo Naig
Managing Director
DIN No. 00158221

Place: Thane
Date : 15 Sep 2020