COFFEE DAY ENTERPRISES LIMITED

8th December 2020

To,

The National Stock Exchange of India Limited	BSE Limited
Manager-Listing	General Manager-DSC
Exchange Plaza, Bandra Kurla Complex	Phiroze Jeejeebhoy Towers
Bandra (East) Mumbai - 400 051	Dalal Street, Fort, Mumbai - 400 001
Tel No.: 022-2659 8237/38	Tel No.: 022-2272 2039
Symbol: **COFFEEDAY**	Scrip Code: **539436**

Dear Sir/ Madam,

RE: Notice of Annual General Meeting (AGM) and Annual Report for financial year 2019-20

Ref: Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of the 12th Annual General Meeting ("AGM") and the Annual Report for the Financial Year 2019-20. The same is available on the Company's website on the following links:

Annual Report: : https://coffeeday.com/PDF/CoffeeDayAnnualReport2020.pdf

Notice: https://coffeeday.com/PDF/AGMNotice2020.pdf

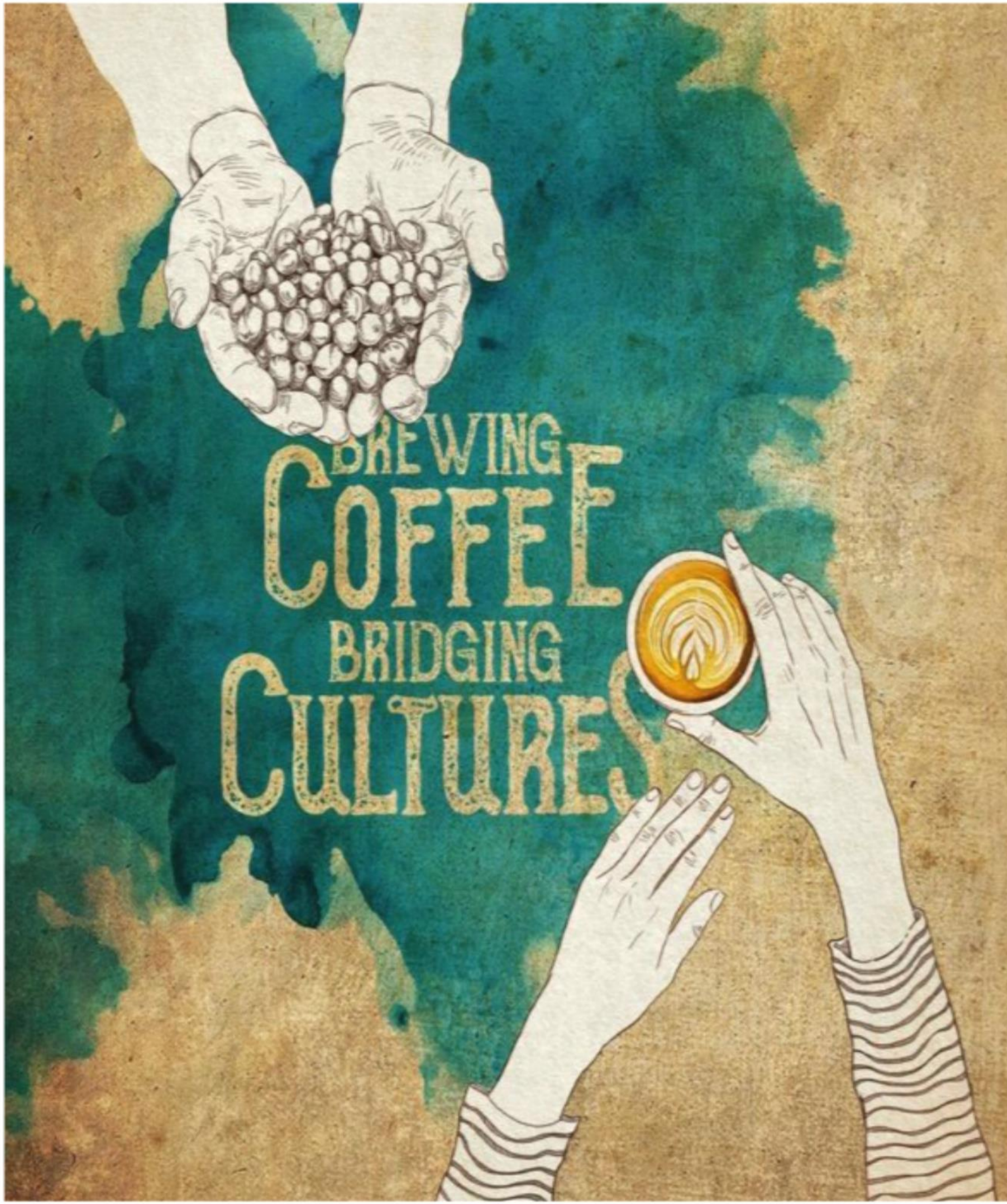
The Schedule of the AGM is follows:

Particulars	Date and Time
Cut-off date for e-voting	24th December 2020
Commencement of e-voting	28th December 2020 at 09:00 A.M. (IST)
End of e-voting	30th December 2020 at 05:00 P.M. (IST)
AGM date	31st December 2020 at 12:00 P.M. (IST)

Kindly take on records of the same.

For **Coffee Day Enterprises Limited**

Sadananda Poojary
Company Secretary and Compliance Officer



coffee day

ANNUAL REPORT 2020

What's Brewing Inside

CORPORATE INFORMATION

Board of Directors
Late V G SIDDHARTHA
(Chairman and Managing Director up till 31st July 2019)

Mr. SANJAY OMPRAKASH NAYAR
(Non-Executive, Nominee Director)
(Resigned from the Board on 13 November 2019)

Mrs. MALAVIKA SIDDHARTHA HEGDE
(Non-Executive Director till 6th December 2020 and Proposed Whole-Time director and Chief Executive Officer by the Board)

SAKALESPUR VISWESWARAIYA RANGANATH
(Interim Chairman & Non-Executive, Independent Director)

Mr. ALBERT JOSEF HIERONIMUS
(Non-Executive Independent Director)

SULAKSHANA RAGHAVAN
(Non-Executive, Women Independent Director)
(Resigned from the Board on 01 August 2019)

COMMITTEES AND COMPOSITION

AUDIT COMMITTEE:

Following members were the members of Audit committee up till 31st July 2019

1. Mr.S.V.Ranganath (Chairperson)
2. Dr.Albert Hieronimus
3. Mr.V.G.Siddhartha

Post the demise of Mr. V. G.Siddhartha, Audit committee was reconstituted with the following members

1. Mr.S.V.Ranganath (Chairperson)
2. Dr.Albert Hieronimus
3. Mrs.Malavika Hegde

NOMINATION & REMUNERATION COMMITTEE

1. Mr.S.V.Ranganath (Chairperson)
2. Dr.Albert Hieronimus
3. Mrs.Malavika Hegde

STAKEHOLDERS RELATIONSHIP COMMITTEE

Following members were the members of Stakeholders Relationship Committee up till 31st July 2019

1. Mrs.Malavika Hegde (Chairperson)
2. Mr.V.G.Siddhartha
3. Mr.S.V.Ranganath

Post the demise of Mr. V. G.Siddhartha, Stakeholders Relationship Committee was reconstituted with the following members

1. Mrs.Malavika Hegde (Chairperson)
2. Mr. S.V.Ranganath
3. Mr. Albert Hieronimus

Corporate Social Responsibility Committee

1. Mr. S.V.Ranganath (Chairperson)
2. Mrs.Malavika Hegde

RISK MANAGEMENT COMMITTEE

Following members were the members of Risk Management Committee up till 31st July 2019

1. Mr. V.G.Siddhartha (Chairperson)
2. Mrs. Malavika Hegde

Post the demise of Mr. V. G.Siddhartha, Risk Management Committee was reconstituted with the following members

1. Mrs. Malavika Hegde
2. Mr. S. V.Ranganath

Chief Financial Officer
R RAM MOHAN

Company Secretary and Compliance officer
SADANANDA POOJARY

The Company in their Board Meeting held on 07th December 2020 appointed three Additional Directors:
1. Mrs. C. H. Vasundhara Devi
2. Mr. Giri Devanur
3. Mr. Mohan Raghavendra Kondi

Registered Office of the Company
23/2, Coffee Day Square, Vittal Mallya
Road, Bengaluru-560001

Auditors of the Company

Statutory
Mrs. Venkatesh & Co, Chennai

Secretarial
HRB & Co., Bengaluru

Internal
ABS & Co., Bengaluru

Registrar and Share Transfer Agent
Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L. B. S. Marg, Bhandup (West)
Mumbai 400078
Tel: +91 22 6171 5400

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting their 12th Annual Report on business and operations along with the Audited financial statements and the Auditor's report of the Company for the financial year ended 31st March, 2020.

Financial Highlights:

Amount in Rs. Crores

Particulars	**Coffee Day Enterprises Limited (Consolidated)**	**Coffee Day Enterprises Limited (Consolidated)**	**Coffee Day Global Limited (Consolidated)**	**Coffee Day Global Limited (Consolidated)**
	FY 20	**FY 19**	**FY 20**	**FY 19**
Net Operational Revenue	2522	3569	1509	1,795
Finance charges	519	353	212	81
Depreciation	430	269	336	189
Profit Before Tax	701	186	(458)	72
Income Tax	45	66	(150)	24
Profit attributable to the Owners	**1883**	**127**	**(5)**	**41**

PERFORMANCE OVERVIEW

During the fiscal year ended 31st March 2020, consolidated gross revenue decline by 28% driven by impetus from Coffee & Multimodal Logistics. The revenue in coffee business contributed a decline of 15% and Multimodal Logistics contributed a decline of 14%. Consolidated Profit after tax attributable to owners is Rs 1884/- Crores for the year 2019 compared to Profit of Rs 128/- Crores for the previous year. The increase of profit is mainly due to one time profit on sale of Mindtree shares. A detailed performance analysis is provided in the Management Discussion and Analysis segment which is annexed to this report.

STATE OF THE COMPANY'S AFFAIRS

The state of the Company affairs forms an integral part of Management Discussion & Analysis Report.

DIVIDEND

The Board of Directors of the Company has not recommended any dividend for the financial year 2019-20.

TRANSFER TO RESERVES:

In accordance to the provisions of Section 134(3)(j) of the Companies Act, 2013, (hereinafter "the Act") the Company has not proposed any amount to transfer to the General reserves of the Company for the financial year 2019-20.

Deposits:

The Company has not accepted any Deposits under Section 73 and Chapter V of the Act and the rules made thereunder.

Particulars of Loans, Guarantees or Investments:

The details of the loans, guarantees and investments are provided in the notes to the audited financial statements annexed with the Annual report.

Subsidiaries, Joint Ventures and Associate Companies:

As on 31st March, 2020, the Company has 39 subsidiaries (including indirect subsidiaries), 1 Associate Companies and 5 Joint Ventures. The details of the Companies which are yet to commence operations and which have been liquidated or sold during the year are mentioned in "Form AOC-1", which is attached as an "Annexure to the Consolidated Financial Statements." A statement containing the salient features of the financial statements of Subsidiaries, Associate Companies or Joint Ventures are mentioned specifically in the same annexure as mentioned above. In accordance with Section 136(1) of the Act, the financial statements of the subsidiaries companies are available on the Company's official website post approval of the members.

In line with Regulation 24 and Regulation 46(2)(h) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "the Listing Regulations") the Company has formulated a detailed policy for determining 'material' subsidiaries and the said policy is available at the Company's official website and may be accessed at the link: http://www.coffeeday.com/PDF/MATERIAL-SUBSIDIARIES.pdf

Management Discussion & Analysis Report:

As stated in Regulation 34(2)(e) of the Listing Regulations, the Annual report shall contain a detailed report on Management Discussion & Analysis, which is hereto attached with the Annual report in **"Annexure-I**."

Corporate Governance:

The report on Corporate Governance along with a Certificate from the Practicing Company Secretary regarding proper compliance of Corporate Governance pursuant to the requirements of Schedule V of the Listing Regulations forms an integral part of the Annual Report stated in **"Annexure-II."**

Dividend Distribution Policy:

In accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016, the Board of the Company has adopted Dividend Distribution policy in their meeting held on 18th May, 2017, which aims at marking the right balance between the quantum of dividend paid to its shareholders and the amount of profit retained for its commercial requirements. The said policy is hoisted in the website of the company."

Board Diversity:

The Company recognizes and embraces the importance of diverse Board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, industry experience that will help us retain our competitive strength. The Company has evaluated the policy with a purpose to ensure adequate diversity in Board of Directors, which enables them to function efficiently and foster differentiated thought processes at the back of varied industrial and management expertise. The Board recognises the importance of a diverse composition and has therefore adopted a Board Diversity Policy. The policy is made available at the Company's official website via link: https://www.coffeeday.com/PDF/BOARD%20DIVERSITY%20POLICY.pdf

Board Evaluation and Policy on Directors' Appointment and Remuneration:

In accordance with Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Committee has specified the criteria and manner for effective evaluation of performance of 'Board', its 'Committees' and 'Individual Directors' carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and reviewed its implementation and compliance.

The detailed policy in compliance with Section 178(3) of the Act read along with Regulation 19 of the Listing Regulations has been approved by the Board of Directors of the Company and is made accessible at the Company's official website at the following link: https://www.coffeeday.com/PDF/NOMINATION%20&%20REMUNERATION%20POLICY.pdf

Appointment/ Resignation/ Re-appointment of Board of Directors:

During the year under report, there has been a change in the Composition of Board, Late V.G.Siddhartha, our former Chairman was demised on 31st July 2020. Mrs. Sulakshana Raghavan, an Additional Non-Executive Independent Director appointed on the Board on 05th March 2019 resigned on 1st August 2019 and Mr. Sanjay Nayar, who was a nominee director of the company, resigned from his post on 13th November 2019.

Mr. Albert Hieronimus, Independent Director whose 1st term of 5 years ended on 16.01.2020 and appointed as an additional Independent director of the Company in board meeting held on 8th January 2020, in this connection the Board has proposed Mr. Albert Hieronimus re-appointment for a further term of 5 years on the board of the company subject to the approval of shareholders.

Mrs. C H Vasundhandara Devi (DIN: 07789047) was appointed as an Additional Director of the Company on 7th December 2020, In this connection the Board has proposed Mrs. C H Vasundhandara Devi's appointment for a term of 5 years on the board of the company subject to the approval of shareholders.

Mr. Giri Devanur (DIN: 00125603) was appointed as an Additional Director of the Company on 7th December 2020, In this connection the Board has proposed Mr. Giri Devanur's appointment for a term of 5 years on the board of the company subject to the approval of shareholders.

Mr. Mohan Raghavendra Kondi (DIN: 01718628) was appointed as an Additional Director of the Company on 7th December 2020, In this connection the Board has proposed Mr. Mohan Raghavendra Kondi's appointment for a term of 5 years on the board of the company subject to the approval of shareholders

Mrs. Malavika Hegde shall retire by rotation at the ensuing Annual General meeting and is eligible for re-appointment.

Mrs. Malavika Hegde who is a Non-Executive Director of the Company is proposed to be appointed as whole time Director of the company in the Board meeting held on 7th December 2020 subject to the approval of shareholders.

Also, the Board proposed to designate Mrs. Malavika Hegde as a Chief Executive Officer of the Company in their meeting held on 7th December 2020.

SIGNIFICANT DEVELOPMENT DURING THE YEAR

Post the unfortunate demise of Chairman Shri V G Siddhartha, the Company appointed Mr. Ashok Kumar Malhotra Ex-DIG CBI assisted by M/s. Agastya Legal LLP, New Delhi consisting of Legal Professional's head by Senior Partner Dr. M. R. Venkatesh to scrutinize the books of accounts of the Company and its subsidiaries. The Investigators submitted their investigation report on 24th July 2020 to the Company. The Investigation Report reported that, Rs 3,535 Crores is due from Mysore Amalgamated Coffee Estates Limited (MACEL) to the seven subsidiaries of the company. The Company on the receipt of Investigation Report appointed Justice. K.L. Manjunath, retired Judge of Hon. High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

The Management of seven subsidiaries have decided to take a decision on recoverability of Rs. 3,535 Crores which is due from MACEL to the subsidiaries of the Company after the receipt of report from Justice K.L.Manjunath.

The day to day operations of the Company are being managed by the promoters family and professional team which is ensuring protection of interest of all stakeholders viz, shareholders, lenders, vendors, employees etc. The debt levels have reduced significantly from the beginning of the financial year March 2020.

The Company has formed a New Executive Committee on August 08, 2019 to address the crucial items in the interest of the company and for its smooth operations.

Director's Responsibility Statement:

In Compliance with section 134(5) of the Companies Act, 2013, the Board of Directors hereby confirms the following:

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

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Company is responsible for establishing and maintain adequate and effective internal financial controls with regard to it business operations and in the preparation and presentation of the financial statements, in particular, the assertions on the internal financial controls in accordance with broader criteria established by the Company.

Towards the above objective, the directors have laid down the internal controls based on the internal controls framework established by the Company, which in all material respects were operating effectively as at March 31, 2020.

(f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate. The Company has substantially complied with material provisions of such acts and regulations as are relevant for its operations.

Declaration by Independent Directors:

All the Independent Directors have given their declarations stating that they meet the criteria of independence as laid down under Section 149(6) of the Act read with Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Listing Regulations and are independent of the management.

Committees of the Board:

The Company has four main Committees of the Board i.e.:

(a.) Audit Committee,

(b.) Nomination and Remuneration Committee and,

(c.) Stakeholder’s Relationship Committee.

(d.) Corporate Social Responsibility.

The detailed information on each of these committees including its composition, functioning and number of meetings are disclosed in the Corporate Governance report annexed with the Annual report of the Company.

Meetings of the Board:

During the financial year 2019-20, the meetings of the Board of Directors were held Eleven (11) times. Details of these meetings and other Committee/General meetings are given in the report on Corporate Governance Report attached with the Annual report.

Particulars of Contracts/arrangements with related parties:

Post the unfortunate demise of Chairman Shri V G Siddhartha, the Company appointed Mr. Ashok Kumar Malhotra Ex-DIG CBI assisted by M/s. Agastya Legal LLP, New Delhi consisting of Legal Professional’s head by Senior Partner Dr. M. R. Venkatesh to scrutinize the books of accounts of the Company and its subsidiaries. The Investigators submitted their investigation report on 24th July 2020 to the Company. The Investigation Report reported that, Rs 3,535 Crores is due from Mysore Amalgamated Coffee Estates Limited (MACEL) to the seven subsidiaries of the company. The Company on the receipt of Investigation Report appointed Justice. K.L. Manjunath, retired Judge of Hon. High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

However, all the repetitive Related Party Transactions that were entered into during the FY 2019-20 were on an arm's length basis and in the ordinary course of business. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders' approval under Regulation 23 of the Listing Regulations. Prior omnibus approval from the Audit Committee is obtained for transactions which are repetitive in nature. Further, disclosures are made to the Committee on a quarterly basis. None of the transactions entered into with related parties' falls under the scope of Section 188(1) of the Act and hence there is no such requirement to enclose 'Form AOC-2' pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules 2014.

The Company has adopted a Policy for dealing with Related Party Transactions and is made available on the Company's official website via web link: https://www.coffeeday.com/PDF/RPT%20POLICY.pdf

Material changes and commitment – if any, affecting the financial position of the Company from the end of the financial year till the date of this Report:

During the year under report, Tanglin Developments Limited and the company have agreed to sell the Way2wealth Securities Private Limited and to Shriram Ownership Trust.

Except this there has been no material change and commitment, affecting the financial performance of the Company which has occurred from the end of the financial year of the Company to which the financial statements relate to till the date of this report.

Change in nature of business:

There has been no change in the nature of business of the Company.

Conservation of Energy, Research and Development, Technology absorption, Foreign Exchange Earnings & Outgo:

The information on conservation on energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is provided in "Annexure-III" to this Annual report.

AUDITORS:

a) Statutory Auditors:

The Company had appointed B S R & Associates, Chartered Accountants, Bangalore as Statutory Auditors of the Company for a period of Five years in the Annual general Meeting held on 27th September, 2018. B S R & Associates, after completing the Audit/ Limited Review Report for the quarter ending on 30th June 2019 resigned from the post of Statutory Auditors of the Company due to commercial reasons. The Board appointed M/s. Venkatesh & Co., Chartered Accountants, Chennai, as Statutory Auditors of the Company to fill the casual vacancy caused by resignation of

B S R & Associates in the Board meeting held on 3rd August 2020 subject to the shareholders' approval.

The Company on 9th October 2020, sought the shareholders' approval through Postal Ballot(e-voting) for an appointment of M/s. Venkatesh & Co., Chartered Accountants, Chennai as Statutory Auditors of the company until the conclusion of the forthcoming Annual General Meeting.

The Board has proposed to appoint M/s. Venkatesh & Co., Chartered Accountants, as Statutory Auditors of the company for the period of 5 years from the Conclusion of this 12th annual General meeting till the conclusion of 17th Annual General Meeting of the company.

b) Secretarial Auditor:

In accordance with Section 204 of the Act and the rules made there under, the Company has appointed M/s HRB & Co., to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2020. The Secretarial Audit report issued in this regard is attached as "Annexure-IV".

c) Cost Auditor:

In terms of the provisions of Section 148 of the Act, the appointment of the Cost Auditors does not apply to the Company.

d) Internal Auditor:

Pursuant to the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, the Company has appointed M/s A B S & Co., Chartered Accountants as Internal Auditors of the Company.

Significant and material orders passed by the Courts/Regulators:

During the year under report there were no significant and material orders passed by Courts/Regulators have been received by the company.

However, BSE and NSE have issued notices to the Company with respect to the non-submission of financial results under Reg 33 of the SEBI (LODR) 2015 for the quarter ending on June 30, 2019 and September 30, 2019. The company could not file the financial results within the due date due to delay in submission of the Investigation Report. Therefore the shares of the company were suspended from trading on the exchanges from 3rd February 2020. However, the company has submitted financial results for all the quarters of financial year 2019-20 and two quarters of financial year 2020-21 and is in the process of re-instating the trading.

Other than under Reg 33 of the SEBI (LODR) 2015, the Company has received a notice and several queries regarding sale of shares of Mindtree Limited from SEBI as per SEBI (SAST) Regulations 2011.

In the month of March 2020, the company has received notice from Registrar of Companies, Karnataka under section 206 of the Companies Act, 2013 and we have furnished all the required information.

The company has submitted Investigation Report to SEBI in turn SEBI raised certain queries on it and we have clarified all the queries raised by SEBI.

Your company is in continuous touch with all the regulators and statutory authorities and making its best efforts to comply with all the statutory matters.

Extract of Annual Return:

An extract of the Annual return in form MGT-9 in compliance with Section 92 of the Companies Act, 2013 read with applicable rules made thereunder is annexed **as "Annexure-V"** and is placed on the website www.coffeeday.com.

Secretarial Standards:

The Company complies with all Secretarial Standards issued by Institute of Company Secretaries of India.

Internal Financial Control (IFC) and its Adequacy:

The internal controls of the Company operate through well documented standard policies and guidelines. The Company has adequate internal financial control procedures commensurate with its size and nature of business, which helps in ensuring orderly and efficient conduct of its business. This system provide a reasonable assurance of financial and operational information, complying with applicable statutes, safeguarding of assets of the Company, prevention and detection of frauds, accuracy and completeness of accounting records and ensuring compliance with corporate policies.

All the significant internal audit observations and management actions thereon are reported to Audit Committee on a quarterly basis. The Audit Committee reviews the operations and assesses the adequacy of the actions proposed as well as monitors their implementation. The internal auditors conduct a quarterly follow-up for implementation of all audit recommendations and the status report is presented to the Audit Committee regularly.

The Company's management has assessed the effectiveness of the internal control over financial reporting for the year ended 31st March, 2020 and based on the assessment; believe that the system is working effectively. The Statutory Auditors have issued a report on the adequacy and effectiveness of the internal control systems over financial reporting.

Whistle Blower Policy/Vigil Mechanism:

As per the requirements laid down under Section 177(9) of the Act and Regulation 22 of the Listing Regulations, the Company has established the Whistle blower Policy which encourages Directors and employees to bring to the Company's attention, instances of unethical behaviour, actual or suspected incidents of fraud or violation of the Company's Code of Conduct that could adversely impact on Company's operations and business. The Policy provides that the Company investigates such incidents, when reported, in an impartial manner and takes appropriate action to ensure that requisite standards of professional and ethical conduct are always upheld. The practice of the Whistle blower Policy is overseen by the Audit Committee and no employee has been denied access to the Committee. The Whistle Blower Policy is available on the Company's official website and may be accessed through web link: http://www.coffeeday.com/PDF/CDEL-Whistle-Blower-Policy.pdf

Particulars of Employees:

As stated in provisions of Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules which includes the name of top 10 employees in terms of remuneration, forms part of this annual report. Pursuant to the provisions of Section 136(1) of the Act, the Board report is being sent to the shareholders including the said statement.

Disclosure pertaining to the remuneration as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in **"Annexure-VI".**

Corporate Social Responsibility (CSR):

Pursuant to the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, and on the recommendations of the CSR Committee comprising of Mr. S.V. Ranganath as the Chairman and Mrs. Malavika Hegde as Members, the CSR policy is adopted and approved by the Board of the Company. The said policy has been hosted on the Company's website and is available on the link: http://www.coffeeday.com/PDF/CSR-Policy-CDEL.pdf. It lays down the purpose of formulation of the policy, areas of focus, composition of Committee and CSR budget.

Green Initiatives:

In commitment to keep in line with the Green Initiative and going beyond to it, electronic copy of the Notice of 12th Annual General Meeting of the Company are sent to all Members whose email addresses are registered with the Company/Depository Participant(s).

Prohibition and Redressal of Sexual Harassment at Work place:

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The Policy aims to promote a healthy work environment and to provide protection to employees at workplace and redress complaints of sexual harassment and related matters thereto. The Company has also constituted an Internal Complaints Committee, known as the Prevention of Sexual Harassment (POSH) Committee, to enquire into complaints of sexual harassment and recommend appropriate action.

During the financial year 2019-20, the Company has not received any complaints on sexual harassment.

Board's response on Auditors qualification, reservation or adverse remark or disclaimer made:

***Disclaimer of opinion on standalone Report*:**

1.We have not been provided with sufficient evidence with respect to recoverability of dues from group companies amounting to INR 1,751 Crore (refer note 32 of the standalone financial statements). Further, we have not been provided appropriate evidence about any recognition of fair value of the estimated loss allowance on corporate guarantee given to its subsidiary (as detailed in note 26 of the standalone financial statement) as required by Ind AS 109, 'Financial Instruments'. We are therefore unable to comment on the recoverability of the stated balance from group companies, fair value *of estimated loss allowance on corporate guarantee given to a subsidiary, and the impact on the standalone financial statement.*

Management's Response:

The Company has given interest free advance of Rs.17,506 million to its subsidiaries which is repayable on demand. The Company has given a corporate guarantee of Rs. 1,000 million for a loan taken by a wholly owned subsidiary. As at the date of this Statement, such corporate guarantee has not been invoked by the lender. The Company is confident that the loan will be repaid by the subsidiary in the due course and hence, the loss allowance as per Ind AS 109 Financial Instruments has been estimated by the Management to be Rs. Nil.

2. It is observed that there has been a change in the percentage of shares held by the Company in two subsidiaries and one stepdown Subsidiary (as detailed in note 6 of the standalone financial statement) as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares by the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, the Management of the Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company (as detailed in note 6 of the standalone financial statement). However, these shares have been transferred to such lenders before March 31, 2020. Consequently, the impact of the said transfer of Rs.156 crores on the value of investments, loan balances and the profit/loss on such a transfer has not been reflected correctly the standalone financial statements of the Company. Accordingly, the said treatment by the Company is not in line with the provisions of the Companies Act, 2013 and the requirements of the Indian Accounting Standards applicable on the Company.

Management's Response:

Change in the percentage of shares held by the Company in its two subsidiaries viz M/s TDL & M/s CDGL as of March 31, 2020 visà- vis March 31, 2019 due to invocation of shares pledged to the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company. However, these shares have been transferred to such lenders before March 31, 2020.

3. The Management of the Company has determined that no impairment is required to be recognized on its investments in subsidiaries, associates and joint ventures with a carrying value of INR 1,866 Crore as at March 31, 2020, as required by Ind AS 36, 'Impairment of Assets', particularly consequent to developments during this period (refer note 6 of the Standalone Financial Statement). However, we have not been provided with the indicators used and the assessment performed by the Management in order to arrive at this decision. We are therefore unable to comment on whether the value of investments recognized in the standalone financial statement of the Company is appropriate.

Management's Response:

The Company has investments in subsidiaries, associates and joint venture amounting to Rs. 1866 crores as at 31 March 2020. The Company has carried out impairment assessment of above balances in its annual financial statements for the year ended 31 March 2020, as consistent with its past practice of carrying out impairment assessment at every year-end. *The Management of the Company has determined that no impairment is required.*

4. *The Standalone Financial Statements of the Company has been prepared by the Management and Board of Directors using the going concern assumption (Refer note 38 of the standalone financial statement). The matters detailed in the above paragraphs may have a consequential implication on the Company's ability to continue as a going concern. We are therefore unable to comment on whether the going concern basis for preparation of the Statement is appropriate.*

Management's Response:

These standalone financial results for the quarter and year ended 31 March 2020 have been prepared on a going concern basis in view of the positive net worth of the Company amounting to Rs.3173 crores as at 31 March 2020, significant value in diversified portfolio of investments held in subsidiaries / joint ventures / associates, established track record of the Company to monetize it's assets as demonstrated by sale of stake in Mindtree Limited, sale of Global Village Tech Park owned by its wholly-owned subsidiary Tanglin Developments Limited, sale of stake in Way2Wealth Group entities, profitable resorts operations and consequential ability to service the obligations.

***Disclaimer of opinion on Consolidated Report*:**

1. *It is observed that there has been a change in the percentage of shares held by the Company in three of its subsidiaries as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares by the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, the Management of the Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company (refer to note 62 of the Consolidated Financial statement). However, these shares have been transferred to such lenders before March 31, 2020. Consequently, the impact of the said transfer (of Rs.156 crores) on the standalone financial statements is not correctly reflected.*

   Further, the impact of the aforesaid on the consolidated financial statements of the Company, including but not limited to the profit attributable to the non-controlling interest in the Company are also not correctly reflected. Accordingly, the said treatment by the Company is not in line with the provisions of the Companies Act, 2013 and the requirements of the Indian Accounting Standards applicable on the Company.

   Management's Response:

   Change in the percentage of shares held by the Company in its three subsidiaries viz M/s Tanglin Developments Limited, M/s Coffee Day Global Limited & Sical Logistics Limited as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares pledged to the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be released back to the Company. However, these shares have been transferred to such lenders before March 31, 2020.

2. *In respect of the Holding Company and some of the subsidiaries, there are instances of non-compliance with certain debt covenants and defaults in repayment of interest and borrowing as per the schedule of repayment. However, we are unaware of any consequent action, if any taken by bankers/ lenders as provided in the relevant loan agreements (refer note 23A of the consolidated financial statement). We are therefore unable to comment on the consequential adjustments that might impact this statement on account of non-compliance with debt covenants.*

   Management's Response:

   The Group has borrowings amounting to Rs. 3,013 crores as at 31 March 2020. There have been certain covenant breaches with respect to certain borrowings taken by the group from various lenders. Such breaches entitle the lenders to recall the loan. On the date of this statement, there have been certain defaults in repayments of principal and interest of the loans and certain lenders have exercised their rights including recall the loans. All interests including unpaid interest also accounted in the books.

3. *Impairment for Goodwill of INR 375 Crore arising on consolidation has not been considered in the consolidated financial statement (Refer note 6 of the consolidated financial statement). The valuation report assessing the value of the said intangible asset has also not been provided to us. The above impairment is required by Ind AS 36, 'Impairment of Assets', in view of the developments during the period including the investigation report submitted to the company. We are therefore unable to comment on whether any provisions on account of impairment is required and the impact of the same on this statement*

   Management's Response:*:*

   The Group has goodwill amounting to Rs. 375 crores as at 31 March 2020. The Parent Company has carried out impairment assessment of the goodwill in its annual financial statements for the year ended 31 March 2020 and has impaired goodwill of Rs.134 crore in this annual financial statement.

4. *Auditors of 4 subsidiaries which in turn has 3 step-down subsidiaries (constituting 61% of revenue), based on their review, have issued a disclaimer of conclusion/qualification due to the possible impact of the recoverability of dues from Mysore Amalgamated Coffee Estates Limited ('MACEL'), a related party which in aggregate has a group exposure to the extent of Rs. 3513 Crores as detailed in note 57 of the statement*

   Management's Response:

   The Board of Directors of the Parent Company at their meeting held on 30 August 2019 appointed Mr. Ashok Kumar Malhotra, retired DIG of Central Bureau of Investigation (CBI), who is assisted by Agastya Legal LLP (led by its senior partner Dr. M R Venkatesh) to independently investigate the circumstances leading to the statements made in the letter of the Promoter and the then Chairman and Managing Director of the Company, late Mr. V. G. Siddhartha dated 27 July 2019 and to scrutinize the books of accounts of the Company and its subsidiaries. Investigation had completed on 24 July 2020 and the report had mentioned MACEL owes a sum of Rs.3,535 crores to the subsidiaries of CDEL as at 31 July 2019. out of the above, a sum of Rs.842 crores was due to these subsidiaries by MACEL as at 31 March 2019 as per the Consolidated Audited Financial Statements. Therefore, a sum of Rs.2,693 crores is the incremental outstanding that needs to be addressed. The Company appointed Retired Hon'ble

Justice Sri.K.L.Manjunath, Judge of Hon'ble High Court of Karnataka, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. No decision has been taken on recoverability of the dues from MACEL by the seven subsidiaries of the company. The Management of seven subsidiaries have decided to take a decision on recoverability of Rs. 3,535 Crores which is due from MACEL to the subsidiaries of the Company after the receipt of report from Justice K.L.Manjunath.

5. *Auditors of 3 subsidiaries, based on their review, have issued a disclaimer of conclusion due to doubts on the recoverability of dues from 3 parties classified under other advances along with certain capital advance, supplier and debtor balances aggregating to Rs.364 crores (refer to note 42 of the consolidated financial statement).*

Management's Response:

The group has created provision for Capital advances, Supplier advance and doubtful debts amount to Rs.364 crores. However the groups efforts for the recovery will continue.

6. *Further, the component auditor of the subsidiary company has also highlighted non-compliance to the Indian Accounting Standards governing Investment Property, on the grounds that the subject properties have not been valued in with the methodology prescribed under the applicable Accounting Standard, but as per the value prescribed by the Government of Karnataka. (Refer note 5C of the Consolidated Financial Statement)*

Management's Response:

The company obtains independent valuations for its major investment properties at least annually. The latest valuation is done on the basis of Guidance value as notified by Government of Karnataka and hence the company is unable to present the disclosure requirement as required by the Ind AS. The fair value of investment property has been determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

7. *Auditor of 1 subsidiary which in turn has 14 step-down subsidiaries and 2 joint (constituting 29% of revenue), based on their review, have issued a qualified opinion due to acute liquidity crunch in one of its step-down subsidiaries, as qualified by the respective component auditor of the step-down subsidiary, and also due to the liquidity crunch faced by the Company itself as evidenced by losses incurred during the year, excess of current liabilities over current assets, loans due for repayment of the subsidiary and other step-down entities for which the holding company was the guarantor.*

Management's Response:

The subsidiary has incurred losses during the Financial year, has excess of current liabilities over current assets, loans that have fallen due for repayment, loans which have fallen due of subsidiary companies for which the Holding Company is the guarantor. These events indicate that a material uncertainty related to the going concern assumption exists and the Group's ability to continue as a going concern is dependent on the financial support from the group and generation of the expected cash flows through operations, to be able to meet its obligations as and when they arise. However, the Group is confident of meeting its obligations in the normal course of business and accordingly the accounts of the Group have been prepared on a Going Concern basis.

8. *Further, the auditor of another subsidiary has also highlighted that the Company (refer to note 59 of the consolidated financial statement) is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and has sought a one-time exemption of the same and response from the Reserve Bank of India (RBI) is awaited*

   Management's Response:

   The financial income of the Parent Company, Coffee Day Trading Limited ('CDTL') and Way2Wealth Securities Private Limited (W2WSPL) earned during the year ended 31 March 2020 constitutes more than 50% of its total income for the said period and financial assets constitutes more than 50% of its total assets as at 31 March 2020, thereby requiring these entities to register themselves as Non-Banking Financial Companies ('NBFC') with the Reserve Bank of India (RBI) as per the requirements of Section 45-IA of Reserve Bank of India Act, 1934. On 13 March 2020, the Parent Company and Coffee Day Trading Limited have made an application to the Deputy General Manager of the Department of Non-Banking Supervision requesting for a one-time exemption from obtaining registration as NBFC under the provisions of RBI. As of the date of this Statement, the Parent Company and CDTL are awaiting response from RBI. W2WSPL has not filed an application with the RBI till date seeking condonation of the above non-compliance.

9. *In a letter dated July 27, 2019 signed by late Mr. V. G. Siddhartha, the Promoter and then Chairman and Managing Director of the Parent Company, which has come to light, it was inter-alia stated that the Management and auditors were unaware of all his transactions. Attention is drawn to note 57 of the Statement, wherein, consequently, the Board of Directors have initiated an investigation into the circumstances leading to the statements made in the letter and to scrutinize the books of accounts of the Company and its subsidiaries. The investigation report submitted on July 24, 2020 has concluded that a sum of INR 3,535 Crore is due from MACEL a related entity to the subsidiaries of CDEL as on July 31, 2019. The report further concludes that out of this sum, INR 842 Crore was due to the subsidiaries as on March 31, 2019 and the balance sum of INR 2,693 Crore is the incremental outstanding which needs to be addressed. Further, the Board of the Company in the board meeting on August 21, 2020, appointed Retired Hon'ble Justice Sri K L Manjunath, former Judge of Hon'ble High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. The future course of action will be decided by the Management based on the decision taken by the Hon'ble Justice Sri K L Manjunath. We are unable to comment on the appropriateness of the transactions, including regulatory non-compliances, if any, and the recoverability of the amounts due in the absence of requisite evidence not being made available to us and its impact to the Statement.*

   Management's Response:

   The Board of Directors of the Parent Company at their meeting held on 30 August 2019 appointed Mr. Ashok Kumar Malhotra, retired DIG of Central Bureau of Investigation (CBI), who is assisted by Agastya Legal LLP (led by its senior partner Dr. M R Venkatesh) to independently investigate the circumstances leading to the statements made in the letter of the Promoter and the then Chairman and Managing Director of the Company, late Mr. V. G. Siddhartha dated 27 July 2019 and to scrutinize the books of accounts of the Company and its subsidiaries. Investigation had completed on 24 July 2020 and the report had mentioned MACEL owes a sum of Rs.3,535 crores to the subsidiaries of CDEL as at 31 July 2019. out of the above, a sum of Rs.842 crores was due to these subsidiaries by MACEL as at 31 March 2019 as per the Consolidated Audited Financial Statements. Therefore, a sum of Rs.2,693 crores is the incremental outstanding that needs to be addressed. The Company appointed Retired Hon'ble Justice Sri.K.L.Manjunath, Judge of Hon'ble High Court of Karnataka, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. No decision has been taken on recoverability of the dues from MACEL by the seven subsidiaries of the company. The Management of seven subsidiaries have decided to take a decision on recoverability of Rs. 3,535 Crores which is due from MACEL to the subsidiaries of the Company after the receipt of report from Justice K.L.Manjunath.

Secretarial Audit Qualifications:

1. *In terms of provisions of Section 117, a copy of every resolution, in respect of matters specified in resolutions passed in pursuance of sub-section (3) of section 179, shall be filed with the Registrar within thirty days of the passing or making thereof .The Board of Directors on 31.07.2019 has constituted Executive Committee delegating the powers vested with the powers granted to Erstwhile Administrative Committee. A copy of Resolution is not been filed with the Registrar of Companies.*

   Management's Response:

   The management of the Company has taken note of the Ministry's General Circular No. 12/2020 dated 30.03.2020 on Companies Fresh Start Scheme, 2020 which is extended till 31st December 2020 for filing the required forms. The same will be filed within the due date.

2. *In terms of provisions of Section 135 of the Companies Act,2013, the company was required to constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director. The company could not comply the same.*

   Management's Response:

   Due to unavoidable circumstances there was a delay in re-constitution of CSR Committee. However, The Board on 7th December 2020 reconstituted the Committee in accordance with Section 135 of the Companies Act, 2013.

3. *In terms of provisions of Section 203 of the Companies Act,2013, every listed company shall have either managing director, or Chief Executive Officer or manager and in their absence, a whole-time director as whole-time key managerial personnel. The company could not comply the same*

   Management's Response:
   Mrs. Malavika Hegde who is a Non-Executive Director of the Company is proposed to be appointed as whole time Director (CEO)of the company in the Board meeting held on 7th December 2020 subject to the approval of shareholders in this convening Annual General Meeting.

4. *Whereas in terms of the Regulation 17 (1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with effect from April 1, 2020) shall comprise of 'not less than six directors'. The company could not comply the same.*

Management's Response:
The Company had six Directors as per SEBI(LODR) (amendment), Regulations, 2018, with effect from 1st April 2019, namely:

S. No.	Name of Director	DIN	Designation
1	Mr. V.G Siddhartha	00063987	Chairman & Managing Director
2	Mrs. Malavika Hegde	00136524	Non-Executive Director
3	Mr. Sanjay Nayar	00002615	Nominee Director
4	Mr. S V Ranganath	00323799	Independent Director
5	Dr. Albert Hieronimus	00063759	Independent Director
6	Mrs. Sulakshana Raghavan	03523815	Independent Director

After the sad demise of our beloved Chairman Mr. V.G.Siddharth , Mrs. Sulakshana Raghavan and Mr. Sanjay Nayar resigned from the Board on 1st August, 2019 and 13th November, 2019.

Since the Company is not in the top 2000 listed entities as on 31.03.2020 the Company need not have minimum six directors. However, the Board in their Meeting held on 7th December 2020 has appointed three Additional Directors. Therefore, the newly constituted Board consists of Six Directors.

5. *Whereas in terms of the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019, Every listed entity in India shall undertake secretarial audit and shall submit Annual secretarial compliance report within 60 days of the end of the financial year. Due to spread of COVID-19, the said due date was extended. However, the company could not comply the same.*

Management's Response: Due to COVID-19 lockdowns and its related restrictions the Auditor could not complete the work within the stipulated time.

6. *Whereas in terms of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding delayed submission of financial result for the year ended 31st March2020, the quarter ended 30.06.2019, quarter ended 30.09.2019, quarter ended 31.12.2019 and the quarter ended 31.03.2020. Company has also received notices of fine in this regard from the Stock Exchanges. Since the company continued to be in non-compliance, the stock exchanges have suspended the trading.*

   Management's Response:

   The company has submitted financial results for all the quarters of financial year 2019-20 and two quarters of financial year 2020-21 and is in the process of lifting the suspension of trading.

7. *Whereas in terms of the Regulation 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2015, The promoter of the company shall together with persons acting in concert with him, disclose their aggregate shareholding and voting rights as of the 31.03.2020, in such form as may be specified within 7 days from the end of the said financial year. The company could not comply the same.*

   Management's Response:
   Due to unavoidable circumstances the company could not receive the declaration from the promoters within the stipulated time. The Company has taken note of the same and has put in compliance tracker to avoid such delays in future.

8. *Whereas in terms of the Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2015 The promoter along with persons acting in concert of the company shall declare to stock exchanges & Audit Committee on a yearly basis, within 7 working days from the end of such financial year that he has not made any encumbrance, directly or indirectly, 'other than' those already disclosed during the financial year. The company could not comply the same.*

   Management's Response:

   Due to unavoidable circumstances the company could not receive the declaration from the promoters within the stipulated time. The Company has taken note of the same and has put in compliance tracker to avoid such delays in future.

9. *Whereas in terms of the Regulation 7(2)(a) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 Every promoter, member of the promoter group, designated person and director of every company shall disclose to the company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified. The share pledged by the promoters was not disclosed to the company within the prescribed time.*

   Management's Response:

Due to unavoidable circumstances the company could not receive the declaration from the promoters within the stipulated time. However, on receipt of such declaration, the company has intimated within the stipulated time.

Risk Management and Assessment:

The Company is exposed to various risks considering the diversified parameters according to the different business sectors of the Company such as coffee business, technology park business, logistics business, financial services business and resort business. The Audit Committee oversees the area of financial risks and controls. Major risks identified by the business and functions are systematically addressed through mitigating actions on continuing basis. The Company has incorporated sustainability in the process, which helps the Board to align potential exposures with the risk appetite and highlight risks associated with chosen strategies.

Details in respect of frauds reported by Auditors under Section 143(12):

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and the rules made thereunder.

Statutory Disclosures:

None of the Directors of your Company are disqualified as per provisions of Section 164(2) of the Companies Act, 2013. Your Directors have made necessary disclosures, as required under various provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

General Disclosures:

a) Buy back of securities:

In accordance with Section 68 of the Act, the Company has not bought back any of its securities during the year.

b) Sweat Equity:

The Company has not issued any Sweat Equity Shares under the provisions of Section 54 of the Act.

c) Bonus Shares:

In terms of Section 63 of the Act, the Company had not issued Bonus Shares during the year under review.

d) Employee Stock Option Plan:

Pursuant to the provisions of Section 62 of the Act, the Company has not provided any Stock Option to the Employees of the Company.

Acknowledgement:

The Directors would like to express their gratitude towards the Company's employees, customers, Banks and institutions, investors and academic partners for their continuous support. They also

thank the concerned government departments and agencies for their co-operation. The Directors appreciate and value the contribution made by every member of the 'Coffee Day' family.

Place: Bangalore
Date:7th December,2020

For **Coffee Day Enterprises Limited**

S.V. Ranganath
Interim-Chairman &
Independent Director
DIN: 00323799

Malavika Hegde
Director

DIN: 00136524

Annexure-1 Management discussion and analysis Report

1. Outlook

Global economic Outlook

Global growth is projected at –4.9 percent in 2020, 1.9 percentage points below the April 2020 World Economic Outlook (WEO) forecast. The COVID-19 pandemic has had a more negative impact on activity in the year 2020 than anticipated, and the recovery is projected to be more gradual than previously forecast. In 2021 global growth is projected at 5.4 percent. Overall, this would leave 2021 GDP some 6½ percentage points lower than in the pre-COVID-19 projections of January 2020. The adverse impact on low-income households is particularly acute, imperiling the significant progress made in reducing extreme poverty in the world since the 1990s.

Strong multilateral cooperation remains essential on multiple fronts. Liquidity assistance is urgently needed for countries confronting health crises and external funding shortfalls, including through debt relief and financing through the global financial safety net.

Indian economic Outlook

The Indian economy grew at 4.2 per cent in 2019-20, lower than the 6.1 per cent figure registered in 2018-19, as the Covid-19 pandemic adversely impacted economic activity in the last month of the fiscal year, especially manufacturing, retail, hospitality and construction. The full-year GDP growth is the lowest India has registered in 11 years. The Central Statistics Office had earlier forecast that the economy would grow at 5 per cent in 2019-20. In the January-March quarter, GDP grew at 3.1 per cent as against 5.7 per cent in the corresponding year ago period. These are the first set of GDP numbers showing the impact of the Covid-19 pandemic and the nationwide lockdown, which came Into effect from 25 March, 2020

The IMF, in its latest 'World Economic Outlook' report, said that the Indian economy hit by coronavirus pandemic - is projected to contract by a massive 10.3 per cent this year, but it is likely to bounce back with an impressive 8.8 per cent growth rate in 2021.

If the Indian economy achieves the projected growth rate, it will regain the position of the fastest-growing emerging economy, surpassing China's projected growth rate of 8.2 per cent.

2. <u>Industry Structure and Developments</u>

a. <u>Coffee Business:</u>

<u>Market analysis</u>

India’s coffee shipments for the calendar year 2019 fell 5 per cent in value due to lower prices, despite a marginal increase in overall volumes. In dollar value, shipments declined to $794.21 million during 2019, lower than previous year’s $836.14 million. Also, the exports were marginally lower in domestic currency at Rs 5583.64 crore, as against Rs 5661.37 crore, according to the state-run Coffee Board’s latest provisional data.

Total volumes saw a marginal growth at 3.505 lakh tonnes during 2019 as against 3.488 lakh tonnes in the previous year. The increase in volumes was primarily on account of higher re-exports. The Indian companies import cheaper coffee beans from countries such as Vietnam to convert them into value-added products such as instant coffees and re-export them to destinations such as Russia and East Europe. The re-exported coffee during 2019 was higher at 89,193 tonnes (87,260 tonnes in the previous year). The exports of Indian grown coffees during 2019 was down marginally at 2.613 lakh tonnes (2.615 lakh tonnes).

Despite a marginal increase in volumes, the value of shipments dropped on account of lower per unit realisations. The per unit value fell to Rs 1,59,301 per tonne, as against the previous year's Rs 1,62,296.

Italy was the largest buyer of Indian coffee, mainly the raw beans with volumes at 72,265 tonnes. Italy accounted for a fifth of India's total coffee volumes during 2019.

Germany was the second largest buyer, followed by the Russian Federation. Germany bought 37,175 tonnes and accounted for over a tenth of India's total shipments. The Russian Federation was the largest buyer of instant coffee at 28,573 tonnes

The global market for Coffee Shops is projected to reach US$237.6 billion by 2025, driven by the silent importance and role by them in our society.

Coffee is the second most popular beverage after water. Not surprisingly coffee performs a very important social function and plays a vital role in building social relationships. Since coffee consumption transcends geographic and cultural boundaries, it widely considered as a social lubricant helping people bond, communicate, build relationships and enjoy.

Given the pleasurable experience of coffee consumption, coffee shops have become social places for people to handout, talk, write, read, and study. It provides a cozy intimate living room atmosphere for causal customers reading a book; a connected environment with free-Wi-Fi for busy customers on a laptop; a cheerful environment for socializing friends; offers a romantic environment for dating couples.

Coffee shops have therefore become icons of urban neighborhoods. They create vibrant streetscapes and produce huge pedestrian activity. They have high customer footfall and are highly profitable. They play an important role in community development by encouraging increased social activity.

Urbanization of leisure resulting from lifestyles centered around work and offices has created a need for leisure environment as an alternative to leisure in the streets. Sophisticated, clean, classy, easily accessible and respectable leisure environments began to grow in demand offering the perfect conditions for the rise of coffee shops. Over the decades, rapid urbanization, creation and development of new urban centers have helped boost the coffeehouse culture. Mushrooming of boutique coffee shops have become a trademark of virtually every city neighborhood. The increase in travel and tourism is also fueling the rise of coffeehouses.

Coffee shops today enjoy high profitability not only due to the robust coffee culture but also due to the effervescent innovation in coffee types offered. Cafe Latte, Caffe Americano, Cappuccino, Espresso, Flat White, Long Black, Macchiato, Mochaccino, Irish Coffee, Vienna, Affogato are among the numerous other flavors and varieties of coffee offered in coffee shops across the world. Coffee is the only beverage that emulates different traditions and cultures of countries worldwide, from Cafe Cubano in Cuba, Yuanyang from Hong Kong, Vietnamese Ca Phe Sua Da, Greek Frappe, Turkish coffee to Italian macchiato. The growing success of coffee shops is increasingly attracting the attention of restaurants so much so that creating a coffee shop vibes has become a favorite strategy for restaurant owners to get a steady stream of sales and customers.

The United States and Europe represent large markets worldwide with a combined share of 69.8% supported by the well-established coffee culture in these regions. China ranks as the fastest growing market with a 7.8% CAGR over the analysis period led by economic reforms, global connectivity and the resulting globalization of lifestyles of the Chinese and naturally increase in coffee consumption in a country steeped in the tea culture.

Lifestyles of the Chinese are no longer locally determined rather they are globally influenced which bodes well for the coffee shop culture. Top-tier cities in China are already witnessing a rapid rise in coffee shops with over 7500 shops in Shanghai; 6000 shops in Beijing; and over 4000 in Guangzhou and Shenzhen. For a beverage which was so rare that it was only served in luxury hotels, coffee is now becoming mainstream in China supported by not just the appeal of the drink but mostly importantly for the coffee shop experience that goes beyond just the coffee.

The global coffee market is anticipated to reach US$134.25 billion in 2024, growing at a CAGR of 5.32% for the period spanning 2020-2024.

Factors such as increasing out of home coffee consuming population, rapid urbanization, rising e-commerce retail sales, accelerating disposable income, increasing instant coffee preference, growing demand for specialty coffee and increasing green coffee consumption in emerging economies are expected to drive the market. However, growth of the industry would be challenged by weather uncertainties, retail consolidations and stringent regulations. A few notable trends include growing penetration of premium coffee shops, high demand for cold brew over iced coffee, inclining desire for functional coffee and increasing gourmet coffee sale in America.

There are two sources of coffee i.e. Arabica (oldest type of coffee, to be cultivated initially in Ethiopia (Africa) and Robusta (its initial roots in countries located in central & western sub-Saharan Africa). Arabica coffee is the first-ever cultivated coffee species and hence it is dominant in the market over Robusta coffee.

In 2020, the outbreak of COVID-19 pandemic has created a unfavorable impact on the global market as the production, exports and imports of coffee & related products have decreased significantly.

The fastest-growing regional market is the Asia-Pacific due to a rise in the demand for coffee by the working population, growing presence of a large number of coffee chains and increasing e-commerce retail sector. The U.S. represents one of the largest markets and is already well-penetrated at developed market levels.

Market segmentation

The global coffee market is divided on the basis of its variety, form, distribution channel and regional demand. On the basis of its variety, the market is classified into Robusta, Arabica and others. Based on its form, the market is segmented into whole, ground and other forms. On the basis of its distribution channel, the market is classified as non-store based and store-based.

b. Logistics Business

Logistics start-ups in India gained a substantial foothold after the onset of eCommerce, and there are several new companies that are gaining traction in the industry. Online platforms have increased competition and lowered freight costs with real-time data availability and a transparent value chain. It is imperative for logistics service providers to innovate and adapt to the transforming logistics landscape.

Increasing investments and trade points toward a healthy outlook for the Indian freight sector. Port capacity is expected to grow at a CAGR of 5% to 6% by 2022, thereby, adding a capacity of 275 to 325

MT. Indian Railways aims to increase its freight traffic from 1.1 billion tons in 2017 to 3.3 billion tons in 2030. Freight traffic on airports in India has the potential to reach 17 million tones by FY40. Lack of supporting infrastructure, automated material handling systems, and high manual process interference are some key areas where the Indian air cargo industry lags its global peers.

Grant of infrastructure status to logistics, the introduction of the E-Way Bill, and GST implementation are set to streamline the logistics sector in India. Setting up of a logistics division under the Department of Commerce, technology upgrades, and development of dedicated freight corridors and logistics parks are also major moves to upgrade the logistics landscape.

c. Hospitality Business

The Indian tourism and hospitality industry has emerged as one of the key drivers of growth among the services sector in India. Tourism in India has significant potential considering the rich cultural and historical heritage, variety in ecology, terrains and places of natural beauty spread across the country. Tourism is also a potentially large employment generator besides being a significant source of foreign exchange for the country. In FY20, 39 million jobs were created in the tourism sector in India; this accounted for 8.0% of the total employment in the country. The number is expected to rise by two% annum to 52.3 million jobs by 2028.

According to WTTC, India ranked 10th among 185 countries in terms of travel & tourism's total contribution to GDP in 2019. During 2019, contribution of travel & tourism to GDP was 6.8% of the total economy, ~ Rs 13,68,100 crore (US$ 194.30 billion).

Some of the major initiatives planned by the Government of India to boost the tourism and hospitality sector of India are as follows:

- Ministry of Tourism launched Dekho Apna Desh webinar series to provide information on many destinations and sheer depth and expanse on the culture and heritage of India.
- Ministry of Tourism launched Audio Guide facility App called Audio Odigos for 12 sites in India (including iconic sites).
- Prime Minister, Mr Narendra Modi urged people to visit 15 domestic tourist destinations in India by 2022.
- Statue of Sardar Vallabhbhai Patel, also known as 'Statue of Unity', was inaugurated in October 2018. It is the highest standing statue in the world at a height of 182 metre. It is expected to boost the tourism sector in the country and put it on the world tourism map.
- Government of India is working to achieve one% share in world's international tourist arrivals by 2020 and 2% share by 2025.
- Under Budget 2020–21, the Government of India has allotted Rs 1,200 crore (US$ 171.70 million) for development of tourist circuits under Swadesh Darshan for eight Northeast states.
- Under Budget 2020–21, the Government of India has allotted Rs 207.55 crore (US$ 29.70 million) for development of tourist circuits under PRASHAD scheme.
- In 2019, Government reduced GST on hotel rooms with tariffs of Rs 1,001 (US$ 14.32) to Rs 7,500 (US$ 107.31) per night to 12% and those above Rs 7,501 (US$ 107.32) to 18% to increase India's competitiveness as a tourism destination.
- In September 2019, Japan joined a band of Asian countries, including Taiwan and Korea among others, to enter India's tourism market.

3. **Risks Concerns and threats**

Financial risk

If the Company's cash flow proves inadequate to meet its financial obligations, its status as a going concern might be invoked.

Competition risk

With growing westernization and increase in the penetration of global players and growing popularity of individual themed cafés, it might be a challenge for the Company to maintain its existing consumer base.

Regulatory risks

Operating in the food industry space is subject to various regulatory risks with respect to failure of compliance to quality standards and various regulations imposed by the government policies. Failure to meet with the standards might result in legal implications and loss of business.

Climatic risks

Bad monsoon might result in lower production of coffee leading to soaring high coffee prices. Passing it to the customers would incur menu costs and loss in price sensitive segment of consumer base. Thus, inadequate monsoon might result in falling revenues and profit.

Economic risk

Sluggish growth of the economy impacts the spending power reducing consumption. Overall macroeconomic instability results in a lower demand. Thus fluctuations in the economic scenario possess a major risk to the business of the company. Performance of the backward and forward linked industries is of vital importance for the logistics sector to perform.

Social and political risk

Government policies play a major role in determining the fate of an industry. Relaxation of various regulations and simplification of tax regime give the much needed push to the concerned sectors. Change in orientation with change in government possesses a threat to the business.

4. **Segment Wise Performance**

Company’s financial overview

Statement of profit and loss analysis

Net Revenue

Net revenues decreased by 28% to Rs.2,552 Crores in FY 2019-20, compared with Rs.3,569 Crores reported in FY 2018-19 mainly due to liquidity issues in the group after the demise of our Chairman and also lockdown due to COVID 19.

Operating profit

Operating profit (EBITDA) increased by 104% to Rs.1,650 Crores in during FY 2019-20 from Rs.809 Crores in FY 2018-19. Increase in EBITDA includes exceptional gain amounting to Rs. 1,975 Crores primarily on account of sale of equity stake held in Mindtree Limited. The regular EBITDA has impacted due to liquidity crunch.

Depreciation

Depreciation for the year under review stood at Rs.430 Crores, compared with Rs.269 Crores recorded in the previous year, up 60% on a y-o-y basis. Increase depreciation includes Rs.121 on account of applications of IND AS 116.

Finance costs

Finance cost for the year under review increased by 47% from Rs.353 Crores to Rs.519 Crores. Increase finance cost includes Rs.84 on account of applications of IND AS 116.

Net profit

Consolidated net profit for the year under review attributable to share holders of the company stood at Rs.1884 Crores over Rs.127 Crores in the previous financial year thereby representing a growth of 1377%. Net profit for the year includes exceptional gain amounting to Rs. 1,828 Crores primarily on account of sale of equity stake held in Mindtree Limited and gain amounting to Rs. 1190 Crores on account of sale of global village property held by Tanglin Developments Limited.

Balance Sheet analysis

Net worth

The Company's net worth stood at Rs.4,937 Crores as on 31st March, 2020, increasing by 56%, compared with Rs.3,166 Crores as on 31st March, 2019. The net worth comprised of paid-up equity share capital amounting to Rs.211.3 Crores as on 31st March, 2020 (211,251,719 equity shares of Rs. 10 each fully paid up) and Non-controlling interests of Rs.634 Crores. The Company's reserves and surplus stood at Rs.4,092 Crores as at 31st March, 2019.

Loan profile

The total loan funds stood at Rs.3,013 Crores which comprises of long-term borrowings of Rs.2,189 Crores and short-term borrowings of Rs.824 Crores and the Company's net debt as on 31st March, 2020 stood at Rs.2,910 Crores.

Liabilities

Non-current liabilities (excluding borrowings) stood at Rs.683 Crores, comprising of other financial liabilities Rs.666 Crores, deferred tax liabilities Rs.9 Crores, and provisions amounting to Rs.8 Crores.

Current liabilities (excluding current borrowings of Rs.824 Crores and current maturities of long-term borrowings amounting to Rs.954 Crores) stood at Rs.894 Crores, comprising of other financial liabilities (excluding current maturities of long-term borrowings) of Rs.412 Crores, trade payables of Rs.367 Crores, other current liabilities Rs.26 Crores, current tax liabilities Rs.81 Crores and provisions amounting to Rs.8 Crores.

Total assets

The Company's total assets decreased to Rs.9,528 Crores in 2019-20 from Rs.11,259 Crores in 2018-19, representing decrease of 15%. Capital work-in-progress (WIP) and Investment property under development for the year increased by 6% to Rs.1,287 Crores in 2019-20, compared with Rs.1,220 Crores in 2018-19. This increase is on account additions by integrated multimodal logistics business.

Investments

The Company's investments (current and non-current) including equity accounted investees during the year under review decreased to Rs.493 Crores from Rs.864 Crores in the previous year, decrease of 43% over the previous year.

Current and Non-current assets

Inventories decreased by 33% to Rs.76 Crores during the year under review from Rs.112 Crores in FY 2018-19. Inventories comprise of raw material inventory of Rs.53 Crores, stores and spares worth Rs.17 Crores and finished goods inventory of Rs.6 Crores.

Trade receivables of the Company stood at Rs.287 Crores in FY2019-20, decrease of 50% over the previous year.

The Company had on its books cash and bank balances including deposits worth Rs.103 Crores as on 31st March, 2020 as compared to Rs.2,418 Crores in 31st March, 2019.

Tax assets increased by 113% to Rs.340 Crores during the year under review from Rs.159 Crores. Total tax assets for FY 2019-20 comprise of deferred tax assets, (net) Rs.241 Crores and current tax assets, (net) Rs.99 Crores.

Other financial assets stood at Rs.1,167 Crores as compared to Rs.123 Crores in the previous year.

Details of significant changes (i.e., change of 25% or more as compared to the immediately previous financial year) in the key financial ratios, along with detailed explanations thereof, including:

SI NO	**Particulars**	**2020**	**2019**
1	Debtors turnover	5.95	8.12
2	Inventory turnover *	7.67	9.58
3	Interest coverage ratio(Refer note 1)	2.35	1.47
4	Current ratio (Refer note 2)	1.60	1.01
5	Debt equity ratio (Refer note 2)	0.61	2.28
6	Operating profit margin (%) (Refer note 3)	64.66%	22.54%
7	Net profit margin (%) (Refer note 3)	72.42%	3.45%
8	Return on Net Worth(%)(Refer note 3)	37.45%	4.69%

*Inventory turnover ratio pertains to Coffee business.

Note:

1. Increase in interest coverage ratio due to onetime gain amounting to Rs. 1,975 Crores primarily on account of sale of equity stake held in Mindtree Limited.
2. Increase in current and debt equity ratio due repayment of loans by the group.
3. Increase in Operating profit margin, net profit margin and return on net worth includes gain amounting to Rs. 1,828 Crores primarily on account of sale of equity stake held in Mindtree

Limited and gain amounting to Rs. 1190 Crores on account of sale of global village property held by Tanglin Developments Limited.

There is no significant change (i.e. change of 25% or more as compared to the immediately previous financial year) in the key financial ratios except as mentioned in note.1.

Operational overview

Coffee Day Enterprises is present across the following sectors:

Coffee, logistics and hospitality. However, 59% of the consolidated net revenue of the Company was contributed by the coffee business during the year under review, followed by 38% from the logistics business and 3% from other operations.

Coffee business

Gross Revenue from the Company's consolidated coffee business stood at Rs.1,509 Crores in 2019-20, contributing 59% to the consolidated topline, representing an decline of 2.00% over 2018-19. The reason for decline is due to temporary closure of export business and liquidity issue of the group. Revenue from the retail division decreased by 16% from Rs.1,653 Crores in 2018-19 to Rs.1,417 Crores over 2019-20. Consolidated net profit of CDGL decreased by 885% from Rs.41 Crores in 2018-19 to Rs.-319 Crores in 2019-20.

Coffee Day Global Limited's flagship café chain brand Café Coffee Day (CCD) owns 1,192 cafes in 208 cities and 412 CCD Value Express kiosks. The coffee beans and powder are marketed through 370 Fresh and Ground Coffee retail stores. There are 58,697 vending machines that dispense coffee in corporate workplaces and hotels under the brand.

	2014-15	**2015-16**	**2016-17**	**2017-18**	**2018-19**	**2019-20**
No. of cafes	1518	1,607	1,682	1,722	1,752	1,192
No. of cities of presence	215	231	241	245	243	208
No. of CCD Value Express kiosks	579	579	537	532	537	412
No. of vending machines	29,760	35,441	41,845	47,750	56,799	58,697

Logistics business

The Company is present in the logistics sector through its subsidiary Sical Logistics Limited (SLL) in which we own a majority equity share of 36.10%. The Company is in existence for more than six decades with significant experience in the logistics sector and is listed on the Bombay Stock Exchange and National Stock Exchange. The Company is focused on port handling, road and rail, logistics, container freight stations, mining and transportation.

Revenue from our integrated logistics business stood at Rs.1006 Crores in FY 2019-20, representing decrease of 34% over FY 2018-19. EBITDA during the year stood at Rs.(6) Crores in FY 2019-20.

Hospitality business

The Company owns and operates luxury boutique resorts, one directly through our Company, and two through our wholly-owned subsidiary, Coffee Day Hotels & Resorts Private Limited (CDHRPL), under the brand 'The Serai'. These resorts are located at Chikmagalur, Bandipur and Kabini, all in Karnataka. The Company also with management control holds equity interest in a luxury resort in the Andaman and Nicobar islands.

Revenue from our hospitality business increased by 3% from Rs.32 Crores in FY 2018-19 to Rs.33 Crores in FY 2019-20.

Note: All information presented in Indian rupee has been rounded off to the nearest crore unless otherwise indicated.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has intended to increase transparency and accountability in an organization's process of designing and implementing a system of Internal Control. The framework requires a Company to identify and analyze risks and manage appropriate responses. The Company has successfully laid down the framework and ensured its effectiveness. The Company's Internal Controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance of Corporate Policies.

The Company has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. Processes for formulating and reviewing annual and long term business plans have been laid down.

M/s. Venkatesh & Co, the Statutory Auditors of the Company have audited the Financial Statements included in this Annual Report and have issued a report on the Internal Control over financial reporting (as defined in section 143 of the Companies Act, 2013).

The Company has appointed ABS & Co, Chartered Accountants to oversee and carry out Internal Audits. The Audit is based on an Internal Audit Plan, which is reviewed each year in consultation with the Audit Committee, the conduct of Internal Audit is oriented towards the review of Internal Controls and risks Additionally, there has been a continued focus on IT enablement and computerization of key process controls through the Systems to maximize automated control transactions across key functions.

The Internal Audit function endeavors to make meaningful contributions to the Organization's overall governance, Risk Management and Internal Controls. The Audit Committee reviews reports submitted by Internal Auditors. Suggestions for improvement are considered and the Audit Committee follows up on corrective actions taken by the Management. The Audit Committee also meets the Company's Statutory Auditors to ascertain, inter alia, their views on the adequacy of Internal Control Systems and keeps the Board of Directors informed of its major observations periodically. Based on its evaluation (as provided under Section 177 of the Companies Act, 2013 and applicable clause of SEBI Listing Regulations), the Audit Committee has concluded that as of 31st March, 2020, the Internal Financial Controls were adequate and operating effectively.

6. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT AND NUMBER OF PEOPLE EMPLOYED:

At a Group level, we have built a reputation of being able to attract and retain key talent.

People & Culture

Our employees make a difference to our customers. Delivering customer promise across the Group is a critical component of our success. It therefore becomes imperative that our employees deliver the best in class service. We are very passionate and determined about being one of the best in the industry verticals we operate and are committed to be a leading employer in our space.

Recruitment

We have strengthened our entry level and middle management lateral hiring process across our businesses. We have established relationships with over 75 premier universities, colleges and management schools in India. We get almost 10 times the application for each Management / Sales Trainee we hire at campus. We have a robust process to hire middle & senior management staff through need-based hiring. Our selection process has innovative "practical project" built in for senior level leadership hiring, so as to test their ability to lead a P&L or make change happen.

Training and development

Building skills for entry level staff has been a significant effort, and we continue to work with skilling institutions / NGO's, our own Skilling centres as well with several state government skilling programs. At management level, we have our well established "Trainee" programs across businesses or direct induction at mid-levels through a well-designed induction program for lateral hires.

Some of our popular programs have included the "Sales Trainee" program at Vending business, OT / LDP program at CCD, Management Trainee program at Retail Logistics to name a few. We have also partnered with five other well-known companies and formed an "Exchange Consortium" and have offered Leadership Development / learning opportunities for our Senior Leaders. We also continue to invest and grow our diversity staff including the hearing challenged.

Compensation

Our employees across various business receive competitive salaries and benefits within the industries they operate. We have started introducing a "Variable Pay" program selectively so as to drive a Performance culture. The "Group Retention Policy Program" is selectively used to attract and retain key talent. Increasingly we will use sales incentive / performance bonus to drive a performance culture.

There were no days lost due to any industrial strife or labor issues.

ANNEXURE-II_ CORPORATE GOVERNANCE REPORT

In compliance with the provisions of Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), the Company submits the detailed report on Corporate Governance for the financial year ended 31st March, 2020 containing the matters mentioned in the said Regulations with respect to the Corporate Governance requirements:

Company's philosophy Corporate Governance:

The Company has a strong legacy of fair, transparent and ethical governance practices, as it constitutes the strong foundation on which successful enterprises are built to last. The Company ensures fiscal accountability, ethical corporate behaviour and fairness to all the stakeholders including regulators, employees, customers, vendors, investors and the society at large. The Corporate Governance philosophy of your Company ensures transparency in all dealings and in the functioning of the management and the Board. These policies seek to focus on enhancement of long-term shareholder value without compromising on integrity, social obligations and regulatory compliances.

The Company has adopted a Code of Conduct for its employees including all the Directors. In addition, the Company has adopted the same for their Non-executive director which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 (hereinafter "the Act"). The Code of Conduct is available on the Company's official website at the web link: http://www.coffeeday.com/PDF/CODE-OF-CONDUCT.pdf

Board of Directors:

Composition, Category and Profile of Directors:

As per the Regulation 17 of the Listing Regulations read with Section 149 of the Act, the Board of the Company should have minimum of six Directors comprising of an optimal combination of Executive and Non-Executive Independent Directors,(including one woman Director) representing a judicious mix of in-depth knowledge and experience.

During the year under report, our Chairman and Managing Director Mr. V.G.Siddhartha demised on 31st July 2019, after that Mrs. Sulakshana Raghavan who was a woman Independent Director of the Company resigned from her post on 1st August 2019 and Mr. Sanjay Nayar who was a nominee Director of the company resigned from his post on 13th November 2019.

Presently, the Board Consists of Mrs. Malavika Hegde, a Promoter and Non-Executive Director and two Independent Directors namely, Mr. S.V.Ranganath and Albert Hieronimus are on the Board who are management professionals and technocrats and are senior, competent and highly respected persons from their respective fields. The brief profile of each Director on the Board is available on the Company's official website at the web link: http://www.coffeeday.com/PDF/Profile_of_Board_of_Directors.pdf

The composition and category of Directors as on date are as follows:*

Name of the Director	Category
Mrs. Malavika Hegde**	Promoter group, Non-Executive Director
Mr. S.V. Ranganath	Independent and Non-Executive Director
Dr Albert Hieronimus	Independent and Non-Executive Director

(* The above information is for the Company i.e. Coffee Day Enterprises Limited (CDEL). Each subsidiary has got its own Directors and KMPs)
(**Non-Executive Director up till 6th December 2020 and Proposed Whole time Director & Chief Executive Officer of the Company)

However, the Management of the Company has selected the candidates for the posts of Independent Director and proposing their candidature in this Annual General Meeting of the Company for the approval of members.

Meetings and attendance record of Directors:

The Listing Regulations requires the Board to meet at least four times a year. The intervening period between two Board meetings was well within the maximum gap of 120 days. The tentative Board meeting dates are planned well in advance. These meetings are governed by a structured agenda. The Board members, in consultation with the Chairman, may bring up any matter for the consideration of the Board. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. Agenda papers are generally circulated well in advance prior to the Board meeting. The Agenda provides the following information inter-alia to the Board and the Committee:

- Annual operating plans and budgets.
- Capital budgets and any updates.
- Quarterly results and its operating divisions or business segments.
- Minutes of meetings of audit committee and other committees of the board.
- The information on recruitment and remuneration of senior officers just below the level of Board of Directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, prosecution notices and penalty notices, if any.
- If there are any fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the Company or substantial non-payment for goods sold by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.

- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

During the financial year 2019-20, Board of Directors met eleven (11) times as on:

1. 08th April, 2019,
2. 24th May, 2019,
3. 31st July, 2019,
4. 08th August, 2019,
5. 14th August, 2019,
6. 30th August, 2019
7. 16th September, 2019,
8. 13th November, 2019,
9. 08th January, 2020 and
10. 29th January 2020

None of the Directors on the Board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or Chairman of more than five committees across all the public companies in which he/she is a Director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2020 have been made by the Directors.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and at the last Annual General Meeting (AGM) and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2020 are given below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.

Name of the Director	**No. of Board Meeting held**	**No. of Board meeting attended**	**Attendance at the last AGM i.e. 14.12.2019**
Mr. V.G. Siddhartha*	2	2	NA
Mrs. Malavika Hegde	10	8	Yes

Mr. Sanjay Nayar**	8	5	NA
Dr Albert Hieronimus	10	10	No
Mr. S.V. Ranganath	10	10	Yes
Mrs.Sulakshana Raghavan***	4	4	NA

*Mr V.G. Siddhartha demised on 31st July, 2019.
**Mr. Sanjay Nayar resigned from the Board on 13th November 2019
***Mrs. Sulakshana Raghavan was appointed to the Board of the Directors w.e.f. 05th March, 2019 and resigned on 1st August 2019

Name of the Director	Directorships in Other Public Companies
Late. Mr. V.G. Siddhartha*	2
Mrs. Malavika Hegde	2
Mr. Sanjay Nayar**	3
Dr Albert Hieronimus	-
Mr. S.V. Ranganath	3
Mrs.Sulakshana Raghavan***	-

*Mr V.G. Siddhartha demised on 31st July, 2019
**Mr. Sanjay Nayar resigned from the Board on 13th November 2019
***Mrs. Sulakshana Raghavan was appointed to the Board of the Directors w.e.f. 05th March, 2019 and resigned on 1st August 2019

Details of Directorship in other listed companies:
Name of other listed entities where Directors of the company are Directors and the category of Directorship:

S. No.	Name of the Director	Name of listed entities in which the concerned Director is a Director	Category of Directorship
1.	Mrs.Malavika Hegde	-	-
2.	Mr.S.V.Ranganath	Bosch Limited	Non-Executive Independent Director
3.	Dr.Albert Hieronimus	-	-

Details of Membership/Chairmanship of Directors in Board Committees:

Following is the list of Memberships/Chairmanships of Directors in the Committees* of the Listed companies in which they are holding directorships:

S. No.	Name of the Director	No. of Committee* Memberships/Chairmanship held in Listed Companies
1	Mrs. Malavika Hegde	1 as a Chairperson
2	Mr. S.V. Ranganath	3 (including 2 as Chairman)
3	Dr Albert Hieronimus	1

**Includes Only Audit & Stakeholders Relationship Committees*

Shareholding of Directors:

Name of the Director	Nature of Directorship	Details of Shareholding as at March 31, 2020
Mrs. Malavika Hegde*	Promoter Group, Non-Executive Director	1,12,402
Mr. S.V. Ranganath	Independent and Non-Executive Director	-
Dr Albert Hieronimus	Independent and Non-Executive Director	-

Skills / Expertise / Competencies of the Board of Directors

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates

ii) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company

iii) Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making,

iv) Financial and Management skills

v) Technical / Professional skills and specialized knowledge in relation to Company's business

Inter-se relationship among Directors:

There is no inter-se relationship amongst the Directors, except that late V.G. Siddhartha and Mrs. Malavika Hegde were related to each other. Mrs. Malavika Hegde is the wife of Late V.G. Siddhartha.

Re-appointment of Directors:

Mrs. Malavika Hegde shall retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

Mr.Albert Hieronimus, Independent Director of our Company was appointed for the first term in the Board meeting held on 09.01.2015 for a period of 5 years and their term has ended on 16.01.2020, in connection the Board has re-appointment of Dr.Albert Hieronimus in their meeting held on 8th January 2020 for a further term of 5years w.e.f. 17th January, 2020 till 16th January 2025 of the company subject to the approval of shareholders in this Annual General Meeting.

Notice of interest by Senior Management personnel:

The Board has noted that no material financial and commercial transactions have been entered into between the Company and Senior Management team, where they have personal interest.

Familiarization Programme for Independent Directors:

As per Regulation 25(7) of the Listing Regulations and Schedule VI of the Act, the Company in its routine course of action familiarizes its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through various orientation programmes which includes induction of new Directors and other initiatives to update the Directors on an on-going basis. The Familiarization Programme framed for the Independent Directors is disclosed on the Company's official website and may be accessed at the web link: http://www.coffeeday.com/PDF/FAMILIARISATION%20PROGRAMME%20FOR%20ID.pdf

Meeting of Independent Directors:

A meeting of Independent Directors was held on 29th January 2020 in terms of the requirements of the Act and Regulation 25(3) of the Listing Regulations. The meeting was held without the presence of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors, the Board and the Chairperson of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board.

Board Committees:

The Company has constituted various Committees for the smooth functioning of the Board. There are Six (6) Board Committees which comprise of Three (3) statutory committees and Three (3) other committees that have been formed considering the needs of the Company and best practices in Corporate Governance.

1. Audit Committee

2. Nomination & Remuneration Committee Statutory Committees
3. Stakeholder Relationship Committee

4. Corporate Social Responsibility Committee
5. Risk Management Committee Other Committees
6. Administrative Committee

The composition of all the Board Committees are in accordance with the provisions of the Act and the Listing Regulations, wherever applicable. Details of Board Committees and other related information are provided as hereunder:

1. AUDIT COMMITTEE:

Following members were the members of Audit committee up till 31st July 2019

1. Mr. S V Ranganath -Chairman
2. Mr. V.G.Siddhartha -Member
3. Mr. Albert Hieronimus -Member

Post the demise of Mr. V.G. Siddhartha, the Audit committee was reconstituted on 8th August 2019 by the Board of Directors of the Company with the following members:

Composition and Category	Terms of reference	Other details
1. Mr. S.V. Ranganath, Chairman and Independent Director 2. Dr Albert Hieronimus, Independent Director and Member 3. Mr. Malavika Hegde, Non-Executive Director and Member	The terms of reference of the Audit Committee covers all the areas mentioned under Section 177 of the Act and Regulation 18 read with Part C of Schedule II to the Listing Regulations. • Oversight of the Company's financial reporting process and disclosure of its financial information; • Reviewing, with the management, the quarterly, half-yearly, annual financial statements and auditor's report before submission to the Board for approval; • Scrutinizing of inter-corporate loans and investments; • Reviewing Management discussion and Analysis report; • Recommending the terms of	• Majority of members of the committee are independent. The members possess sound knowledge of accounts, finance, audit and legal matters. • The Company Secretary & Compliance Officer, Mr. Sadananda Poojary, acts as the Secretary to the Audit Committee to ensure compliance and effective implementation of the Corporate Governance practices. • The CFO have certified, in terms of regulation 17(8) of the Listing

	appointment/ re-appointment, remuneration, replacement or removal of Statutory auditors; • Recommending appointment and remuneration of Cost Auditors; • Reviewing the adequacy of internal audit function and internal control systems; • Approval of all related party transactions; • Evaluation of Risk Management System; • Appointment of Chief Executive Officer; • Reviewing the functioning of Whistle Blower Mechanism.	Regulations to the Board that the financial statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards.

Meeting and attendance during the year

During the financial year 2019-20, the Committee met four (4) times as on:

1. 24th May, 2019,
2. 08th August, 2019,
3. 13th November, 2019 and
4. 29th January, 2020.

The details of member's attendance at the Audit committee meeting during the year are given below:

Name of the Director	No. of Meeting held	No. of meeting attended
Mr. S.V. Ranganath	4	4
Dr. Albert Hieronimus	4	4
Mr. V.G.Siddhartha	1	1
Mrs. Malavika Hegde	3	3

2. NOMINATION & REMUNERATION COMMITTEE:

Composition and Category	Terms of reference	Other details

1. Dr Albert Hieronimus, Chairman and Independent Director Mr. S. V. Ranganath, Independent Director and Member 3. Mrs. Malavika Hegde, Non-Executive Director and Member	In compliance with the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations, the terms of reference with respect to the Committee are as follows: • formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees; • formulation of criteria for evaluation of performance of independent directors and the board of directors; • devising a policy on diversity of board of directors; • identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal. • Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors. • Recommend to the board, all remuneration, in whatever form, payable to senior management.	• The Board in consensus with the Committee carried out an Annual evaluation of the performance of all its Committees, their Chairperson and each of Directors on the Board through a self-evaluation survey process. • The Independent Directors were evaluated on various pointers like integrity, confidentiality, commitment, participation, knowledge, decision-making capacity and inter-personal relationships with other directors and management.

Meeting and attendance during the year

During the financial year 2019-20, the Committee met Three (3) times as on:

1. 24th May, 2019,

2. 27th January, 2020

The details of member's attendance at the Nomination & Remuneration committee meeting during the year are given below:

Name of the Director	No. of Meeting held	No. of meeting attended
Mr. S.V. Ranganath	3	3
Dr Albert Hieronimus	3	3
Mrs.Malavika Hegde	3	3

Remuneration of Directors

a) Details of Remuneration:
The details of remuneration and sitting fees paid or provided to each of the Directors during the year ended 31st March, 2020 are given below:

Rs. in Millions

	Salary and Perquisites			Others		
Name of the Director	Fixed pay & Bonus	Perquisites	Retiral Benefits	Commission	Sitting fees	Total
Mr. S.V. Ranganath	-	-	-	-	1.80/-	1.80/-
Mr. Albert Hieronimus	-	-	-	-	1.80/-	1.80/-
Mrs.Sulakshana Raghavan	-	-	-	-	-	-
TOTAL					3.60/-	3.60/-

b) Services Contracts, notice and severance fees:
As at March 31, 2020, the Board comprised three members including one Non-Executive Director and two non-executive Independent Directors. However, Independent Directors are not subject to any notice period and severance fees.

c) Pecuniary relations or transactions of the Non-Executive Directors:
There were no pecuniary relationship or transactions of non-executive directors vis- a-vis the Company which has potential conflict with the interests of the Company at large.

d) Compensation/Fees paid to Non-Executive Directors:
There were no payments made to the non-executive Directors of the Company.

e) Criteria for making payment to Non-Executive Directors:
The criteria for making payment shall not be applicable for the Company.

3. STAKEHOLDER RELATIONSHIP COMMITTEE:

Following members were the members of Stakeholder Relationship Committee up till 31st July 2019

1. Mrs. Malavika Hegde -Chairperson
2. Mr. S V Ranganath -Member
3. Mr. V.G.Siddhartha -Member

Post the demise of Mr. V.G.Siddhartha, the Stakeholder Relationship Committee was reconstituted on 29th January 2020 by the Board of Directors of the Company with the following members:

Composition and Category	Terms of reference
1. Mrs. Malavika Hegde, Chairman and Non-Executive Director 2. Mr. S.V. Ranganath, Independent Director and Member 3. Mr. Albert Hieronimus Independent Director and Member	Pursuant to Section 178 of the Act and Regulation 20 of the Listing Regulations, the Committee's terms of reference are as under: • Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. • Review of measures taken for effective exercise of voting rights by shareholders. • Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent. • Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Meeting and attendance during the year

During the financial year 2019-20, the Committee met One (1) times as on:

1. 24th May 2019

The details of member's attendance at the Stakeholders Relationship committee meeting during the year are given below:

Name of the Director	No. of Meeting held	No. of meeting attended
Mr. S.V. Ranganath	1	1
Mrs.Malavika Hegde	1	1
Mr. V.G.Siddhartha	1	1
Mr. Albert Hieronimus	0	0

Shareholders Complaint and Redressal:
The Registrar and Share Transfer Agent (RTA) of the Company is Link Intime India Private Limited, who handles the investor's grievances in coordination with the Compliance Officer of the Company. The Company maintains continuous interaction with RTA and takes proactive steps and necessary actions in resolving shareholder's queries and complaints. The details of the shareholders complaints received and redressed during the year are as follows:

Opening	Complaints received	Complaints solved	Pending
Nil	1	1	Nil

4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

Following members were the members of Corporate Social Responsibility Committee up till 31st July 2019

1.Mr.S.V.Ranganath -Chairperson
2.Mr. V.G.Siddhartha -Member
3.Mrs.Malavika Hegde -Member

However, following are the members of the present Corporate Social Responsibility Committee

Name of the Member	Category and Position	Other details
1. Mr. S.V. Ranganath 3. Mrs. Malavika Hegde	Chairman & Independent Director Non-Executive Director & Member	The Company has formulated a policy of CSR, which lays down the areas of focus, composition of Committee.. It also contains the CSR activities which can be carried out by the Company. The said policy has been hosted on the Company's website and is available on the link: http://www.coffeeday.com/PDF/CSR-

		Policy-CDEL.pdf

5. RISK MANAGEMENT COMMITTEE:

Following members were the members of Risk Management Committee up till 31st July 2019

1. Mr. V.G.Siddhartha -Chairperson
2. Mrs. Malavika Hegde -Member

Post the demise of Mr. V.G.Siddhartha, the Risk Management Committee was reconstituted on 29th January 2020 by the Board of Directors of the Company with the following members**:**

Name of the Member	Category and Position	Other details
1. Mr. S.V.Ranganath 2. Mrs. Malavika Hegde	Chairman & Independent Director Non-Executive Director and Member	The Company has incorporated sustainability in the process, which helps the Board to align potential exposures with the risk appetite and highlight risks associated with different business sectors such as coffee business, technology parks, logistics business, financial services and hospitality business.

Meeting and attendance during the year

During the financial year 2019-20, the Committee met One (1) time as on:

1. 29th January 2020

The details of member's attendance at the Stakeholders Relationship committee meeting during the year are given below:

Name of the Director	No. of Meeting held	No. of meeting attended
Mr. S.V. Ranganath	1	1
Mrs.Malavika Hegde	1	1

6. EXECUTIVE COMMITTEE

Un-till the demise of Late V.G.Siddhartha, We had Administrative Committee including members Mr. V.G.Siddhartha and Mrs. Malavika Hegde.
However, post the demise of Mr. V.G.Siddhartha, Management construed an Executive Committee with the following members.

Name of the Member	Category and Position	Other details
1. Mr. S.V. Ranganth 2. Mrs. Malavika Hegde 3. Mr. Nitin Bagmane 4. Mr. Ram Mohan	Chairman & Independent Director Non-Executive Director and Member Chief Operating Officer Chief Financial Officer	For overall smooth functioning of the Company, the Board has delegated some of the day to day functions to the Committee.

GENERAL BODY MEETINGS

Location and time of the Shareholders meetings:
The last three financial year General Meetings of the Company were held as under:

Year	Date and Time	Venue	Special Resolution, if any
2016-17	14.09.2017 11:00 AM	Café Coffee Day, Global Village, RVCE Post, Mysore road, Mylasandra, Bangalore-560059	Issue of Non-Convertible Debentures on Private Placement Basis
2017-18	27.09.2018 11:00 AM	Café Coffee Day, Global Village, RVCE Post, Mysore road, Mylasandra, Bangalore-560059	Issue of Non-Convertible Debentures on Private Placement Basis
2018-19	14.12.2019	Café Coffee Day, Global Village, RVCE Post, Mysore road, Mylasandra, Bangalore-560059	Re-appointment of Shri S. V. Ranganath (DIN 00323799) as an Independent Director of the Company

Role of Company Secretary & Compliance Officer

The Company Secretary plays a key role of ensuring that the Board meetings (including committees thereof) are conducted as per the rules and the regulations.

<u>OTHER DISCLOSURES:</u>

A. Means of Communication

i. Website:
The Company's official website www.coffeeday.com contains the information pertaining to the Company that it is in compliance with the Listing Regulations. A separate section for investors is available wherein the updated information pertaining to quarterly, half-yearly and annual financial results, official press releases and presentations, if any, Shareholding pattern, etc. is available in a user-friendly and downloadable form.

ii. Financial Results:
The quarterly, half-yearly and annual financial results of the Company are uploaded on NSE Electronic Application Processing System (NEAPS) and BSE Listing Centre in accordance with the Listing Regulations. The financial results are displayed on BSE and NSE websites and are also published in 'The Business Line' (English) and 'Vijayvani' (Kannada) newspapers within forty-eight (48) hours of Board approval thereof and posted on the Company's official website.

iii. Annual Report:
Annual Report containing, inter-alia, the Audited Standalone and Consolidated Financial Statements, Board's Report, Auditor's Report, Corporate Governance Report, Business Responsibility Report, Management Discussion and Analysis Report is circulated to members and others entitled thereto. The same is made available on the Company's official website under the web link: http://www.coffeeday.com/stakeholders.html

iv. Exclusive Designated Email Address:
In terms of the Listing Regulations, the Company has designated a separate email Id for dealing with Investors' queries and complaints viz., investors@coffeeday.com.

v. SCORES:
SEBI Complaints Redressal System (SCORES) is an online facility, where investors can submit their complaints for Redressal by the RTA/Company.

B. General Shareholders' Information

i. 12th Annual General Meeting (AGM):
The 12th AGM of the Company will be held on Thursday, 31st December, 2020 at 12:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Financial Year and Tentative Financial Calendar:
Financial Year – 01st April, 2019 to 31st March, 2020

Schedule for declaration of financial results during the financial year 2019-20 and next AGM is as under:

Results of Quarter ending 30th June, 2020	25th November 2020
Results of Quarter ending 30th September, 2020	28th November 2020
Results of Quarter ending 31st December, 2020	12th February 2020
Results of Quarter ending 31st March, 2021	24th May 2020
AGM for the year ending 31st March, 2021	30th September 2021

ii. Book Closure Dates:

The Company has not transacted any business pursuant to Regulation 42(1) of the Listing Regulations, therefore there is no such requirement for book closure for this financial year.

iii. Dividend Payment Date:

During the financial year 2019-20, no dividend has been declared by the Directors of the Company; hence this clause is not applicable to the Company.

iv. Listing on Stock Exchanges:

BSE Limited (BSE)	**National Stock Exchange of India (NSE)**
Add.: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai (MH) – 400001	Add.: Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (E), Mumbai (MH) – 400051
Stock Code: 539436	Stock Code: COFFEEDAY

v. International Securities Identification Number (ISIN):

ISIN of the Company is – INE335K01011

C. Market Price data during 2019-20

The monthly high/low closing prices and volume of shares of the Company from April 1, 2019 to March 31, 2020 are given below:

Months	**BSE**			**NSE**		
	High Price	Low Price		High Price	Low Price	
Apr-19	292.20	258.00		292.20	257.15	
May-19	267.90	239.00		268.95	240.10	
Jun-19	250.90	210.30		250.00	210.10	

Jul-19	236.60	123.25		235.00	122.75	
Aug-19	110.95	62.95		110.50	62.70	
Sep-19	77.75	48.05		77.85	48.05	
Oct-19	45.90	26.60		45.65	26.40	
Nov-19	58.00	32.25		58.00	32.05	
Dec-19	51.95	38.75		51.95	39.00	
Jan-20	43.35	27.85		43.60	27.85	
Feb-20	32.40	29.05		32.00	28.90	
Mar-20	30.50	23.10		30.30	23.50	

Stock Price Performance Index In Comparison With BSE Sensex/NSE Nifty For The FY 2019-20.

During the year, the SEBI has suspended trading in the shares of Coffee Day Enterprises Ltd. From 3rd February 2020 for the period of 6 months for non-submission of financial results under Reg 33(3) of LODR for quarter ending on 30th June, 2019 and 30th September 2019. However the Company took more time to submit the financial results due to non-completion of Investigation report.

However, the Company has submitted, financial results of the Company up till 30th September 2020 and Currently shares of the company have suspended from exchanges and the Management is putting in its best efforts make the regulators to lift up suspension on shares.

A. Share Transfer System

a) Physical Shares:

Share transfers in physical form are processed by the Company's Registrar & Share Transfer Agent (RTA) viz. Link Intime India Private Limited, Mumbai. The share certificates are generally returned to the transferees within a period of fifteen (15) days from the date of receipt of transfer documents, if technically found to be in order and complete in all respects.

b) Demat Shares:

On receipt of the Demat request, shares are processed and the confirmation is given to depositories within fifteen (15) days from the date of receipt if the documents are in order.

The Equity shares of the Company are in Demat form except who holds 82 shares in physical form.

B. Distribution of the Shareholding:

The distribution of shareholding (category wise) as at March 31, 2020 is as under:

S. No.	Category	No. of shares	% to Equity
1	Promoters & Promoter Group	3,46,17,216	16.39
2	Foreign Portfolio Investors	96,85,395	4.58
3	Mutual Funds, Banks, IFIs	1,12,58,722	5.33
4	NRIs & Foreign Nationals	4,94,48,916	23.41
5	Corporate Bodies	5,15,16,743	24.39
6	Indian Public & Others	2,39,81,089	25.90

C. Distribution of shareholding by number of shares:

Category	No. of shareholders	Total Shares	% to Shareholders	% to paid up capital
1-500	59218	6278343	85.82	2.97
501-1000	5296	3898338	7.67	1.84
1001-2000	2093	3161406	3.03	1.49
2001-3000	723	1858673	1.04	0.87
3001-4000	355	1268225	0.51	0.60
4001-5000	307	1453948	0.44	0.68
5001-10000	469	3550347	0.68	1.68
10000 & above	536	189782439	0.77	89.38

D. Dematerialization of shares and liquidity:

82 shares constituting 0.00% of the paid up share capital of the Company were in physical form as at 31st March, 2020. There are no outstanding GDRs/ ADRs/ Warrants and convertible instruments.

E. Contact Information:

Investor Grievances Correspondence

Mr. Sadananda Poojary
Company Secretary and Compliance Officer
Tel.: 91 80 - 40012345
E-mail id: investors@coffeeday.com

Registrar and Share Transfer Agents

Link Intime India Private Limited
C 101, 247 Park, LBS Marg, Vikhroli (West),
Mumbai (MH) – 400083

Registered Office Address:

Coffee Day Enterprises Limited
23/2, Coffee Day Square
Vittal Mallya Road
Bangalore-560001

F. Compliance Requirements:

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authority on all matters relating to capital markets during the last three (3) years except

1. **Non Compliance of Regulation 33(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**
   The company could not file its financial statements as per Reg 33(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ending on 30th June, 2019 and 30th September 2019 in the mandated period of time hence shares of our Company were suspended for the period of six months from 3rd February 2020 on NSE and BSE. Now the shares are suspended from Exchanges but the management of the company is putting in its best efforts to make the regulators lift the suspension imposed on shares.

   However, The company as on date of this report have filed all the required documents, results and papers with NSE & BSE and has complied with the Requirements of Reg. 33(3) of SEBI(LODR) 2015 for all the quarters of 2019-20 and two quarters financial results for FY 2020-21.

2. **Non appointment of Independent Director**
   The Company has received penalty for non-appointment of woman independent director from SEBI. However, at the beginning of the company has appointed Mrs. Sulakshana Raghavan as Independent woman director of the company but after the demise of ex-chairman Mr. V.G,Siddhartha, she resigned from her post.

   Now the company has selected the right candidate to that position and proposed her appointment in this Annual General Meeting for the approval of the Shareholders.

3. **Non-Compliance with respect to Number of Directors on the Board.**
   At the beginning of the year company had total six directors comprising of optimal mixture of Executive and Non-Executive Director, Independent Directors(including woman independent director). However during the year, post the demise Mr.

V.G.Siddhartha, Mr.Sanjay Nayar (Non-executive Director) and Mrs. Sulakshana Raghavan (Woman Independent Director) resigned from their respective posts. Presently the board consists of 3(Three) directors on the Board.

However, the management appointed the candidates to those positions and proposed their appointment in this Annual General Meeting for the approval of the Shareholders.

G. Code of Conduct:

The Company has laid down a “Code of Business conduct and Ethics” for the Directors and Senior Management Personnel. The same code has been made available on the Company’s official website and can be accessed at the web link: https://www.coffeeday.com/PDF/Code_of_Conduct_for_Prevention_of_Insider_Trading.pdf

All the Board members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2020. A declaration duly signed by Mr. S.V.Ranganath, Chairman, forms part of this report.

H. Whistle Blower Policy/ Vigil mechanism:

In line with Regulation 22 of the Listing Regulations and Section 177(9) of the Act, Vigil Mechanism/ Whistle blower policy has been formulated for Directors and Employees (including their representative bodies) to communicate and report genuine concerns about the unethical behaviour or practices, actual or suspected fraud or violation of Company’s Code of conduct etc. The said policy provides adequate safeguard against the victimization of Directors/ Employees who avail such mechanism and it also provides direct access to the Chairman of Audit Committee in exceptional cases. Further it has been also affirmed that no personnel has been denied access to the Audit Committee. The Whistle blower policy has been made available on the Company’s official website.

I. Related party contracts or arrangements:

All Related Party Transactions that were entered into during the financial year 2019-20 were on an arm’s length basis and in the ordinary course of business and is in compliance with the applicable provisions of the Act and the Listing Regulations.

During the year under report, the Company, post the unfortunate demise of Chairman Shri V G Siddhartha, appointed Mr. Ashok Kumar Malhotra Ex-DIG CBI assisted by M/s. Agastya Legal LLP, New Delhi consisting of Legal Professional’s head by Senior Partner Dr. M. R. Venkatesh to scrutinize the books of accounts of the Company and its subsidiaries. The Investigators submitted their investigation report on 24th July 2020 to the Company, in the report; investigators have reported that, Rs 3,535 Crores is due from Mysore Amalgamated Coffee Estates Limited (MACEL) to the seven subsidiaries of the company. CDEL on the receipt of Investigation Report has appointed Justice. K.L. Manjunath, retired Judge of Hon. High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

The Management of the seven subsidiaries have decided to take a decision on recoverability of Rs. 3,535 Crores which is due from MACEL to the seven subsidiaries of the Company after the receipt of report from Justice K.L.Manjunath.

The Audit Committee in their meeting held on 24th May, 2019 has placed all the related parties' transactions for prior approval and in the same meeting; omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature or when the need for them cannot be foreseen in advance. Further, disclosures are made to the Committee on a quarterly basis. None of the transactions entered into with related parties' falls under the scope of Section 188(1) of the Act and hence there is no such requirement to enclose 'Form AOC-2' pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules 2014.

The Company has adopted a Policy for dealing with Related Party Transactions which has been approved by the Board of Directors on the recommendations of the Audit Committee and may be viewed on the Company's official website.

J. Material Subsidiary:

The Company has formulated a policy for determining 'material' subsidiaries pursuant to the provisions of the Listing Agreement. The said policy is available at the Company's official website.

The Company has 45 subsidiaries of which two subsidiaries viz. Coffee Day Global Limited and Sical Logistics Ltd are identified as a 'material' subsidiary. A report on the performance and financial position of each of the Subsidiary Companies is presented in the Boards' report. The financial statements of the subsidiaries will be made available on the website of the Company, post approval by the members.

K. Reconciliation of Share Capital Audit:

A qualified Practicing Company Secretary carried out a share capital audit under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital.

The audit report confirms that the total issued/ paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

L. Preservation of Documents:

As per Regulation 9 of the Listing Regulations, the Company has framed a policy for preservation of documents in the name of 'Archival Policy'. The policy plays an important role in completing the Information Management Life Cycle of the Company. It aims at ensuring creation and management of reliable and authentic archives for accountability purposes. The said policy is made available on the Company's official website and can be accessed through a web link at: https://www.coffeeday.com/PDF/Archival%20Policy.pdf

M. Compliance with mandatory and non-mandatory requirement:

The Company has complied with all the mandatory requirements of the Listing Regulations relating Corporate Governance.

The Company has also adopted the following discretionary requirements under Regulation 27(1) of the Listing Regulations read along with Part E of Schedule II thereto:

- *Unmodified opinion in Audit Report:* The Statutory Auditors of the Company has not raised any qualifications/ modified opinion on the Financial Statements for the years 2017-18 and 2018-19.

- *Modified opinion in Audit Report:* The Statutory Auditors of the Company has raised some qualifications/ modified opinion on the Financial Statements for the year 2019-20.

- *Reporting of Internal Auditor:* The Internal Auditors, ABS & Co., reports directly to the Audit Committee of the Company.

N. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part is given below:

	(in Million)
Payment to Statutory Auditors	**FY 2019-20**
Audit Fees	5.00

Disclosures under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year 2019-20	-	Nil
Number of complaints disposed off during the financial year 2019-20	-	Nil
Number of complaints pending as on end of the financial year-2019-20	-	Nil

O. Insider Trading Regulations

The Company has adopted the Coffee Day Code of Conduct for Prevention of Insider Trading and Code of Fair Disclosure Practices. This Code of Conduct is applicable to all Directors and such designated persons who are expected to have access to unpublished price sensitive information relating to the Company.

P. Certificate on Corporate Governance

All the Directors of the Company have submitted a declaration stating that they are not debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as Directors of Companies. Mr. Harshavardhan.R.Boratti, Practicing Company Secretary, has submitted a certificate to this effect.

A compliance certificate from Mr. Harshavardhan.R.Boratti, Practicing Company Secretary pursuant to the requirements of Schedule V to the Listing Regulations regarding compliance of conditions of Corporate Governance is attached.

PRACTICING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

Corporate Identity No: L55101KA2008PLC046866
Authorised Capital: INR 2,74,33,40,000/-
Paid Up-Capital: INR 2,11,25,17,190/-

To,
The Members of
Coffee Day Enterprises Limited.,
Coffee Day Square, 23/2,
Vittal Mallya Road,
Bengaluru-560001

We have examined the compliance of conditions of Corporate Governance by Coffee Day Enterprises Limited ('the Company') for the year ended 31 March 2020, as per Regulations 17-27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as specified in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable except the following:

a) ***The company could not comply with the provisions of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').***

b) ***The company could not comply with Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019 read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').***

for **HRB & Co.**,
Company Secretaries
Firm's registration Number: S2014KR261500

Sd/-

CS Harshavardhan R Boratti
Proprietor
C. P. No. : 11444
Membership No. FCS 9490

Place: Bangalore
Date: 07.12.2020.

ANNEXURE-3

DETAILS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014]

A) CONSERVATION OF ENERGY:

Your company is committed to adopt energy efficient practices across all its business units, offices, factories and outlets to reduce the consumption of power by analyzing power factor, maximum demand, working hours, load factor, specific energy consumption and monthly consumption.

Your Company has taken various initiatives for conservation of energy and reducing its environmental impact by conducting energy audits and introducing innovative ways of saving power, few of them are listed below:

- Installing advanced energy saving gadgets like capacitor banks, indigenized components like thermo controllers for the ovens and usage of LED lighting etc.

- Introducing high end online energy monitoring system in majority of CCD outlets, With Internet of Things (IoT) it is possible to remotely monitor and manage energy usage and take timely actions to stop inefficiencies.

- Installation of occupancy sensors in CCD outlets, an intelligent and an effective energy saving solution for automatically turning ON/OFF the air conditioners/lights etc. depending upon the occupancy in the CCD outlets.

- In order to continually reduce the Company’s environmental footprint, green attributes are integrated in all new outlets and are also being incorporated into existing outlets, during retrofits, by using LED lighting and usage of Bureau of Energy Efficiency’s (BEE) star rating equipments.

- Technological up-gradation by installing higher efficiency state-of-the-art machineries in the coffee roasting unit.

The above mentioned initiatives have reduced the energy consumption substantially compared to the previous fiscal.

B) TECHNOLOGY AND INNOVATION:

Coffee Day has been constantly evolving with innovative ideas/Improvements in the areas of Coffee brewing, curing, roasting, testing etc. and to align with the taste of the consumers, we have been innovating latest vending machines to cater the needs of the corporate customers.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	**FY 2019-20**	**FY 2018-19**
Foreign Exchange earned	Nil	Nil
Outgo of Foreign Exchange	Rs.1.8 Million	Rs.1.4 Million

ANNEXURE-IV

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020

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

To,

The Members

Coffee Day Enterprises Limited

23/2, Coffee Day Square,

Vittal Mallya Road,

Bengaluru – 560001.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Coffee Day Enterprises Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter;

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment. There were no Overseas Direct Investment and External Commercial Borrowings during the period under review;

(v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation 2014 **(Not applicable to the company during the Audit period)**;

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the company during the Audit period)**;

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the company during the Audit period)**; and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the company during the Audit period)**;

i. The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015.

(vi) Other law specifically applicable to the company

a. Water (Prevention and control of Pollution) Act, 1974

b. Air (Prevention and control of Pollution) Act, 1981

c. Hazardous Waste (Management, Handling and Trans boundary Movement) Rules, 2008
d. Karnataka Excise Act, 1965
e. Food Safety and Standards Authority of India Act, 2006
f. The Prevention of Food Adulteration Act, 1954

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

(i). Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii). The Listing Agreements entered into by the Company with National Stock Exchange & Bombay Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent mentioned below:

1. ***In terms of provisions of Section 117, a copy of every resolution, in respect of matters specified in resolutions passed in pursuance of sub-section (3) of section 179 , shall be filed with the Registrar within thirty days of the passing or making thereof . The Board of Directors on 31.07.2019 has constituted Executive Committee delegating the powers vested with the powers granted to Erstwhile Administrative Committee. A copy of Resolution is not been filed with the Registrar of Companies.***
2. ***In terms of provisions of Section 135 of the Companies Act,2013, the company was required to constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director. The company could not comply the same.***
3. ***In terms of provisions of Section 203 of the Companies Act,2013, every listed company shall have either managing director, or Chief Executive Officer or manager and in their absence, a whole-time director as whole-time key managerial personnel. The company could not comply the same.***
4. ***Whereas in terms of the Regulation 17 (1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The board of directors of the top 1000 listed entities (with effect from April 1, 2019) and the top 2000 listed entities (with***

effect from April 1, 2020) shall comprise of 'not less than six directors'. The company could not comply the same.

5. *Whereas in terms of the Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019, Every listed entity in India shall undertake secretarial audit shall submit Annual secretarial compliance report within 60 days of the end of the financial year. Due to spread of COVID-19, the said due date was extended. However the company could not comply the same.*
6. *Whereas in terms of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding delayed submission of financial result for the year ended 31st March2020, the quarter ended 30.06.2019, quarter ended 30.09.2019, quarter ended 31.12.2019 and the quarter ended 31.03.2020. Company has also received notices of fine in this regard from the Stock Exchanges. Since the company continued to be in non-compliance, the stock exchanges have suspended the trading and have also issued Show cause notice for delisting of shares.*
7. *Whereas in terms of the Regulation 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2015, The promoter of the company shall together with persons acting in concert with him, disclose their aggregate shareholding and voting rights as of the 31.03.2020, in such form as may be specified within 7 days from the end of the said financial year. The company could not comply the same.*
8. *Whereas in terms of the Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2015 The promoter along with persons acting in concert of the company shall declare to stock exchanges & Audit Committee on a yearly basis, within 7 working days from the end of such financial year that he has not made any encumbrance, directly or indirectly, 'other than' those already disclosed during the financial year. The company could not comply the same.*
9. *Whereas in terms of the Regulation 7(2)(a) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 Every promoter, member of the promoter group, designated person and director of every company shall disclose to the company the number of such securities acquired or disposed of within two trading days*

of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified. The share pledged by the promoters was not disclosed to the company within the prescribed time.

We further report that:

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

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

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

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the following events/actions occurred during the audit period, having bearing on the companies affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.,:

(i). The company has received notice from Registrar of Companies, Karnataka under section 206 of the Companies Act, 2013.

(ii). Mr. Ashok Kumar Malhotra Ex-DIG CBI was appointed to investigate the circumstance leading to the unnatural death of promoter Late V.G Siddhartha and to scrutinise the books of accounts of the company and its subsidiaries. The Investigation reported that, Rs 3,535 Crores is due from Mysore Amalgamated Coffee Estates Limited (MACEL) to the 'subsidiaries' of the company as at 31st July 2019.

(iii). The Company has appointed Justice. K.L. Manjunath, retired Judge of Hon. High Court of Karnataka to suggest and oversee actions for recovery of the above mentioned dues from MACEL and to help on any other associated matters.

(iv). The Company has received multiple queries from SEBI regarding sale of shares of Mindtree Limited.

(v). The company has received a Showcase notice for compulsory delisting of shares from Stock Exchange due to continuous non-compliance with respect to the requirements under Listing Regulations

for **HRB & Co.,**
Company Secretaries
Firm's registration Number: S2014KR261500

Sd/-
CS Harshavardhan R Boratti
Proprietor
C. P. No. : 11444
Membership No. FCS 9490

Place: Bangalore
Date: 07.12.2020

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

Annexure-A

To,

The Members

Coffee Day Enterprises Limited

23/2, Coffee Day Square,

Vittal Mallya Road,

Bengaluru – 560001.

Our report of even date is to be read along with this letter.

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

for **HRB & Co.,**

Company Secretaries

Firm's registration Number: S2014KR261500

Sd/-

CS Harshavardhan R Boratti
Proprietor
C. P. No. : 11444
Membership No. FCS-9490

Place: Bangalore
Date: 07.12.2020

ANNEXURE-V

FORM NO. MGT – 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31.03.2020

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	**L55101KA2008PLC046866**
ii)	Registration Date	20th June, 2008
iii)	Name of the Company	**Coffee Day Enterprises Limited**
iv)	Category/Sub-Category of the company	Company having Share Capital
v)	Address of the Registered office and contact details	No. 23/2, Coffeeday Square Vittal Mallya Road Bangalore 560001 Karnataka
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai City 400083 Maharashtra.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company:

Sl. No.	Name and Description of main products / services	NIC Code of the Products/ Service	% to total turnover of the Company
1	Income from Hospitality Services	55101	69%
2	Dividend Income	64200	27%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No	Name and Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Coffee Day Global Limited	U85110KA1993PLC015001	Subsidiary	82.09%	2(87)(ii)
2	A N Coffeeday International Limited	NA	Subsidiary	100.00%	2(87)(ii)
3	Classic Coffee Curing Works	NA	Subsidiary	100.00%	2(87)(ii)
4	Coffeelab Limited	U85110KA1996PLC019932	Subsidiary	100.00%	2(87)(ii)
5	Coffee Day Gastronomie Und Kaffeehandles GmbH	NA	Subsidiary	100.00%	2(87)(ii)
6	Coffee Day C Z a.s	NA	Subsidiary	100.00%	2(87)(ii)
7	Coffee Day Schaerer Technologies Private Limited	U29248KA2015FTC084523	Joint Venture	49.00%	2(6)

8	Coffee Day Consultancy Private Limited	U74999KA2019PTC123085	Joint Venture	51.00%	2(6)
9	Coffee Day Econ Private Limited	U52609KA2019PTC123086	Joint Venture	99.99%	2(6)
10	Tanglin Developments Limited	U85110KA1995PLC019495	Subsidiary	87.12%	2(87)(ii)
11	Coffeeday Hotels and Resorts Private Limited	U55101KA2004PTC034591	Subsidiary	100.00%	2(87)(ii)
12	Coffee Day Trading Limited	U74140KA2000PLC026366	Subsidiary	88.77%	2(87)(ii)
13	Way2Wealth Securities Private Limited	U72200KA2000PTC027020	Subsidiary	85.33%	2(87)(ii)
14	Coffee Day Kabini Resorts Limited	U55101KA2018PLC117722	Subsidiary	100.00%	2(87)(ii)
15	Giri Vidhyuth (India) Limited	U40101KA2001PLC029866	Subsidiary	100.00%	2(87)(ii)
16	Tanglin Retail Reality Developments Private Limited	U70102KA2007PTC044421	Subsidiary	100.00%	2(87)(ii)
17	Sical Logistics Limited	L51909TN1955PLC002431	Subsidiary	36.10%	2(87)(ii)
18	Develecto Mining Limited	U10200TN2018PLC121501	Subsidiary	51.00%	2(87)(ii)
19	PAT Chems Private Limited	U24110MH1989PTC052943	Subsidiary	84.00%	2(87)(ii)
20	Sical Mining Limited	U10300TN2016PLC112461	Subsidiary	100.00%	2(87)(ii)
21	Sical Iron Ore Terminal Limited	U13100TN2006PLC061022	Subsidiary	63.00%	2(87)(ii)
22	Sical Iron Ore Terminal (Mangalore) Limited	U63020TN2009PLC073147	Subsidiary	100.00%	2(87)(ii)
23	Sical Saumya Mining Limited	U74900TN2015PLC101236	Subsidiary	65.00%	2(87)(ii)
24	Sical Washeries Limited	U10100TN2019PLC128380	Subsidiary	51.00%	2(87)(ii)
25	Sical Infra Assets Limited	U45203TN2007PLC063432	Subsidiary	53.60%	2(87)(ii)
26	Sical Bangalore Logistics Park Limited	U63090TN2016PLC110673	Subsidiary	100.00%	2(87)(ii)
27	Sical Multimodal and Rail Transport Limited	U60232TN2007PLC063378	Subsidiary	100.00%	2(87)(ii)
28	Bergen Offshore Logistics Pte Ltd.	NA	Subsidiary	100.00%	2(87)(ii)
29	Wilderness Resorts Private Limited	U55101KA2005PTC035580	Subsidiary	100.00%	2(87)(ii)
30	Karnataka Wildlife Resorts Private Limited	U92199KA2001PTC028981	Subsidiary	100.00%	2(87)(ii)
31	Magnasoft Consulting India	U74140KA2000PTC0267	Subsidiary	77.88%	2(87)(ii)

	Private Limited	35			
32	Magnasoft Europe Ltd	NA	Subsidiary	100.00%	2(87)(ii)
33	Magnasoft Spatial Services Inc	NA	Subsidiary	100.00%	2(87)(ii)
34	Way2Wealth Capital Private Limited	U65921KA1995PTC018960	Subsidiary	99.99%	2(87)(ii)
35	Way2Wealth Enterprises Private Limited	U65999AP2017PTC106315	Subsidiary	100.00%	2(87)(ii)
36	Way2Wealth Insurance Brokers Private Limited	U66010KA2003PTC032003	Subsidiary	99.99%	2(87)(ii)
37	Calculus Traders LLP	AAM-6699	Subsidiary	99.99%	2(87)(ii)
38	Way2Wealth Brokers Private Limited	U67120KA2000PTC027628	Subsidiary	99.99%	2(87)(ii)
39	Way2Wealth Commodities Private Limited	U51229KA2006PTC039880	Subsidiary	99.99%	2(87)(ii)
40	Sical Logixpress Private Limited	U74120MH2011PTC223670	Subsidiary	60.00%	2(87)(ii)
41	Sical Supply Chain Solutions Limited	U63000TN2012PLC087754	Subsidiary	100.00%	2(87)(ii)
42	Sical Connect Limited	U74900TN2009PLC071762	Subsidiary	100.00%	2(87)(ii)
43	Barefoot Resorts and Leisure India Private Limited	U55101TN1998PTC040221	Associate	27.69%	2(6)
44	PSA Sical Terminals Limited	U74999TN1998PLC040682	Joint Venture	37.50%	2(6)
45	Sical Sattva Rail Terminal Private Limited	U63031TN2000PTC045198	Joint Venture	50.00%	2(6)

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding:

Category Code	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(A)	Promoter and									

	Promoter Group									
(1)	**Indian**									
(a)	Individuals/ Hindu Undivided Family	7,77,37,206	-	7,77,37,206	36.79%	2,70,92,186	-	2,70,92,186	12.82%	(23.98)%
(b)	Central Government/ State Government(s)	-	-	-	-		-	-	-	-
(c)	Bodies Corporate	3,61,91,992	-	3,61,91,992	17.13%	75,25,030	-	75,25,030	3.56%	(13.57)%
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(1)	**11,39,29,198**	**-**	**11,39,29,198**	**53.93%**	**3,46,17,216**	**-**	**3,46,17,216**	**16.38%**	**(37.55)%**
(2)	**Foreign**	-	-	-	-	-	-	-	-	-
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-Total (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**11,39,29,198**	**-**	**11,39,29,198**	**53.93%**	**3,46,17,216**		**3,46,17,216**	**16.38%**	**(37.54)%**
(B)	**Public shareholding**									
(1)	**Institutions**	-	-	-	-	-	-	-	-	-
(a)	Mutual Funds/UTI	1,77,052	-	1,77,052	0.08%	48,76,540	-	48,76,540	2.31%	2.22%

(b)	Financial Institutions/ Banks	1,96,362	-	1,96,362	0.09%	63,82,182	-	63,82,182	3.02%	2.92%
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors		-				-			
(g)	Foreign portfolio Investors	1,17,83,426	-	1,17,83,426	5.57%	96,85,395		96,85,395	4.58%	(0.99)%
(h)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
(i)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(j)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(1)	**1,21,56,840**	**-**	**1,21,56,840**	**5.75%**	**2,09,44,117**	**-**	**2,09,44,117**	**9.91%**	**4.15%**
(2)	**Non-institutions**									
(a)	Bodies Corporate	5,75,78,187	-	5,75,78,187	27.25%	9,87,30,879	-	9,87,30,879	46.73%	19.48%
(b)	Individuals -									
	(i) Individual shareholders holding nominal share capital up to Rs. 1 lakh.	71,25,304	82	71,25,386	3.37%	1,93,02,828	82	1,93,02,910	9.13	5.76%
	(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	1,81,60,463	-	1,81,60,463	8.59 %	2,83,84,606	-	2,83,84,606	13.43%	4.83%
(c)	Qualified									

	Foreign Investor									
(d)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	NRIs/OCBs	7,69,221	-	7,69,221	0.36%	22,34,625	-	22,34,625	1.06	0.7%
	Clearing Member	5,39,390	-	5,39,390	0.26%	1,31,145	-	1,31,145	0.06%	(0.2)%
	Directors & Relatives	-	-	-	-	-	-	-	-	-
	Hindu Undivided Families	9,73,484	-	9,73,484	0.46%	14,10,504	-	14,10,504	0.67%	0.21%
	NBFC's registered with RBI	8,780	-	8,780	0.00%	47,793		47,793	0.02%	0.02%
	Trusts	10,670	-	10,670	0.00%	17,670	-	17,670	0.01%	0.01%
	Foreign Nationals	100	-	100	0.00%	200	-	200	0.00%	0.00%
	Trust Employees	-	-	-	-	54,30,054	-	54,30,054	2.57%	2.57%
	Sub-Total (B)(2)	8,51,65,599	82	8,51,65,681	40.31%	15,56,90,304	82	15,56,90,386	73.70%	33.39%
	Total Public Shareholding (B)= (B)(1)+(B)(2)	**9,73,22,439**	**82**	**9,73,22,521**	**46.08%**	**17,66,34,421**	**82**	**17,66,34,503**	**83.61%**	**37.53%**
	TOTAL (A)+(B)	**21,12,51,637**	**82**	**21,12,51,719**	**100.00%**	**21,12,51,637**	**82**	**21,12,51,719**	**100%**	**100%**
(C)	**Shares held by Custodians and against which Depository Receipts have been issued**	-	-	-	-	-	-	-	-	-
	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
	Public	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	**21,12,51,637**	**100 %**	**21,12,51,719**	**100%**	**21,12,51,637**	**82**	**21,12,51,719**	**100%**	**100%**

ii) Shareholding of Promoters:

SN	**Shareholder's Name**	**Shareholding at the beginning of the year**	**Shareholding at the end of the year**	**% change in**

		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	shareholding during the year
1	Mr. V G Siddhartha	6,91,74,700	32.75 %	22.89%	2,69,79,784	12.77%	60.38%	(10.12)%
2	Mrs. Malavika Hegde	85,62,506	4.05%	2.62%	1,12,402	0.05%	55.16%	(4.00)%
3	Devadarshini Info Technologies Private Limited	12,408,440	5.87%	4.56%	23,28,440	1.10%	100%	(4.56)%
4	Coffee Day Consolidations Private Limited	1,22,68,416	5.81%	4.59%	51,96,558	2.46%	99.98%	(3.35)%
5	Gonibedu Coffee Estates Private Limited	11,071,104	5.24%	4.14%	-	-	-	(5.24)%
6	Sivan Securities Private Limited	4,44,032	0.21%	0.21%	32	0.00%	0.00%	(0.21)%

iii) Change in Promoters'/Promoters Group shareholding (Please specify, if there is no change):

SN	Particulars Name: **Mr. V G Siddhartha**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**6,91,74,700**	**32.75%**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	02.08.2019 Invocation of Pledge	(1,80,00,000)	5,11,74,700	24.22%
		16.08.2019 Invocation of Pledge	(2,90,000)	5,08,84,700	24.08%
		23.08.2019 Invocation of Pledge	(43,12,500)	4,65,72,200	22.04%
		13.09.2019 Invocation of Pledge	(59,65,000)	4,06,07,200	19.22%

		18.10.2019 Invocation of Pledge	(5,65,000)	4,00,42,200	19.00%
		25.10.2019 Invocation of Pledge	(67,02,000)	3,33,40,200	15.80%
		22.11.2019 Invocation of Pledge	(49,05,067)	2,84,35,133	13.46%
		27.12.2019 Invocation of Pledge	(1,15,000)	2,83,20,133	13.40%
		31.01.2020 Invocation of Pledge	(6,77,911)	2,76,42,222	13.08%
		07.02.2020 Invocation of Pledge	(6,62,438)	2,69,79,784	12.77%
	At the end of the year	**2,69,79,784**	**12.77%**		

SN	Particulars Name: **Mrs. Malavika Hegde**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**85,62,506**	**4.05%**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	02.08.2019 Invocation of pledge	(55,24,000)	30,38,506	1.43%
		16.08.2019 Invocation of pledge	(3,000)	30,35,506	1.43%
		27.09.2019 Invocation of pledge	(29,23,104)	1,12,402	0.05%
	At the end of the year	**1,12,402**	**0.05%**		

SN	Particulars Name: **Coffee Day**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total	No. of shares	% of total

	Consolidations Private Limited		shares of the company		shares of the company
	At the beginning of the year	**1,22,68,416**	**5.81%**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	02.08.2019 Invocation of Pledge	(24,97,000)	97,71,416	4.62%
		16.08.2019 Invocation of Pledge	(6,35,000)	91,36,416	4.32%
		23.08.2019 Invocation of Pledge	(20,34,295)	71,02,121	3.36%
		30.08.2019 Invocation of Pledge	(3,71,842)	67,30,279	3.18%
		06.09.2019 Invocation of Pledge	(2,16,428)	65,13,851	3.08%
		31.01.2020 Invocation of Pledge	(47,293)	64,66,558	3.06%
		07.02.2020 Invocation of Pledge	(12,70,000)	51,96,558	2.46%
	At the end of the year	**51,96,558**	**2.46%**		

SN	Particulars Name: **Gonibedu Coffee Estates Private Limited**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**11,071,104**	**5.24%**		
	Date wise Increase / Decrease in Promoters Shareholding during the	02.08.2019 Invocation of pledge	(23,32,000)	87,39,104	4.13%

	year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	09.08.2019 Invocation of pledge	(32,921)	87,06,183	4.12%
		16.08.2019 Invocation of pledge	(4,269)	87,01,914	4.11%
		23.08.2019 Invocation of pledge	(13,69,192)	73,32,722	3.47%
		23.08.2019 Invocation of pledge	(73,32,722)	0	0.00%
	At the end of the year	**NIL**	**NIL**		

SN	Particulars Name: **Devadarshini Info Technologies Private Limited**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**12,408,440**	**5.87%**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	02.08.2019 Invocation of pledge	(21,00,000)	1,03,08,440	4.9%
		13.09.2019 Invocation of pledge	(40,00,000)	63,08,440	2.98%
		22.11.2019 Invocation of pledge	(39,80,000)	23,28,440	1.10%
	At the end of the year	**23,28,440**	**1.10%**		

SN	Particulars Name: **Sivan Securities Private Limited**	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**4,44,032**	**0.21%**		

	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	16.08.2019 Invocation of pledge	(3,26,000)	1,18,032	0.05%
		23.08.2019 Invocation of pledge	(1,18,000)	32	0.00%
	At the end of the year	**32**	**0.00%**		

iv) Shareholding Pattern of Top Ten Shareholders (Other than directors, Promoters and Holders of GDRs and ADRs):

Sl No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	**NLS Mauritius LLC**				
	At the beginning of the year	2,24,12,992	10.61%		
	Change during the year			2,24,12,992	10.61%
	At the end of the year	**2,24,12,992**	**10.61%**		

2	**IDBI Trusteeship Services Limited**				
	At the beginning of the year	-	-	-	-
	Add : Transfer 16.08.2019	12,54,000	0.59%	12,54,000	0.59%
	Add : Transfer 13.09.2019	87,11,000	4.12%	99,65,000	4.71%
	Add : Transfer 22.11.2019	88,85,067	4.21%	1,88,50,067	8.92%
	Add : Transfer 31.01.2020	6,77,911	0.32%	1,95,27,978	9.24%
	Add: Transfer 07.02.2020	19,32,438	0.91%	2,14,60,416	10.15%
	At the end of the year	**2,14,60,416**	**10.15%**		

3	**KKR Mauritius PE**				

	Investments II Ltd.				
	At the beginning of the year	1,28,26,912	6.07%		
	Change during the year			1,28,26,912	6.07%
	At the end of the year	1,28,26,912	6.07%	1,28,26,912	6.07%

4	**Aditya Birla Finance Limited**				
	At the beginning of the year	-	-		
	Add : Transfer 02.08.2019	1,10,63,000	5.24%	1,10,63,000	5.23%
	Less: Transfer 22.11.2019	(31,864)	-0.02%	1,10,31,136	5.22%
	Less: Transfer 29.11.2019	(6,20,136)	-0.29%	1,04,11,000	4.92%
	Less : Transfer 13.12.2019	(84,200)	-0.04%	1,03,26,800	4.88%
	Less: Transfer 20.12.2019	(4,53,112)	-0.21%	98,73,688	4.67%
	At the end of the year	**98,73,688**	**4.67%**		

5	**Marina West (Singapore) Pte. Ltd**				
	At the beginning of the year	97,72,853	4.62%		
	Change during the year	-	-	97,72,853	4.62%
	At the end of the year	97,72,853	4.62%		

6	**Indusind Bank Limited**				
	At the beginning of the year	-	-		
	Add : Transfer 02.08.2019	1,00,56,000	4.76%	1,00,56,000	4.76%
	Less : Transfer 23.08.2019	(10,00,000)	-0.47%	90,56,000	4.28%
	Less : Transfer	(12,00,000)	-0.06%	89,36,000	4.23%

	27.09.2019				
	Less : Transfer 15.11.2019	(1,00,000)	-0.05%	88,36,000	4.18%
	Less : Transfer 22.11.2019	(1,60,000)	-0.08%	86,76,000	4.10%
	Less : Transfer 29.11.2019	(2,24,441)	-0.11%	84,51,559	4.00%
	Less : Transfer 20.12.2019	(2,62,499)	-0.12%	81,89,060	3.87%
	Less : Transfer 27.12.2019	(3,55,627)	-0.17%	78,33,433	3.70%
	Less : Transfer 03.01.2020	(10,000)	0.00%	78,23,433	3.70%
	Less : Transfer 10.01.2020	(1,86,324)	-0.09%	76,37,109	3.61%
	Less : Transfer 17.01.2020	(1,57,252)	-0.07%	74,79,857	3.54%
	Less : Transfer 31.01.2020	(1,26,809)	-0.06%	73,53,048	3.48%
	At the end of the year	73,53,048	3.48%		

	RBL Bank Limited				
	At the beginning of the year	-	-		
7	Add : Transfer 25.10.2019	63,80,000	3.02%	63,80,000	3.02%
	At the end of the year	63,80,000	3.02%		

	Government Pension Fund Global				
	At the beginning of the year	39,55,819	1.87%	-	-
	Add: Transfer 03.05.2019	2,01,100	0.10%	41,56,919	1.96%

8	Add: Transfer 10.05.2019	2,350	0.00%	41,59,269	1.96%
	Add: Transfer 17.05.2019	3,49,361	0.17%	45,08,630	2.13%
	Add: Transfer 24.05.2019	7,708	0.00%	45,16,338	2.13%
	Add: Transfer 21.06.2019	2,88,866	0.14%	48,05,204	2.27%
	Add: Transfer 29.06.2019	65,205	0.03%	48,70,409	2.30%
	Add: Transfer 05.07.2019	35,410	0.02%	49,05,819	2.32%
	Add: Transfer 19.07.2019	5,00,000	0.24%	54,05,819	2.55%
	Add: Transfer 06.09.2019	6,00,000	0.28%	60,05,819	2.84%
	Add: Transfer 27.09.2019	3,00,000	0.14%	63,05,819	2.98%
	Add: Transfer 04.10.2019	5,00,000	0.24%	68,05,819	3.22%
	Add: Transfer 11.10.2019	11,50,000	0.54%	79,55,819	3.76%
	Add: Transfer 18.10.2019	5,50,000	0.26%	85,05,819	4.02%
	Less : Transfer 22.11.2019	(12,40,582)	-0.59%	72,65,237	3.43%
	Less : Transfer 29 .11.2019	(6,16,666)	-0.29%	66,48,571	3.14%
	Less : Transfer 06.12.2019	(94,295)	-0.04%	65,54,276	3.10%
	Less : Transfer	(2,06,502)	-0.10%	63,47,774	3.00%

	13.12.2019				
	Less : Transfer 20.12.2019	(6,78,752)	-0.32%	56,69,022	2.68%
	Less : Transfer 27.12.2019	4,40,777	0.21%	61,09,799	2.89%
	Add: Transfer 31.12.2019	34,001	0.02%	61,43,800	2.90%
	Add: Transfer 10.01.2020	73,038	0.03%	62,16,838	2.94%
	Add: Transfer 17.01.2020	50,246	0.02%	62,67,084	2.96%
	At the end of the year	62,67,084	2.96%		

9	**Nandan M Nilekani**				
	At the beginning of the year	56,91,128	2.68%		
	Change during the year	-	-	56,91,128	2.68%
	At the end of the year	56,91,128	2.68%		

10	**Edelweiss Asset Reconstruction Company Limited**				
	At the beginning of the year	-	-		
	Add : Transfer 10.01.2020	54,30,054	2.57%	54,30,054	2.57%
	At the end of the year	54,30,054	2.57%		

v) Shareholding of Directors and Key Managerial Personnel

SN	Shareholding of each Director and each Key Managerial Personnel Mr.V G Siddhartha	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the

1.			**company**		**company**
	At the beginning of the year	**6,91,74,700**	**32.75%**		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	02.08.2019 Invocation of Pledge	(1,80,00,000)	5,11,74,700	24.22%
		16.08.2019 Invocation of Pledge	(2,90,000)	(2,90,000)	5,08,84,700
		23.08.2019 Invocation of Pledge	(43,12,500)	4,65,72,200	22.04%
		13.09.2019 Invocation of Pledge	(59,65,000)	4,06,07,200	19.22%
		18.10.2019 Invocation of Pledge	(5,65,000)	4,00,42,200	19.00%
		25.10.2019 Invocation of Pledge	(67,02,000)	3,33,40,200	15.80%
		22.11.2019 Invocation of Pledge	(49,05,067)	2,84,35,133	13.46%
		27.12.2019 Invocation of Pledge	(1,15,000)	2,83,20,133	13.40%
		31.01.2020 Invocation of Pledge	(6,77,911)	2,76,42,222	13.08%
		07.02.2020 Invocation of Pledge	(6,62,438)	2,69,79,784	12.77%
	/At the end of the year	**2,69,79,784**	**12.77%**		

S N **2.**	**Shareholding of each Director and each Key Managerial Personnel** **Mrs. Malavika Hegde**	**Shareholding at the beginning of the year**		**Cumulative Shareholding during the year**	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	85,62,506	4.05%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for	02.08.2019 Invocation of pledge	(55,24,000)	30,38,506	1.43%

	increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	16.08.2019 Invocation of pledge	(3,000)	30,35,506	1.43%
		27.09.2019 Invocation of pledge	(29,23,104)	1,12,402	0.05%
	At the end of the year	**1,12,402**	**0.05%**		

S N 3.	Shareholding of each Director and each Key Managerial Personnel Mr.R. Ram Mohan	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	586	0.00%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	586	0.00%
	At the end of the year	586	0.00%	586	0.00%

S N 4.	Shareholding of each Director and each Key Managerial Personnel Mr. Sadananda Poojary	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	2,070	0.00%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	2,070	-
	At the end of the year	2,070	0.00%	2,070	0.00%

S N 5.	Shareholding of each Director and each Key Managerial Personnel Mr. S V Ranganath	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for	NA	NA	NA	NA

	increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	0	0	0	0

S N 6.	Shareholding of each Director and each Key Managerial Personnel Mrs. Sulakshana Raghavan	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year	0	0	0	0

S N 7.	Shareholding of each Director and each Key Managerial Personnel Mr. Sanjay Nayar	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year	0	0	0	0

S N 8.	Shareholding of each Director and each Key Managerial Personnel Mr. Alber Hieronimus	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
	At the end of the year	0	0	0	0

V. INDEBTEDNESS:

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

(Amount in Crs)

	Secured Loans excluding deposits	**Unsecured Loans**	**Deposits**	**Total Indebtedness**
Indebtedness at the beginning of the financial year				
i) Principal Amount	351.55		-	351.55
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**351.55**	**-**	**-**	**351.55**
Change in Indebtedness during the financial year				
* Addition	161.29		-	161.29
* *Reduction	-	-	-	-
Net Change	**161.29**			**161.29**
Indebtedness at the end of the financial year				
i) Principal Amount	512.84		-	512.84
ii) Interest due but not paid			-	
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**512.84**		**-**	**512.84**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Sl No	**Particulars of Remuneration**	**#Mr.V.G.Siddhartha**	**Total**
	Gross Salary		
1	(a) Salary as per provisions contained in Section 17(1) of the Income Tax		

	Act, 1961	NIL	NIL
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961		
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961		
2	Stock Options		
3	Sweat Equity		
4	Commission - as % of profit		
5	- Others, specify….		
	Total (A)	NIL	NIL

#Mr.V.G.Siddhartha demised on 31st July 2019

B. Remuneration to other Directors:

1. **Independent Directors**

S. No	**Particulars of Remuneration**	**Name of Directors**			**Total Amount**
		Mr. S. V. Ranganath	**Mr. Albert Hieronimus**	****Mrs Sulakshana Raghavan**	
	Fee for attending Board / committee Meetings	18 Lakhs	18 Lakhs	Nil	36 Lakhs
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	Total (B)(1)	18 Lakhs	18 Lakhs	Nil	36 Lakhs

**Mrs. Sulakshana Raghavan resigned on 01st August 2019*

2. **Non-Executive Directors:**

S. No	**Particulars of Remuneration**	**Name of Directors**		**Total Amount**
		Mrs. Malavika Hegde	**Mr. Sanjay Nayar***	

	Fee for attending Board/ committee Meetings	Nil	Nil	Nil
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (B)(2)	Nil	Nil	Nil
	Total (B)=(B) (1) + (B)(2)	**Nil**	**Nil**	**Nil**

***** Mr**.** *Sanjay Nayar resigned from the board on 11th November 2019.*

B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amt in Crs)

Sr. No	Particulars of Remuneration	Mr. Sadananda Poojary [Company Secretary]	Mr. R. Ram Mohan [CFO]	Total Amount
	Gross Salary	0.21	0.35	0.56
1	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	0	0	0
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	0	0	0
2	Stock Options	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission			
	- as % of profit	NIL	NIL	NIL
	- others specify	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
6	**Total**	0.21	0.35	0.56

VII.PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					

C. OTHER OFFICERS IN DEFAULT	
Penalty	NONE
Punishment	
Compounding	

For and on Behalf of the Board of Directors

of **Coffee Day Enterprises Limited**

Place: Bangalore

Date: 07.12.2020

S.V.Ranganath	**Malavika Hegde**
Interim Chairman	Director
&Independent Director	DIN – 00136524
DIN- 00323799	

ANNEXURE-VI

DISCLOSURE OF REMUNERATION

Pursuant to section 197(12) of the Companies Act, 2013 Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The ratio of remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

S. No.	Requirements	Disclosure	
1.	**The ratio of the remuneration of each director to the median remuneration of the employees for the financial year 2019-20**	**Designation**	**Ratio**
	Mrs. Malavika Hegde	Non-Executive Director	**NIL**
2.	The remuneration paid to independent directors were as below:	**Designation**	
	Mr. S.V. Ranganath	Independent Director	The Independent directors of the Company were in receipt of sitting fees for attending the Board and Committee meetings and are not paid any remuneration. Current sitting fee for attending Board & committee Meetings are Rs. 1,00,000/-
	Dr. Albert Hieronimus	Independent Director	
	Mrs.Sulakshana Raghavan*	Independent Director	
	The percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	CFO	Decrease of 5% for CFO & 23% for CS on a group level
		CS	
		Represents the allocated portion of salary based on time spent.	
3.	The percentage increase in the median remuneration of employees in the financial year	11%	
4.	The number of permanent employees on the rolls of the Company	197	
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel	The percentage increase in the salary of employees is 11%. The increment given to employees is based on their potential, performance and contribution and to match the	

	in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	industry compensation
6.	Affirmation that the remuneration is as per the remuneration policy of the company	Yes, it is affirmed.

*****Mrs. Sulakshana Raghavan resigned on 1st August 2019

For and on Behalf of the Board
By Order of the Board
For Coffee Day Enterprises Limited

Place: Bangalore

Date: 07.12.2020

S.V.Ranganath
Interim Chairman and Independent Director
DIN: 00323799

Malavika Hegde
Director
DIN: 00136524

Information as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and forming part of the Directors' Report for the Financial Year ended March 31, 2020

A. Top 10 Employees (in terms of remuneration)

Employee Name	Designation in the Company	Qualification	Previous Employer	Total Experience (In Yrs)	Designation at Previous Employer	Amount (In Rs.)
Balachandar Natarajan	Group Head-Human Resource	M.S.(Industrial Management)	Strides Acrolabs Limited.	31	Chief Human Resource officer	11,651,863/-[1]

Shankar Venkataraman	President	M.B.A	Coffee Day Trading Limited	37	Managing Director	9,049,549/-[2]
Philip T Athyal	Senior General Manager– Corporate Finance	A.C.A., B.Com	Coffee Day Global Limited	23	Senior General Manager – Corporate Finance	6,109,318/-
Ganesh Pai	General Manager – Corporate Finance	A.C.A., B.Com	Nvidia Graphics Private Limited	14	Manager – Finance	4,132,705/-
R. Ram Mohan	Chief Financial Officer	A.C.A., B.Com	Caterpillar India	33	Director	3,338,800/-[3]
Sadananda Poojary	Company Secretary and Compliance Officer	F.C.S,I.C.W.A.I, B.Com	K.S.F.C	31	Deputy Manager	1,681,991/-[3]
Naveen Bhat	GM-Finance	A.C.A., B.Com	Orange County Resorts & Hotels Limited	16	Chief Financial Officer	1,486,323/-[4]
Premkumar JE	Administrator and Facilities	ME,FIE,PGDIM	Tanglin Developments Limited	52	Administrator and Facilities	1,140,040/-[5]
Venkata Ramana T	Manager Corporate Finance	A.C.A., B.Com	Varma & Varma Chartered Accountants	4.5	Deputy Manager	1,127,880/-
Devendra Pratap Singh	Resorts Manager	BHM	Tata Coffee Limited – Plantation Trails	11	Operation Manager	1,072,414/-[6]

1 Left w.e.f 29th February, 2020
2 Left w.e.f 27th March, 2020
3 Represents the allocated portion of salary based on time spent.
4 Left w.e.f 14th October, 2019
5 Left w.e.f 27th March, 2020
6 Left w.e.f 10th February, 2020

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

"Part -A : Subsidiaries"

Statement containing salient features of the financial statements of the Subsidiary Companies as on March 31, 2020

(Rs. In Crores)

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
S. No.	Name of the Subsidiary Company	Reporting period	Reporting currency	Exchange rate as on March 31, 2020	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities excluding (6) & (7)	Investments	Percentage of Holding	Turnover	Profit before Taxation (PBT)	Provision for Taxation	Profit after Taxation (PAT)	Proposed Dividend
1	Coffee Day Global Limited	Apr-March	INR	1.00	19.15	983.08	3,097.51	2,095.27	29.12	82.09%	1,507.33	(514.07)	-	(346.74)	-
2	Classic Coffee Curing Works	Apr-March	INR	1.00	3.10	(1.52)	5.22	3.64	-	100.00%	-	(0.10)	-	(0.10)	-
3	Coffeelab Limited	Apr-March	INR	1.00	0.06	(1.28)	0.58	1.80	-	100.00%	1.47	(0.03)	-	(0.03)	-
4	A N Coffeeday International Limited	Apr-March	USD	75.14	0.08	87.85	88.20	0.13	-	100.00%	-	(0.10)	-	(0.10)	-
5	Coffee Day Gastronomie Und Kaffeehandles GmbH	Apr-March	EURO	79.20	0.11	(1.19)	2.41	3.50	-	100.00%	4.57	(1.65)	(0.01)	(1.66)	-
6	Coffee Day C Z a.s	Apr-March	CKZ	3.07	5.83	(8.06)	3.22	5.45	-	100.00%	7.50	(3.66)	-	(3.66)	-
7	Coffeeday Hotels & Resorts Private Limited	Apr-March	INR	1.00	11.22	(75.81)	253.66	318.25	35.22	100.00%	10.47	(16.94)		(16.94)	-
8	Wilderness Resorts Private Limited	Apr-March	INR	1.00	1.28	(10.71)	58.50	67.93	0.13	100.00%	-	(0.02)	-	(0.02)	-
9	Karnataka Wildlife Resorts Private Limited	Apr-March	INR	1.00	1.30	(23.16)	59.60	81.46	-	100.00%	9.08	(0.93)	-	(0.93)	-
10	Tanglin Developments Limited	Apr-March	INR	1.00	5.13	1,059.91	3,191.13	2,126.08	459.14	87.12%	2.43	(206.38)	-	975.87	-
11	Tanglin Retail Reality Developments Private Limited	Apr-March	INR	1.00	0.10	(111.69)	1,840.54	1,952.14	197.49	100.00%	-	(60.63)	-	(60.63)	-
12	Giri Vidhyuth (India) Limited	Apr-March	INR	1.00	0.87	(101.08)	480.95	581.17	1.85	100.00%	-	(45.00)	-	(83.09)	-
13	Coffee Day Kabini Resorts Limited	Apr-March	INR	1.00	-	(100.31)	10.77	111.08	-	100.00%	0.12	(99.88)	-	(99.91)	-
14	Sical Logistics Limited	Apr-March	INR	1.00	58.54	459.39	1,919.09	1,401.16	302.04	36.10%	836.65	(110.21)	-	(84.46)	-
15	Develecto Mining Limited	Apr-March	INR	1.00	0.01	-	5.05	5.04		51.00%					-
16	PAT Chems Private Limited	Apr-March	INR	1.00	0.01	4.9	11.24	6.34	-	84.00%	32.00	0.25		0.20	-
17	Sical Mining Limited	Apr-March	INR	1.00	0.01	-	0.57	0.56	-	100.00%	0.15			-	-
18	Sical Iron Ore Terminals Limited	Apr-March	INR	1.00	130.00	(0.06)	1,374.20	1,244.26	-	63.00%	-	-		-	-
19	Sical Iron Ore Terminal (Mangalore) Limited	Apr-March	INR	1.00	36.50	(22.98)	13.56	0.04	-	100.00%	-		-	-	-
20	Sical Saumya Mining Limited	Apr-March	INR	1.00	0.01	3.35	23.12	19.76	-	65.00%	24.60			-	-
21	Sical Infra Assets Limited	Apr-March	INR	1.00	53.30	200.99	259.89	5.60	90.09	53.60%		0.14		0.13	-
22	Sical Bangalore Logistics Park Limited	Apr-March	INR	1.00	0.03	-	54.29	54.26	-	100.00%	-			-	-
23	Sical Multimodal and Rail Transport Limited	Apr-March	INR	1.00	72.69	85.08	495.10	337.33	3.45	100.00%	109.33	(5.37)	-	(4.40)	-
24	Sical Washeries Limited	Apr-March	INR	1.00	0.05	-	0.05	-	-	51.00%	-			-	-
25	Coffee Day Trading Limited	Apr-March	INR	1.00	34.83	1,258.97	1,380.94	87.14	8.63	88.77%	971.03	941.99	-	878.08	-
26	Magnasoft Consulting India Private Limited	Apr-March	INR	1.00	3.36	12.00	36.07	20.70	-	77.88%	44.83	(3.42)	-	(2.50)	-
27	Magnasoft Europe Limited	Apr-March	GBP	93.51	0.00	(0.89)	0.04	0.92	-	100.00%	-	(0.03)	-	(0.03)	-
28	Magnasoft Spatial Services Inc.	Apr-March	USD	75.32	-	(2.97)	1.04	4.01	-	100.00%	2.22	(0.07)	-	(0.07)	-
29	Way2Wealth Securities Private Limited	Apr-March	INR	1.00	47.50	36.17	120.83	37.15	0.16	85.33%	4.62	(51.74)	-	(59.49)	-
30	Way2Wealth Capital Private Limited	Apr-March	INR	1.00	10.00	8.51	20.44	1.93	-	99.99%	3.28	(2.66)	-	(2.71)	-
31	Way2Wealth Enterprises Private Limited	Apr-March	INR	1.00	0.01	0.72	2.02	1.29	0.09	100.00%	6.71	(0.08)	-	(0.57)	-

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

"Part -A : Subsidiaries"

Statement containing salient features of the financial statements of the Subsidiary Companies as on March 31, 2020

(Rs. In Crores)

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
S. No.	Name of the Subsidiary Company	Reporting period	Reporting currency	Exchange rate as on March 31, 2020	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities excluding (6) & (7)	Investments	Percentage of Holding	Turnover	Profit before Taxation (PBT)	Provision for Taxation	Profit after Taxation (PAT)	Proposed Dividend
32	Way2Wealth Insurance Brokers Private Limited	Apr-March	INR	1.00	1.00	1.82	4.24	1.42	-	99.99%	99.94	0.48	-	0.28	-
33	Way2Wealth Brokers Private Limited	Apr-March	INR	1.00	18.35	50.16	164.97	96.45	3.04	99.99%	74.42	(9.38)	-	(7.08)	-
34	Way2Wealth Commodities Private Limited	Apr-March	INR	1.00	1.50	0.23	21.78	2.18	-	99.99%	7.43	(0.06)	-	(0.15)	-
35	Calculus Traders LLP	Apr-March	INR	1.00	0.10	0.05	0.93	0.77	0.21	99.99%	3.94	0.04	-	0.02	-
36	Sical Logixpress Private Limited	Apr-March	INR	1.00	0.55	(38.86)	26.94	65.25	0	60%	24.7	(28.71)	-	(28.71)	
37	Sical Supply Chain Solutions Limited	Apr-March	INR	1.00	0.05	0.004	0.55	0.5	0	100%	0.00	-	-	-	0
38	Sical Connect Limited	Apr-March	INR	1.00	0.05	-1.62	48.85	50.42		100%	8.65	0.10	-	(0.16)	0
39	Bergen Offshore Logistics Pte Limited	Apr-March	INR	75.39	46.68	(45.69)	1.02	0.04	0	100%	0	(0.14)	-	(0.14)	0

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

S V Ranganath
Interim Chairman & Independent Director
DIN: 00323799

Malavika Hegde
Director
DIN: 00136524

Place: Bangalore
Date: 25.11.2020

Place: Bangalore
Date: 25.11.2020

"Part -B : Associates and Joint Ventures"

Statement containing salient features of the financial statements of the Associates and Joint Ventures as on March 31, 2019

(Rs. In Crores)

1	2	3	4	5	6	7	8	9	10
S. No.	**Name of the Company**	**Category of the Company**	**Latest Audited Balance Sheet date**	**No. of Shares held by the Company in Associate/JV at the year end**	**Amount of Investment in Associates**	**Percentage of Holding**	**Reason why the Associate is not consolidated**	**Net worth attributable to shareholding as per latest audited Balance Sheet**	**Profit Considered in Consolidation**
1	Barefoot Resorts and Leisure India Private Limited	Associate	31-Mar-20	17,672	16.00	27.69%	NA	8.46	0.42
2	Coffee Day Schaerer Technologies Private Limited	Joint Venture	31-Mar-20	686,000	0.69	49.00%	NA	(1.38)	-
3	PSA Sical Terminals Limited	Joint Venture	31-Mar-20	5,625,030	6.54	37.50%	NA	21.12	(11.93)
4	Sical Sattva Rail Terminal Private Limited	Joint Venture	31-Mar-20	1,725,000	3.45	50.00%	NA	0.96	(0.48)
5	Coffee Day Consultancy Services Private Limited (Consolidated)	Joint Venture	31-Mar-20	26,000,002	26.00	51.00%	NA	31.02	(5.31)

Notes:

1 There is a significant influence due to percentage of capital

2 Names of Subsidiaries or Associates or Joint Ventures which are yet to commence business are:

Subsidiaries

a. Bergen Offshore Logistics Pte Ltd, Singapore

b. Sical Iron Ore Terminals Limited

c. Sical Bangalore Logistics Park Limited

d. Sical Iron Ore Terminal (Mangalore) Limited

e. Sical Supply Chain Solutions Limited

f. Develecto Mining Limited

g. Sical Washeries limited

3 Name of associates or subsidiaries which have been liquidated or sold during the year are:

Subsidiaries

AlphaGrep Securities Private Limited

Alphagrep Commodities Private Limited

Alphagrep Pte Limited

AlphaGrep Holding HK Limited

AlphaGrep UK Limited

Shanghai Dao Ge International Trading Limited

Associates

Mindtree Limited

On February 07, 2019, the Board of Directors provided an in principal approved to sell the shares of Mindtree Limited held by the Company and its subsidiary. Subsequently, on March 18, 2019, the Company has entered into an agreement to sell the shares of Mindtree Limited held by the Company, its subsidiary as well as directly by the Promoter to Larsen and Toubro Limited at an agreed price of Rs.980 per share subject to certain terms and conditions as per the agreement. Subsequently on April 30, 2019, the transaction for sale of Mindtree Limited has been completed and the Company along with its subsidiary has received the entire agreed consideration.

Ittiam Systems Private Limited

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

S V Ranganath	**Malavika Hegde**
Interim Chairman & Independent Director	*Director*
DIN: 00323799	DIN: 00136524

Place: Bangalore
Date: 25.11.2020

FINANCIAL STATEMENTS

VENKATESH & CO
Chartered Accountants

To,

Members of

Coffee Day Enterprises Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Disclaimer of Opinion

We have audited the standalone financial statements of Coffee Day Enterprises Limited ('the Company'), which comprise the standalone balance sheet as at March 31, 2020, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, on account of the matters described in the Basis for Disclaimer of Opinion paragraph, we are unable to obtain sufficient appropriate audit evidence to provide a basis for conclusion of the statement and hence we don't express a conclusion on the statement.

Basis for Disclaimer of Opinion

1. We have not been provided with sufficient evidence with respect to recoverability of dues from group companies amounting to INR 1,751 Crore (refer note 32 of the standalone financial statements). Further, we have not been provided appropriate evidence about any recognition of fair value of the estimated loss allowance on corporate guarantee given to its subsidiary (as detailed in note 26 of the standalone financial statement) as required by Ind AS 109, 'Financial Instruments'. We are therefore unable to comment on the recoverability of the stated balance from group companies, fair value of estimated loss allowance on corporate guarantee given to a subsidiary, and the impact on the standalone financial statement.

2. It is observed that there has been a change in the percentage of shares held by the Company in two of its subsidiaries and one step down subsidiary (as detailed in note 6 of the standalone financial statements) as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares by the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, the Management of the Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company (as detailed in note 6 of the standalone financial statement).

However, these shares have been transferred to such lenders before March 31, 2020. Consequently, the impact of the said transfer of Rs.156 crores on the value of investments, loan balances and the profit/loss on such a transfer has not been reflected correctly the standalone financial statements of the Company. Accordingly, the said treatment by the Company is not in line with the provisions of the Companies Act, 2013 and the requirements of the Indian Accounting Standards applicable on the Company.

3. The Management of the Company has determined that no impairment is required to be recognized on its investments in subsidiaries, associates and joint ventures with a carrying value of INR 1,866 Crore as at March 31, 2020, as required by Ind AS 36, 'Impairment of Assets', particularly consequent to developments during this period (as detailed in note 6 of the standalone financial statement). However, we have not been provided with the indicators used and the assessment performed by the Management in order to arrive at this decision. We are therefore unable to comment on whether the value of investments recognized in the standalone financial statement of the Company is appropriate.

4. The Standalone Financial Statements of the Company has been prepared by the Management and Board of Directors using the going concern assumption (Refer note 38 of the standalone financial statement). The matters detailed in the above paragraphs may have a consequential implication on the Company's ability to continue as a going concern. We are therefore unable to comment on whether the going concern basis for preparation of the Statement is appropriate.

Emphasis of Matter

a. In a letter dated July 27, 2019 signed by late Mr. V. G. Siddhartha, the Promoter and then Chairman and Managing Director of the Company, which has come to light, it was inter-alia stated that the Management and auditors were unaware of all his transactions. The Board of Directors had initiated an investigation into the circumstances leading to the statements made in the letter and to scrutinize the books of accounts of the Company and its subsidiaries.

   The investigation report submitted to the Board of Directors on July 24, 2020 has concluded that Mysore Amalgamated Coffee Estates Limited ('MACEL') a related entity owes a sum of INR 3,535 Crore to the subsidiaries of CDEL as on July 31, 2019 of which a sum of INR 842 Crore was due to the subsidiaries as of March 31, 2019 leaving a balance of INR 2,693 Crore as incremental outstanding which needs to be addressed. Further, the Board of the Company in the board meeting on August 21, 2020, appointed Retired Hon'ble Justice Sri K L Manjunath, former Judge of Hon'ble High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. The future course of action will be decided by the Management based on the decision taken by the Hon'ble Justice Sri K L Manjunath.

b. Attention is drawn to Note No. 14 of the standalone financial statements on default of interest amount to lenders to INR 33 Crores on the borrowings outstanding as of March 31, 2020.

c. The Company has also received a notice from Registrar of Companies, Karnataka, calling for information in connection with a proposed enquiry under Section 206 of the Companies Act, 2013. The Company has responded to the inquiry and has furnished the information called for. Pending the outcome of the enquiry and related proceedings, we are unable to comment on the impact of the same on this Statement.

d. As detailed in note 37 of the Statement, the Company has filed an application seeking a onetime exemption from registering itself as a Non-Banking Financial Company (NBFC) as required by Section 45-IA of the Reserve Bank of India Act, 1934 and other related provisions. As at the date of this Statement a response from the Reserve Bank of India is awaited. In the absence of such exemption, we are unable to comment on the compliance with the aforesaid regulations and consequential impact, if any on this Statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How the matter was addressed in our audit
Impairment of investments As at March 31, 2020, the Company has investment in subsidiaries as detailed in note 6 of the standalone financial statements. These subsidiaries have reported losses in the current and some in prior financial years, Management	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:- • Evaluated the design and implementation of the processes and internal controls relating to

has assessed that there is an indication that the asset may be impaired and hence has estimated its recoverable amount and basis such estimation has concluded that there is no impairment required to be recorded. We focused on this area due to the magnitude of the carrying amount of the asset and the fact that significant judgements were required by management (i) to identify whether any impairment indicators existed; (ii) to determine the appropriate impairment approaches, i.e. fair value less costs of disposal or value in use; and (iii) to select key assumptions to be adopted in the valuation models, including estimating future cash flows, growth rates and discount rates.	identification / assessment of impairment indicators and performing the related impairment analysis; • Evaluated management's identification of CGU's, the carrying value of each CGU and the methodology followed by management for the impairment assessment in compliance with the prevailing accounting standards; • We enquired with the management to provide us with the valuation report from a independent valuation expert. We were not provided with the valuation reports and hence we are unable to comment on the same. • Evaluated the appropriateness of the disclosure in the financial statements and assessed the completeness and mathematical accuracy.
Assets held for sale On 8 January 2020, the Board of Directors of the Parent Company provided an in principal approval to sell the shares of Way2Wealth Securities Private Limited held by the Parent Company and its subsidiaries. Subsequently, on 23 January 2020, the Parent Company entered into a definitive agreement to sell Way2Wealth Securities Private Limited including its certain subsidiaries to Shriram Ownership Trust, subject to the closing conditions and required statutory approvals. As at March 31, 2020, though the consummation of the sale of the shares was not completed	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence. • We independently read the share purchase agreement entered into between the Group and the purchaser and assessed the key conditions precedent for consummation of the sale transaction as documented in the agreement. • Evaluating the criteria required under Ind AS 105 for classification of a non-current asset as held for sale and an independent assessment of Management's evaluation of how each of such criteria is met.

pending approval from the regulator, Management has classified the investment in shares of Way2Wealth Securities Private Limited as "Non currents assets held for sale" as it believes that the necessary criteria for such classification as required under Ind-AS 105 - Non-current Assets Held for Sale and Discontinued Operations have been met. We focused on this area as there is uncertainty as to the likely outcome of the regulatory approval and involves significant management's judgement on the classification as such asset must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale must be highly probable.	• Evaluated Management's specific assessment of why they believe that the approval from the regulator is probable as at March 31, 2020 and also reviewed the independent external legal opinion obtained by Management to validate such a conclusion. • We have validated the appropriateness of the related disclosures in note 28 to the financial statements.

Other Matters

We further draw your attention to the Note No. 39 to the standalone financial statement, which describes the extent to which the COVID-19 pandemic will impact the company's financial results. The same will depend on future developments, which are highly uncertain.

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Standalone Financial Statements

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

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

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

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

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

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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirement

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) 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, except as stated in Basis for Qualified Opinion section.
    b. Except for the possible effects of the matters described in the Basis of Disclaimer opinion section above, 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 standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
    d. Except for the effects of the matter described in the Basis for Disclaimer Opinion and the Emphasis of Matter Section above, in our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
    e. On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
    f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
3. With respect to the matter to be included in the Auditors' Report under section 197(16), in our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the current year in accordance with the provisions of Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

4. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
   a. The Company has disclosed the impact of pending litigations as at March 31, 2020 on its financial position in its standalone financial statements - Refer Note 26 to the standalone financial statements;
   b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Venkatesh & Co.,**

Chartered Accountants

Firm registration number: 004636S

CA Dasaraty V

Partner

Membership Number: 026336

Chennai, November 25, 2020

UDIN:

Annexure A to Independent Auditors Report

As referred to in our Independent Auditor's Report to the members of Coffee Day Enterprises Limited ('the Company') on the Standalone Ind AS financial statements of the Company for the year ended March 31, 2020, we report that:

i)

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b. The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified every year. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with the programme, physical verification of fixed assets was carried out during the year and no material discrepancies were noted.

c. According to the information and explanations given to us and on the basis of our examination of the records, the Company does not have any immovable properties except for a parcel of land held on long term lease. We have verified the lease agreement in the name of the Company for the land taken on lease duly registered with the appropriate authority.

ii) According to the information and explanations given to us and on the basis of our examination of the records, the inventories of consumables have been physically verified by the Management during the year. In our opinion, the frequency of verification is reasonable. The discrepancies identified on physical verification of inventories between physical stocks and book records were not material. However as at the year-end there is no material value of physical inventory.

iii) According to the information and explanations given to us and on the basis of our examination of the records, the Company has granted unsecured loans to four subsidiary companies covered in the register maintained under Section 189 of the Act and;

a. In our opinion, the rate of interest and other terms and conditions on which loans had been granted to the wholly owned subsidiaries listed in the register maintained under Section 189 of the Act are not prejudicial to the interest of the Company except for those as detailed in Note 32 of the standalone financial statement.

b. In case of loans granted to the wholly owned subsidiaries listed in the register maintained under Section 189 of the Act, the loans and interest are repayable on demand.

c. There are no overdue amounts in respect of the loan granted to the wholly owned subsidiaries listed in the register maintained under section 189 of the Act.

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iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of Section 185 and 186 of the Act with respect to loans advanced and investments made and securities and guarantees given.

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

vi) According to the information and explanation given to us, the Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered and goods sold by the Company.

vii)

a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Income tax dues, Goods and Service tax and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Employees' State Insurance, Duty of Customs and Cess during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Goods and Service tax, Income tax dues and other material statutory dues were in arrears, as at March 31, 2020, for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there are no dues of Goods and Service tax and other material statutory dues which have not been deposited with the appropriate authorities on account of any dispute except those referred to in note 26 to the financial statements. As explained to us, the Company did not have any dues on account of Employees' State Insurance, Duty of Customs and Cess during the year. The Company, however, disputes the following Income-tax dues which are as follows:

Name of the statute	Nature of dues	Amount (Rs. in Crore)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Tax and interest	4.64 (0.62)*	AY 2011-12	Income Tax Appellate Tribunal, Bangalore
Income Tax Act, 1961	Tax and interest	5.69 (Nil)*	AY 2011-12	CIT (Appeals)

*Amount in parenthesis represents taxes paid under protest

viii) According to the information and explanations given to us, the Company has delayed in repayment of dues to Financial Institutions/ Banks/ Government and there is an overdue of Rs. 33 Crores outstanding for payment as at the year-end. The period and amount of default including lender wise details for the same is stated in Note No. 14 of the Standalone Financial Statements.

ix) According to the information and explanations given to us and on the basis of our examination of the records, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans taken by the Company were applied for the purposes for which they were raised.

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

xi) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not paid any Managerial Remuneration during the year. Accordingly, paragraph 3(xi) of this Order is not applicable.

xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii) In our opinion and according to the information and explanations given to us, and based on an examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.

xv) According to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or person connected with him as referred to in Section 192 of Companies Act 2013. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi) In our opinion and according to the information and explanations given to us, as detailed in note 37 of the Standalone financial statements the Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **Venkatesh & Co.,**

Chartered Accountants

Firm registration number: 004636S

CA Dasaraty V

Partner

Membership Number: 026336

Chennai, November 25, 2020

UDIN:

Chennai, November 25, 2020

Annexure B to the Independent Auditors' report on the standalone financial statements of Coffee Day Enterprises Limited for the year ended March 31, 2020

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

We have audited the internal financial controls with reference to financial statements of Coffee Day Enterprises Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

Basis for Disclaimer of Opinion

Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion paragraph in our main audit report, we are unable to obtain sufficient and appropriate evidence to provide a basis for our opinion on whether the Company has adequate internal financial controls over financial reporting with reference to these Ind AS financial statements as at March 31, 2020 and whether such internal financial controls were operating effectively. Accordingly, we do not express an opinion on the internal financial controls over financial reporting with reference to the standalone financial statements of the Company.

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Disclaimer of Opinion

Due to the possible effects of the matters described in the "Basis for Disclaimer of Opinion" paragraph above, we are unable to obtain sufficient and appropriate evidence to provide a basis for our opinion on whether the Company has adequate internal financial controls over financial reporting with reference to these Ind AS financial statements as at March 31, 2020.

For **Venkatesh & Co.,**

Chartered Accountants

Firm registration number: 004636S

CA Dasaraty V

Partner

Membership Number: 026336

Chennai, November 25, 2020

UDIN:

Coffee Day Enterprises Limited
Standalone balance sheet

Rs in million

	Note	As at 31 Mar 2020	As at 31 March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	4	67.22	50.54
Intangible assets	5	-	-
Financial assets			
(I) Investments	6	18661.62	19,370.00
(II) Loans	7-A	6.81	6.81
Non-current tax assets	8-A	33.56	26.32
Deferred Tax Asset(Net)		-	-
Other Non Current Assets	9-A	1.58	1.65
Total non-current assets		**18,770.79**	**19,455.32**
Current assets			
Financial assets			
(I) Trade receivables	10	39.23	38.95
(II) Cash and cash equivalents	11	19.57	21.00
(III) Bank balances other than cash and cash equivalents	12	-	102.82
(IV) Loans	7-B	17,512.01	62.37
Current Tax Assets (Net)	8-B	52.34	5.12
Other current assets	9-B	0.06	29.60
		17,623.21	**259.86**
Asset held for sale	28	723.78	1,946.47
Total current assets		**18,346.99**	**2,206.33**
TOTAL ASSETS		**37,117.78**	**21,661.65**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13	2,112.52	2,112.52
Other equity		29,624.17	15,970.83
Total equity		**31,736.69**	**18,083.35**
Non-current liabilities			
Financial liabilities			
(I) Borrowings	14	3,517.07	3,264.98
(II) Other financial liabilities (other than those specified above)	17-A	40.91	0.30
Provision	15-A	8.85	8.51
Total non-current liabilities		**3,566.83**	**3,273.79**
Current liabilities			
Financial liabilities			
(I) Trade payables			
Total outstanding dues to micro enterprises and small enterprises; and	16	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		13.43	18.62
(II) Other financial liabilities (other than those specified above)	17-B	1,709.90	264.40
Other current liabilities	18	83.66	21.14
Provision	15-B	7.27	0.35
Total current liabilities		**1,814.26**	**304.51**
TOTAL EQUITY AND LIABILITIES		**37,117.78**	**21,661.65**
Significant accounting policies	3		

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

CA Dasaraty V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Standalone statement of profit and loss

Rs in million

	Note	For the year ended 31 Mar 2020	For the year ended 31 March 2019
Income			
Revenue from operations	19	190.69	1,223.16
Other income	20	36.39	17.42
Total income		**227.08**	**1,240.58**
Expenses			
Purchase of stock in trade		-	691.27
Employee benefits expense	21	89.13	84.99
Finance costs	22	982.73	1,050.78
Depreciation and amortization expense	23	6.06	4.66
Other expenses	24	99.71	86.02
Total expenses		**1,177.63**	**1,917.72**
Profit/(loss) before exceptional items and tax		**(950.55)**	**(677.14)**
Exceptional items	28	15,037.96	-
Profit before tax		**14,087.41**	**(677.14)**
Tax expense	25	412.21	-
Deferred tax		-	
Profit for the year		**13,675.20**	**(677.14)**
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Re-measurements of defined benefit plan		5.89	0.56
		5.89	0.56
Income tax relating to items that will not be reclassified to profit or loss		-	-
Other comprehensive income for the year		5.89	0.56
Total Comprehensive loss for the year		**13,681.09**	**(676.58)**
Loss per equity share:			
- Basic	29	64.73	(3.21)
- Diluted		64.73	(3.21)
Significant accounting policies	3		

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasaraty V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Standalone statement of cash flows

Rs in million

	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash flows from operating activities		
Profit before tax/(Loss) for the year	14,087.41	(677.14)
Adjustments for:		
- Interest income on bank deposits	(34.86)	(14.24)
- Remeasurements of actuarial gain and losses	5.89	0.56
- Remeasurements of Lease Liablity and Financial Guarantee	28.65	-
- Finance cost	982.73	1,050.78
- Dividend Income	(52.39)	(192.08)
'-Profit from sale of investments	(15,037.96)	-
- Financial guarantee obligation income	(6.73)	(6.92)
- Depreciation and amortization	6.06	4.66
Operating cash flow before working capital changes	(21.20)	165.62
Changes in		
- Trade receivables	(0.28)	0.47
- Provisions	7.26	0.54
-Trade payables	(5.19)	0.92
-Other current and non current financial liabilities	1,442.34	-
- Other current and non-current liabilities	62.52	12.51
- Other current and non-current assets	29.61	(7.56)
- Current and non current loans	(17,449.64)	(10,557.26)
- Loan received from related parties	-	18,009.81
Cash generated from operations	(15,913.38)	7,459.43
Income taxes refund/(paid)	(466.67)	0.60
Cash generated from operations [A]	**(16,401.25)**	**7,625.65**
Cash flows from investing activities		
Acquisition of property, plant and equipment	(0.32)	(3.71)
Investment in fixed deposits	-	(102.82)
Withdrawal of fixed deposits	102.82	228.10
Investment in subsidiaries	(10.40)	-
Proceeds received from investments	16,945.43	-
Interest received	34.86	14.24
Dividend received	52.39	192.08
Net cash generated used in investing activities [B]	**17,124.78**	**327.89**
Cash flows from financing activities		
Proceeds from borrowings	252.09	250.54
Repayment of borrowings		(9,024.71)
Advance payment of transaction costs related to borrowings		(21.88)
Proceeds from issue of debentures	-	2,005.31
Interest paid	(977.05)	(1,155.69)
Net cash used in financing activities [C]	**(724.96)**	**(7,946.43)**
Net increase in cash and cash equivalents [A+B+C]	(1.43)	7.11
Cash and cash equivalents at the beginning of the year	21.00	13.89
Cash and cash equivalents at the end of the year (refer note 11)	**19.57**	**21.00**

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

CA Dasaraty V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Standalone statement of changes in equity

a Equity share capital

Rs in million

Particulars	Note	Total
Balance as at 31 March 2018		2,060.02
Changes in equity share capital during 2018-19	13	52.50
Balance as at 31 March 2019		**2,112.52**
Changes in equity share capital during 2019-20	13	-
Balance as at 31 March 2020		**2,112.52**

b Other equity

Particulars	Reserves and Surplus		Total
	Securities Premium	Retained Earnings	
Balance as at 1 April 2018	22,898.84	(6,251.43)	16,647.41
Total comprehensive income for the year ended 31 March 2019			
Loss during the year	-	(677.14)	(677.14)
Other comprehensive income	-	0.56	0.56
Total comprehensive income	**22,898.84**	**(6,928.01)**	**15,970.83**
Balance as at 31 March 2019	**22,898.84**	**(6,928.01)**	**15,970.83**

Rs in million

Particulars	Reserves and Surplus		Debenture redemption reserve	Guarantor Equity	Total
	Securities Premium	Retained Earnings			
Balance as at 1 April 2019	22,898.84	(6,928.01)	-		15,970.83
Total comprehensive income for the year ended 31 March 2020					
Profit during the period		13,681.09			13,681.09
Debenture Redemption Reserve		(500.00)	500.00		-
Adjustment entries on remeasurement of Lease liabilty and financial guarantee		(22.90)		0.90	(22.00)
Other comprehensive income		(5.75)			(5.75)
Total comprehensive income	**22,898.84**	**6,224.43**	**500.00**	**0.90**	**29,624.17**
Balance as at 31 March 2020	**22,898.84**	**6,224.43**	**500.00**	**0.90**	**29,624.17**

Significant accounting policies 3

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

CA Dasaraty V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Notes to the financial statements

1.0 Reporting entity

Coffee Day Enterprises Limited ('CDEL' or 'the Company') was originally incorporated as a private limited Company under the Companies Act, 1956 on 20 June 2008 by conversion of erstwhile partnership firm M/s Coffee Day Holding Co. The registered office of the Company is located in Bangalore, India. The Company converted into a public Company during the year 2014-15. The Company undertook an Initial Public Offer of equity shares and subsequently got its equity shares listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) effective 2 November 2015.

CDEL is the parent Company of the Coffee Day Group. The Company owns and operates a resort and also renders consultancy services. The Company is also engaged in purchase and sale of coffee beans.
The Company, primarily through its subsidiaries, associates and joint venture companies as detailed below are engaged in business in multiple sectors such as Coffee-retail and exports, Leasing of commercial office space, Financial services, Integrated Multimodal Logistics, Hospitality and Information Technology (IT) / Information Technology Enabled Services (ITeS).

List of subsidiaries with percentage holding –

Name of the entity	Country of incorporation and other particulars	Percentage of holding
DIRECT SUBSIDIARIES		
Coffee Day Global Limited (erstwhile Amalgamated Bean Coffee Trading Company Limited) ('CDGL')	a subsidiary of the Company incorporated under the laws of India	82.09%
Tanglin Developments Limited ('TDL')	a subsidiary of the Company incorporated under the laws of India	87.12%
Coffee Day Hotels and Resorts Private Limited ('CDHRPL')	a subsidiary of the Company incorporated under the laws of India	100.00%
Coffee Day Trading Limited (erstwhile Global Technology Ventures Limited) ('CDTL')	a subsidiary of the Company incorporated under the laws of India	88.77%
Coffee Day Kabini Resorts Limited ('CDKRL')	a subsidiary of the Company incorporated under the laws of India	100.00%
STEP-DOWN SUBSIDIARIES		
Way2Wealth Securities Private Limited ('W2WSPL')	a subsidiary of TDL and CDEL incorporated under the laws of India	85.53%
Tanglin Retail Reality Developments Private Limited ('TRR')	a subsidiary of TDL incorporated under the laws of India	100.00%
A.N Coffeeday International Limited('AN CCD')	a subsidiary of CDGL incorporated under the laws of Cyprus	100.00%
Classic Coffee Curing Works	a partnership firm with CDGL as a controlling partner having a share of profit of 100%, registered under the laws	100.00%
Coffeelab Limited	a subsidiary of CDGL incorporated under the laws of India	100.00%
Coffee Day Gastronomie Und Kaffeehandles GmbH	a subsidiary of AN CCD incorporated under the laws of Austria	100.00%
Coffee Day CZ a.s	a subsidiary of AN CCD incorporated under the laws of Czech Republic	100.00%
Sical Logistics Limited ('SLL')	a subsidiary of TRR incorporated under the laws of India	36.10%
Sical Washeries Limited	a subsidiary of SLL incorporated under the laws of India	51.00%
Sical Infra Assets Limited ('SIAL')	a subsidiary of SLL incorporated under the laws of India	53.60%
Sical Iron Ore Terminal Limited	a subsidiary of SLL incorporated under the laws of India	63.00%
Sical Iron Ore Terminal (Mangalore) Limited	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Connect Limited (erstwhile Norsea Offshore	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Mining Limited	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Saumya Mining Limited	a subsidiary of SLL incorporated under the laws of India	65.00%
Sical Bangalore Logistics Park Limited	a subsidiary of SIAL incorporated under the laws of India	100.00%
Sical Supply chain Solution Limited (erstwhile Sical Adams Offshore Limited)	a subsidiary of SLL incorporated under the laws of India	100.00%
Bergen Offshore Logistics Pte. Limited ('BOFL')	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Multimodal and Rail Transport Limited ('SMART')	a subsidiary of SIAL incorporated under the laws of India	100.00%

Coffee Day Enterprises Limited

Notes to the financial statements (continued)

Name of the entity	Country of incorporation and other particulars	Percentage of holding (%)
Sical Logixpress Private Limited (erstwhile PNX Logistics Private Limited)	a subsidiary of SLL incorporated under the laws of India	60.00%
PAT Chems Private Limited	a subsidiary of SLL incorporated under the laws of India	84.00%
Develecto Mining Limited	a subsidiary of SLL incorporated under the laws of India	51.00%
Way2Wealth Capital Private Limited	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Way2Wealth Enterprises Private Limited	a subsidiary of W2WSPL incorporated under the laws of India	100.00%
Way2Wealth Brokers Private Limited ('W2WBPL')	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Way2Wealth Insurance Brokers Private Limited (erstwhile Total Insurance Brokers Private Limited)	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
AlphaGrep Securities Private Limited (erstwhile Way2Wealth Illuminati Securities Private Limited)	a subsidiary of W2WSPL incorporated under the laws of India (Till 05 March 2020)	51.00%
Way2Wealth Commodities Private Limited	a subsidiary of W2WBPL incorporated under the laws of India	99.99%
Alphagrep Commodities Private Limited	a subsidiary of Alphagrep Securities incorporated under the laws of India (Till 05 March 2020)	100.00%
Alphagrep Pte Limited (erstwhile Way2Wealth Illuminati Pte. Limited ('W2WIP'))	a subsidiary of Alphagrep Securities incorporated under the laws of Singapore (Till 05 March 2020)	100.00%
AlphaGrep Holding HK Limited ('AHHKL')	a subsidiary of Alphagrep Securities incorporated under the laws of hongkong (Till 05 March 2020)	100.00%
AlphaGrep UK Limited	a subsidiary of Alphagrep Securities incorporated under the laws of United Kingdom (Till 05 March 2020)	100.00%
Shanghai Dao Ge International Trading Limited	a subsidiary of Alphagrep Securities incorporated under the laws of China (Till 05 March 2020)	100.00%
Calculus Traders LLP	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Girividhyuth India Limited	a subsidiary of TDL incorporated under the laws of India	100.00%
Wilderness Resorts Private Limited (WRPL)	a subsidiary of CDHRPL incorporated under the laws of India	100.00%
Karnataka Wildlife Resorts Private Limited (KWRPL)	a subsidiary of WRPL incorporated under the laws of India	100.00%
Magnasoft Consulting India Private Limited (MCIPL)	a subsidiary of CDTL incorporated under the laws of India	77.88%
Magnasoft Europe Limited	a subsidiary of MCIPL incorporated under the laws of United Kingdom	100.00%
Magnasoft Spatial Services Inc.	a subsidiary of MCIPL incorporated under the laws of Denver	100.00%
ASSOCIATES		
Ittiam Systems Private Limited	an associate of TDL incorporated under the laws of India (Till 03 Jan 2020)	32.51%
Barefoot Resorts and Leisure India Private Limited	an associate of CDHRPL incorporated under the laws of India	27.69%
JOINT VENTURES		
Coffee Day Consultancy Services Private Limited (CDCSPL)	a joint venture of CDGL and CDEL incorporated under the laws of India	51.00%
Coffee Day Econ Private Limited (CDEPL)	a subsidiary of CDCSPL incorporated under the laws of India	99.99%
Coffee Day Schaefer Technologies Private Limited ('CDSTPL')	a joint venture of CDGL incorporated under the laws of India	49.00%
PSA Sical Terminals Limited	a joint venture of SLL incorporated under the laws of India	37.50%
Sical Sattva Rail Terminal Private Limited	a joint venture of SMART incorporated under the laws of India	50.00%

2.0 Basis of preparation

2.1 Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act 2013, (the 'Act') and other relevant provisions of the Act.

This is the first set of the Company's annual financial statements in which Ind AS 115 Revenue from Contracts with Customers have been applied. Changes to significant accounting policies pertaining to revenue are described in Note 3.4 Revenue Recognition.

Details of the Company's other significant accounting policies are included in note 3.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

2.3 Current versus non-current classification

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

An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

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

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

2.4 Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations.

2.5 Use of estimates and judgements

The preparation of the financial statements in conformity with Ind ASs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment for the year ended 31 March 2020 is included in the following notes:
- Note 26 – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;
- Note 34 – measurement of defined benefit obligations: key actuarial assumptions;
- Notes 27 – recognition and measurement of contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
- Note 35 – impairment of financial assets.

2.6 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Company has an established control framework with respect to the measurement of fair values. The Company engages with external valuers for measurement of fair values in the absence of quoted prices in active markets.

Significant valuation issues are reported to the Company's audit committee. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in 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).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (note 34)
- Disclosures for valuation methods, significant estimates and assumptions (note 34)
- Quantitative disclosures of fair value measurement hierarchy (note 34)
- Financial instruments (including those carried at amortised cost) (note 34)

2.7 Changes in accounting policies

Except for the changes below, the Company has consistently applied the accounting policies set out in note 3 to all periods presented in these standalone financial statements.

The Company has initially applied Ind AS 115 from 1 April 2018. A number of other amendments are also effective from 1 April 2018.

The Company applied Ind AS 116 initially on 1 April 2019, using the modified retrospective approach. Therefore, the cumulative effect of adopting Ind AS 116 will be recognised as an adjustment to the opening balance of retained earnings at 1 April 2019, with no restatement of comparative information.

The Company applied the practical expedient to grandfather the definition of a lease on transition. This means that it will apply Ind AS 116 to all contracts entered into before 1 April 2019 and identified as leases in accordance with Ind AS 17 (Ref 3.5)

3 Significant accounting policies

3.1 Property, plant and equipment

Property, plant and equipment:

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a Straight Line Method ('SLM') over estimated useful life of the fixed assets estimated by the Management. The Management believes that the useful lives as given below best represent the period over which management expects to use these assets based on an internal assessment and technical evaluation where necessary. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013. Depreciation for assets purchased/ sold during a period is proportionately charged. The Company estimates the useful lives for fixed assets as follows:

Asset category	Estimated useful life
Leasehold improvements	Lease term or estimated useful life, whichever is lower
Plant and equipment	8 years
Office equipment	6 years
Computers (including software)	3 years
Furniture and fixtures	8 years
Vehicles	6 years

The building built on leasehold land is classified as building and amortised over the lease term (i.e 22 years) or the useful life of the building (i.e 20 years), whichever is lower.

3.2 Impairment of assets

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.
-Trade receivables

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit- impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit- impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward- looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 90 days or more past due.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet, loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

For debt securities at FVOCI, the loss allowance is charged to profit or loss and is recognised in OCI.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

The Company's non-financial assets and inventories, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

3.3 Inventories

Inventories are valued at the lower of cost and net realizable value. ‘Cost’ comprises purchase cost and all expenses incurred in bringing the inventory to its present location and condition. Cost has been determined as follows:

Nature of inventory	Method of valuation
Raw materials	FIFO, landed cost

The comparison of cost and net realizable value is made on an item by item basis. The Company periodically assesses the inventory for obsolescence and slow moving stocks.

Coffee Day Enterprises Limited

Notes to the financial statements (continued)

3.4 Revenue recognition

The Company derives its revenue primarily from running and/or managing hotels and resorts, sale of coffee beans and providing consultancy services

The Company has initially applied Ind AS 115 - 'Revenue from contracts with Customers' from 1 April 2018. IndAs 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognized. It replaced Ind AS 18 - Revenue and Ind AS 11 Construction Contracts and Guidance Notes.

The Company has adopted IndAs 115 using the cumulative effect method, with the effect of initially applying this standard recognized at the date of the initial application i.e., 1 April 2018. Accordingly, the information presented for the year ended 31 March 2018 is not restated, i.e., it is presented, as previously reported, under IndAs 18, IndAs 11 and related interpretations. Additionally, the disclosure requirements in IndAs 115 have not generally been applied to comparitive information. There is no impact due to adoption of Ind AS 115.

Revenue is recognised when the entity satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when the customer obtains control of an asset.

Service income is recognized when the related services are rendered unless significant future contingencies exist.

Income from resorts:
Sales are disclosed net of sales tax, service tax, trade discount and quality claims.
Advances received from the customers are reported as liabilities until all conditions for revenue recognition are met and is recognized as revenue once the related services are rendered.
Income from operations of resort primarily comprises of revenue from room rentals and sale of food and beverage charges. Such service income is recognised when the related services are rendered unless significant future contingencies exist.
Revenue from sale of coffee beans is recognised when control is transferred to the buyer.

Dividend Income:
Dividend income is recognised when the Company's right to receive dividend is established.

Interest Income
Interest on the deployment of funds is recognised using the effective interest rate method.

Guarantee Comission :
Revenue is recognised on straight line basis taking into the present value of the gurantee amount and premium rate as considered in accordance with Ind AS 109

3.5 Leases

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.
The contract conveys the right to control the useof an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset.

The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined,the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term

Transition

The company has applied Ind AS 116 on 1st April 2019, using the modified retrospective approach. Therefore the cumulative effect of adopting Ind AS 116 is recognised as an adjustment to opening balance of retained earnings at 1st April 2019, with no restatement of comparitive information.
The following is the summary of practical expedients elected on initial application :
1. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
2. Applied the exemption not to recognize ROU assets and liabilities for leases with less than 12 months of lease term on the date of initial application
3. Excluded the initial direct costs from the measurement of the ROU asset at the date of initial application.
4. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment.

3.6 Investments and other financial assets

a) Recognition and initial measurement
Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.
A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

b) Classification and subsequent measurement
Financial assets
On initial recognition, a financial asset is classified as measured at
- amortised cost;
- FVOCI – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.
A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:
− the asset is held within a business model whose objective is to hold assets 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.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.
On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by- investment basis. All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

− the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the
sale of the assets;

– how the performance of the portfolio is evaluated and reported to the Company's management;

– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

– the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

− contingent events that would change the amount or timing of cash flows;

− terms that may adjust the contractual coupon rate, including variable interest rate features;

− prepayment and extension features; and

− terms that limit the Company's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

c) Derecognition of financial assets

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

3.7 Employee benefits

Defined benefit plans

The Company's gratuity plan is a defined benefit plan. The present value of gratuity obligation under such defined benefit plans is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

3.8 Foreign currency transactions

a) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The financial statements are presented in Indian rupee (INR).

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity’s net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

3.9 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

3.10 Taxes

Current income tax

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

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary
differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.
The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.
Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

3.11 Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management’s best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The disclosure of contingent liability is made when, as a result of obligating events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

3.12 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3.13 Cash flow statement

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

3.14 Earnings per share

The basic loss per share is computed by dividing the net profit/ (loss) attributable to owner's of the Company for the year by the weighted average number of equity shares outstanding during reporting period.
There are no potential dilutive equity shares with the Company.

3.15 Contributed equity

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

3.16 Recent Accounting Pronouncements

There is no notification of new standard or amendments to the existing standards which are applicable from April 1, 2020.

4 Property, plant and equipment

Rs in million

	Owned							
	Buildings*	**Plant and equipment**	**Office equipment**	**Furniture and fixtures**	**Computers**	**Vehicles**	**Right of Use Assets (Land)**	**Total**
Cost or deemed cost								
Balance as at 1 April 2018	54.85	7.56	1.80	5.42	1.71	0.30		71.64
Additions	1.14	1.90	0.12	0.36	0.13	0.06		3.71
Balance as at 31 March 2019	**55.99**	**9.46**	**1.92**	**5.78**	**1.84**	**0.36**	**-**	**75.35**
Balance as at 1 April 2019	55.99	9.46	1.92	5.78	1.84	0.36		75.35
Additions	0.06	0.13	0.10	0.02	0.01	-	22.42	22.74
Disposals	-	-	-	-	-	-		-
Balance as at 31 Mar 2020	56.05	**9.59**	**2.02**	**5.80**	**1.85**	**0.36**	**22.42**	**98.09**
Accumulated depreciation:								
Balance as at 1 April 2018	9.32	4.16	1.53	3.35	1.56	0.23		20.15
Depreciation for the year	2.75	1.02	0.09	0.52	0.24	0.04		4.66
Balance as at 31 March 2019	**12.07**	**5.18**	**1.62**	**3.87**	**1.80**	**0.27**	**-**	**24.81**
Balance as at 1 April 2019	12.07	5.18	1.62	3.87	1.80	0.27		24.81
Depreciation for the year	**2.82**	**0.87**	**0.09**	**0.54**	**0.05**	**0.03**	**1.66**	6.06
Disposals	-	-	-	-	-	-		-
Balance as at 31 March 2020	**14.89**	**6.05**	**1.71**	**4.41**	**1.85**	**0.30**	**1.66**	**30.87**
Carrying amounts (net):								
As at 31 March 2019	**43.92**	**4.28**	**0.30**	**1.91**	**0.04**	**0.09**		**50.54**
As at 31 March 2020	**41.16**	**3.54**	**0.31**	**1.39**	**-**	**0.06**	**20.76**	**67.22**

*Represents building constructed on leasehold land.

Significant estimates

The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life, if any. The useful lives and residual values of Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Coffee Day Enterprises Limited
Notes to the financial statements (continued)

5 Intangible assets

Rs in million

	Software	Total
Cost		
Balance as at 1 April 2018	0.36	**0.36**
Balance as at 31 March 2019	**0.36**	**0.36**
Balance as at 1 April 2019	**0.36**	**0.36**
Balance as at 31 March 2020	**0.36**	**0.36**
Accumulated amortisation		
Balance as at 1 April 2018	0.36	**0.36**
Balance as at 31 March 2019	**0.36**	**0.36**
Balance as at 1 April 2019	0.36	**0.36**
Balance as at 31 March 2020	**0.36**	**0.36**
Carrying amount:		
As at 31 March 2020	**-**	**-**
As at 31 March 2019	**-**	**-**

6 Investments

Rs in million

Particulars	As at 31 Mar 2020	As at 31 March 2019
Investments accounted at cost		
Investment in equity instruments		
- in subsidiaries		
11,223,980 (31 March 2019: 11,223,980) equity shares of Coffee Day Hotels and Resorts Private Limited	711.68	706.68
4,470,451 (31 March 2019: 5,131,651) equity shares of Tanglin Developments Limited(TDL)*	820.34	820.34
157,210,924(31 March 2019: 173,127,164) equity shares of Coffee Day Global Limited(CDGL) **	15,765.48	15,765.48
30,922,186 (31 March 2019: 30,922,186) equity shares of Coffee Day Trading Limited	1,353.72	1,353.72
77,729,800 (31 March 2019: 77,729,800) equity shares of Way2Wealth Securities Private Limited	-	723.78
7 (31 March 2019: 07) equity shares of Coffee Day Kabini Resorts Limited	-	-
1 (31 March 2019: Nil) equity shares of Coffee Day Econ Private Llimited	-	
1,041,001 (31 March 2019: Nil) equity shares of Coffee Day Consultancy Services Private Limited	10.40	-
	18,661.62	**19,370.00**

*Change in the percentage of shares held by the Company in its two subsidiaries viz M/s TDL & M/s CDGL as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares pledged to the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company. However, these shares have been transferred to such lenders before March 31, 2020.

Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments	18,661.62	19,370.00
Aggregate amount of impairment in the value of investments	-	-

7 Loans

A Non-current loans

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Loan receivables considered good - secured	-	-
Loan receivables which have significant increase in credit risk	-	-
Loan receivables-credit impaired	-	-
Loan receivables considered good - unsecured		
Loans and advance to employees - unsecured	4.00	4.00
Security deposit	2.81	2.81
	6.81	**6.81**

B Current loans

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Loan receivables considered good - secured	-	-
Loan receivables which have significant increase in credit risk	-	-
Loan receivables-credit impaired	-	-
Loan receivables considered good - unsecured	6.11	
Loans to employees	0.21	0.08
Loans to related parties		
Loans to wholly owned subsidiary companies (Refer note 32)	17,505.69	62.29
	17,512.01	**62.37**

Coffee Day Enterprises Limited
Notes to the financial statements (continued)

8 A Non Current Tax assets

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Advance tax including tax deducted at source	27.36	20.12
Tax paid under protest (Refer note 26)	6.20	6.20
	33.56	**26.32**

B Current 'Tax assets (Net)

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Advance tax including tax deducted at source	466.79	5.12
Less : Provision for Tax	(414.45)	-
	52.34	**5.12**

9 Other Assets

A Other non-current assets

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Balance with government authorities	1.55	1.62
Prepaid expenses	0.03	0.03
	1.58	**1.65**

B Other current assets

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Prepaid expenses	0.06	29.60
Interest on FD Accrued	-	-
	0.06	**29.60**

10 Trade receivables

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables considered good - secured	-	-
Trade receivables which have significant increase in credit risk	-	-
Trade receivables credit impaired	-	-
Trade receivables considered good - unsecured		
Trade receivables	39.23	38.95
	39.23	**38.95**
Non-current	-	-
Current	39.23	38.95
	39.23	**38.95**

Of the above trade receivables from related parties are as below:

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables considered good - unsecured		
Trade receivables from related parties (Refer note 32)	38.62	36.27
	38.62	**36.27**

The Company's exposure to credit and currency risks, and loss allowances related to trade receivables are disclosed in note 34.

Coffee Day Enterprises Limited

Notes to the financial statements (continued)

11 Cash and cash equivalents

Rs in million

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Balances with banks		
- in current accounts	19.29	20.94
Cash on hand	0.28	0.06
	19.57	**21.00**

12 Bank balances other than cash and cash equivalents

Rs in million

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Fixed deposit accounts with banks*	-	102.82
	-	**102.82**

*As at 31 March 2019, represents balances held as security for loan availed by the Company.

13 Equity share capital

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Authorised		
270,834,000 (31 March 2019: 270,834,000) equity shares of Rs 10 each	2,708.34	2,708.34
3,500,000 (31 March 2019: 3,500,000) compulsorily convertible preference shares of Rs.10 each	35.00	35.00
	2,743.34	**2,743.34**
Issued, subscribed and fully paid up		
211,251,719 (31 March 2019: 211,251,719) equity shares of Rs 10 each	2,112.52	2,112.52
	2,112.52	**2,112.52**

(a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year is as given below:

Rs in million
(except share data)

	As at 31 March 2020		As at 31 March 2019	
	No of shares	Amount	No of shares	Amount
Number of shares outstanding at the beginning of the year	211,251,719	2,112.52	211,251,719	2,112.52
Add: Shares issued during the year	-	-	-	-
Number of shares outstanding at the end of the year	**211,251,719**	**2,112.52**	**211,251,719**	**2,112.52**

(b) The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

Equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company’s residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time, subject to preferential right of preference shareholders to payment of dividend. The voting rights of an equity shareholder on a poll are in proportion to his/its share of the paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid.

Failure to pay any amount called up on shares may lead to their forfeiture. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

(c) Equity shareholders holding more than 5% of equity shares along with the number of equity shares held at the beginning and at the end of the year is as given below:

Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	% of holding	No of shares	% of holding	No of shares
Equity shares				
Late Mr. V G Siddhartha	12.77%	26,979,784	32.75%	69,174,700
KKR Mauritius PE Investments II Limited	6.07%	12,826,912	6.07%	12,826,912
NLS Mauritius LLC	10.61%	22,412,912	10.61%	22,412,912
Devadarshini Info Technologies Private Limited	1.10%	2,328,440	5.87%	12,408,440
Coffeeday Consolidations Private Limited	2.46%	5,196,558	5.81%	12,268,416
Gonibedu Coffee Estates Private Limited	0.00%	-	5.24%	11,071,104
IDBI Trusteesship services Limited	10.16%	21,460,416	0.00%	-

14 Non-current borrowings

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Secured:		
Debentures		
1000 (31 March 2019: 1000) secured rated redeemable non-convertible debentures of Rs. 1,000,000 each issued to Credit Opportunities II Pte. Ltd. [Refer Note 14(i)]	1,108.81	1,002.66
1000 (31 March 2019: 1000) secured rated redeemable non-convertible debentures of Rs. 1,000,000 each issued to India Special Situations Scheme I [Refer Note 14(i)]	1,108.81	1,002.65
Term loans		
From banks		
- Axis Bank Limited [Refer Note 14(ii)]	1,299.45	1,259.67
	3,517.07	**3,264.98**

Information about the Company's exposure to interest rate and liquidity risks is included in note 34.

Notes:

(i) Secured, unlisted , redeemable non-convertible debentures issued to Credit Opportunities II Pte. Ltd. and India Special Situations Scheme I

 As at the year end, the paid up value of these debentures is Rs. 2,000 [31 March 2019: Rs.2,000 secured redeemable non convertible debentures of Rs.1 million each]
 Security
-Pledge of shares of CDGL where the aggregate amount shall be 2.5 times the benchmark amount.
 Personal guarantee of Late Mr. V. G. Siddhartha.
 9.5% per year, payable quarterly and interest of 4% compounding quarterly
 Initial security cover ratio: 2.25x from CDGL shares and an additional 0.25x from CDEL shares within 45 days ("Initial Collateral Package"). Promoter shall have the right to alter the collateral to 1.00x cover from CDGL shares and an additional 1.00x cover from CDEL shares.
 The amount shall be paid on bullet repayment basis at the end of year three, 31 March 2022.
 The Company has not paid the interest payable on quarterly basis from July 2019 and interest payable on maturity to the extent of Rs 151.23 and Rs.63.67 millions respectively included in the carrying amount.

(ii) From Axis Bank Limited [Principal amount of loan amounting to Rs. 1300 million (31 March 2019 - 1,259.67 million) - Secured by
 Security
- Listed shares of Sical Logistics Ltd./ Lakshmi Vilas Bank/ CDEL/ any other listed entity acceptable to the lender (65% of total security cover), held by promoter/ group covering 120% of exposure.
- Personal guarantee of Late Mr. V G Siddhartha
- Security cover by way of listed shares of at least 1.2x of the outstanding/ disbursed facility amount to be maintained during the tenor of the loan on MTM basis.
 The interest rate for the loan is as follows:
- 1 year MCLR+ 1% (Spread) p.a, payable monthly (First three years)
- 1 year MCLR+ 1.75% (Spread) p.a, payable monthly (subject to minimum effective rate of interest of 10.65% p.a) (Post three years)
 The lender can exercise the call option at the end of three years
 The Company has an option of voluntary prepayment with no penalty
 The loan amount shall be repaid in 4 half yearly instalments beginning from 42nd month of first disbursement (i.e., 28 June 2020)
 Amounts unpaid on due date will attract overdue interest at 2% p.a

(iii) From Aditya Birla Finance Limited (ABFL)- Rs. 1,250.54 million [31 March 2019: Principal amount of loan amounting to Rs. 250.54 million including current maturities of long-term borrowings - Secured by
 Security
- Pledge of a proportion of the shares of Mindtree Limited (released during the year), Coffee Day Global Limited, Sical Logistics Limited held by the Company;
- Personal guarantee of Late Mr. V. G. Siddhartha
 The loan carries an interest rate of 15.00% p.a. payable quarterly
 Any delay in repayment of interest entails payment of penal interest @ 24% p.a. for the period of delay.
 The Company has an option of voluntary prepayment under certain circumstances as set out in the arrangement. Further, the Company has an option to repay the loan in advance with a prepayment premium of 2% on the principal amount outstanding as on the date of prepayment.
The repayment of the loan has been extended pursuant to the letter dated 24 September 2020 up to 31 March 2021.and During the year, ABFL has sanctioned a similar facility of up to Rs. 1000 million with rate of interest being 15% p. a with effect from July 2019.
The Company has not paid the interest portion payable on maturity to the extent of Rs 86.15 millions included in the carrying amount

(iv) **From Kemfin Services Private Ltd-** Rs. 250 million [31 March 2019: Nil]

- Security - Nil
- - Personal guarantee of Late Mr.V. G. Siddhartha
- The loan carries an interest rate of 15.00% p.a. payable monthly
- Any delay in repayment of interest entails payment of penal interest @ 24% p.a. for the period of delay.
- The repayment of the loan has been extended pursuant to the letter dated 10 July 2020 up to 09 December 2020.
- The Company has not paid the monthly interest from July 2019 to the extent of Rs 24.68 millions included in the carrying amount

(v) **Redeemable debentures in descending order of redemption:**

Particulars	Manner of conversion/ redemption	Earliest date of conversion / redemption
1000 (31 March 2019: 1,000) secured rated redeemable non-convertible debentures of Rs. 1,000,000 each issued to Credit Opportunities II Pte. Ltd. [Refer Note 14(i)]	Redemption	31-Mar-22
1000 (31 March 2019: 1,000) secured rated redeemable non-convertible debentures of Rs. 1,000,000 each issued to India Special Situations Scheme I [Refer Note 14(i)]	Redemption	31-Mar-22

(vi) The aggregate amount of borrowing secured by personal guarantee of Director amounts to Rs. 4805.4 million (31 March 2019: 3,550.91 million).

(vii) Pursuant to the demise of Mr.V G Siddhartha on 31st July 2019, the lender have not been made any changes to the terms with respect to his personal guarantee for the above loans.

15 Provision

A Non-current provision

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
- Gratuity [Refer Note 33]	8.85	8.51
	8.85	**8.51**

B Current provision

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
- Gratuity [Refer Note 33]	7.27	0.35
	7.27	**0.35**

16 Trade payables

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Trade payables		
Total outstanding dues of creditors other than micro enterprises and small enterprises	13.43	18.62
	13.43	**18.62**

All trade payables are current
The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 34.

Micro, Small and Medium Enterprises

The Management has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2020 (31 March 2019: Nil) has been made in the financial statements based on information received and available with the Company. The Company has not received any claim for interest from any supplier under the said Act. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
(a) (i) Principal	-	-
(ii) Interest	-	-
(b) The amount of interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year;		
(i) Interest	-	-
(ii) Payment	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) The amount of interest accrued and remaining unpaid at the end of the year;	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

17 Other financial liabilities

A Other Non Current financial liabilities *Rs in million*

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Others		
- lease liability (Refer Note 30)	40.71	-
- creditors for capital goods	0.20	0.30
	40.91	**0.30**

B Other Current financial liabilities *Rs in million*

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Current maturities of long-term debt		
- Aditya Birla Finance Limited [Refer Note 14(iii)]	1,336.70	250.54
- Kem Finance [Refer Note 14(iv)]	274.69	-
Financial guarantee obligation	0.97	2.71
Others		
- lease liability	4.79	-
- accrued salaries and benefits	4.53	5.19
- creditors for expenses	0.10	0.10
- provision for expenses	88.12	5.86
	1,709.90	**264.40**

18 Other current liabilities

Rs in million

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Statutory dues	43.04	17.92
Others		
- Advance from customers	1.62	3.22
- Advance from Others	39.00	-
	83.66	**21.14**

19 Revenue from operations

Rs in million

Particulars	For the year ended 31 Mar 2020	For the year ended 31 March 2019
Sale of products		
- Sale of coffee beans	-	691.91
- Sale of food, beverages and other items	32.40	33.67
- Sale of merchandise items	0.17	0.15
Sale of services		
- Income from hospitality services	125.94	120.35
- Income from consultancy services	-	9.00
Other operating revenue		
- Dividend income	52.39	192.08
- Commission income	6.73	6.92
- Interest income on loans given to subsidiary	-	198.81
Less: sales tax/ goods and service tax	(26.94)	(29.73)
Less: luxury tax	-	-
	190.69	**1,223.16**

20 Other income

Rs in million

Particulars	For the year ended 31 Mar 2020	For the year ended 31 March 2019
Interest income		
- Bank deposits	34.86	14.24
- Interest on income tax refund	-	1.45
- Miscellaneous income	1.53	1.73
	36.39	**17.42**

21 Employee benefits expense

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salaries and wages	77.41	81.06
Contribution to provident and other funds	11.29	3.41
Staff welfare expenses	0.43	0.52
	89.13	**84.99**

22 Finance costs

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest expense on loans and debentures	773.64	1,020.26
Other charges	209.09	30.52
	982.73	**1,050.78**

Coffee Day Enterprises Limited

Notes to the financial statements (continued)

23 Depreciation and amortization expense

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Depreciation of property, plant and equipment (Refer note 4)	6.06	4.66
	6.06	**4.66**

24 Other expenses

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Legal and professional fees (Refer note 27)	41.90	28.57
Food, beverages and other consumables	14.12	16.64
Rates and taxes	14.06	11.26
Power and fuel	7.46	7.55
Rent (Refer note 30)	0.15	5.41
Advertisement expenses	4.98	3.76
Director sitting fee	4.25	2.61
Repairs and maintenance		
- Others	3.99	3.72
- Machinery	0.70	0.46
- Buildings	0.80	1.13
Travelling and conveyance	1.74	1.82
Insurance	0.23	0.32
Communication expenses	0.53	0.47
Printing and stationery	0.26	0.67
Freight and handling charges	0.35	0.41
Miscellaneous expenses	4.19	1.22
	99.71	**86.02**

25 Income tax

(a) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Profit /(Loss) before tax	14,087.41	(677.14)
Estimated tax at Indian tax rate of 25.17% (31 March 2019: 26.00%)	3,545.80	(176.06)
Impact of Capital gain tax	(3,372.84)	-
Impact of business losses adjusted in Profit from Sale of shares	239.25	-
Losses on which no deferred tax is created	-	176.06
Income tax expense	**412.21**	**-**

(b) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

Rs in million

Particulars	31 March 2020	31 March 2019
Carry forward of business losses*	7,433.30	6,291.57
Potential tax benefit @ 25.17% (31 March 2019: 26.00%)	1,870.96	1,635.81
Carry forward of unabsorbed depreciation	58.54	55.21
Potential tax benefit @ 25.17% (31 March 2019: 26.00%)	14.73	14.35

*The business losses expire in 2022-29.

26 Contingent liabilities, commitments and contingent assets

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Contingent liabilities:		
Claims against the company not acknowledged as debt in respect to income tax matter, (refer notes (iii)& (iv))	103.30	46.37
Investments pledged for loan taken by a subsidiary (refer notes vi)	3,848.10	17,512.10

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

ii) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. Based on the advice from the Company's legal counsel, management does not expect the outcome of these proceedings to have a materially adverse effect on its financial position. The Company does not expect any reimbursements in respect of the above contingent liabilities.

iii) Income tax department conducted search/survey under Section 132/132A of the Income Tax Act, 1961 on the Company and its subsidiary Companies from 21 September 2017 to 24 September 2017. AS at 31 March 2018, the Company received a demand for Rs 46.37 million. During the current year, the Company received a favorable order from the office of the CIT (Appeals), Bengaluru dated 12 April 2018. The Company has received a notice from the Income Tax Appellate Tribunal (ITAT) dated 11 February 2019 due to a further appeal by the Income tax department to the ITAT. The Company does not envisage any material impact on its financial statements.

iv) The company has received the demand of Rs 56.93 million during the year in respect of AY 2011-12 pursuant to the re-assessment u/s 143(3) rws 147. the company had filed appeal in CIT (Appeals)for the above said order and the same is pending for disposal.

(v) The Supreme court of India in the month of February 2019 had passed a judgement relating to definition of wages under the Provident Fund Act, 1952. However, considering that there are numerous interpretative issues relating to this judgement and in the absence of reliable measurement of the provision for the earlier periods, the Company will evaluate its position and update its provision, if required, on receiving further clarity on the subject. The Company does not expect any material impact of the same.

(vi) The Company has pledged its shares to the value of Rs 3848.10 million (Rs 17512.10 million) for the loans availed by its subsidaries to extent of Rs 5051.30 million (Rs 41620 million)

27 Auditor's remuneration (included in legal and professional fees and excludes service tax)

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
As auditor		
- for statutory audit	4.50	4.50
- limited reviews	9.00	3.75
Reimbursement of expenses	0.33	0.25
	13.83	**8.50**

28 Assets classified as held for sale

On 7 February 2019, the Board of Directors provided an in principal approved to sell the shares of Mindtree Limited held by the Company and its subsidiary. Subsequently, on 18 March 2019, the Company has entered into an agreement to sell the shares of Mindtree Limited held by the Company, its subsidiary as well as directly by the Promoter to Larsen and Toubro Limited at an agreed price of Rs 980 per share subject to certain terms and conditions as per the agreement. Accordingly, the Company has classified its shares held in Mindtree Limited as at 31 March 2019 as "Assets held for Sale" as required under Ind-AS 105 – "Non Current Assets Held for Sale and Discontinued Operations".

The above mentioned transaction has been completed on 03rd May 2019. Profit arising out of the same of Rs 15,037.96 millions has been classified under exceptional items in statement of Profit and Loss.

On 8 January 2020, the Board of Directors of the Parent Company provided an in principal approval to sell the shares of Way2Wealth Securities Private Limited held by the Parent Company and its subsidiaries. Subsequently, on 23 January 2020, the Parent Company entered into a definitive agreement to sell Way2Wealth Securities Private Limited including its certain subsidiaries to Shriram Ownership Trust, subject to the closing conditions and required statutory approvals. Accordingly, the Company has classified its shares held in Way2Wealth Securities Private Limited valuing Rs.723.78 million as at 31 March 2020 as "Assets held for Sale" as required under Ind-AS 105 – "Non Current Assets Held for Sale and Discontinued Operations".

A Assets of disposal of share held for sale

As at 31 March 2019 disposal shares was stated at lower of its carrying amount and fair value less cost to sell.

Rs in million

Particulars	Amount
-Nil (31 March 2019: 17,461,768) equity shares of Mind tree Limited of Rs. 10 each fully paid up	1,946.47

B Cumulative income or expense included in OCI

There is no cumulative income or expense included in OCI

C Measurement

Consideration as agreed with Larsen & Toubro Limited for these assets held for sale is considered as fair value.

29 Earnings per share

(i) Profit / (Loss) attributable to equity shareholders (basic and diluted):

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Proft/(Loss) for the year, attributable to the equity holders	13,675.20	(677.14)

(ii) Weighted average number of equity shares (basic and diluted):

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Number of equity shares at the beginning of the year (Refer note 13)	211,251,719	211,251,719
Add: Weighted average number of equity shares issued during the year	-	-
Number of weighted average equity shares considered for calculation of basic earnings per share	**211,251,719**	**211,251,719**

(iii) Loss per share:

- Basic	64.73	(3.21)
- Diluted	64.73	(3.21)

30 Leases

Effective April 1,2019, the company adopted Ind AS 116 “Leases” and applied to all lease contracts existing on April 1,2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application.

Consequently, the company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee’s incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under earlier accounting policies as noted in the previous year fianancial statements.

The company's lease assets primarliy consists of leases for land and buildings. The company has recognised right-of-use assets and lease liability in respect of these leases on adoption of Ind AS 116. The lease liability is secured by the respective security deposits. The lease liability terms varies between 2 to 20 years, and are payable in monthly installments.

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 12.50%.

Effects on adoption of Ind AS 116:

i) On transition, the adoption of the new standard resulted in recognition of 'Right of Use asset' of Rs.22.42 Million, and a lease liability of Rs.45.34 Millions. The cumulative effect of applying the standard of was adjusted with opening balance of retained earnings. The effect of this adoption is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS116 will result in decrease in cash out flows from operating activities and an increase in cash out flows from financing activities on account of lease payments.

ii) On pre-mature termination of lease contract the related right-of-use asset and lease liability is de-recognised and the differential amount is recognised in profit and loss acccount.

The following is the movement in lease liabilities during the year ended 31 March 2020 (Rs In millions)

Particulars	For the year ended 31 March 2020
Balance as at 1 April 2019	-
Ind AS 116 transition adjustment as on 1 April 2019	45.34
Additions on account of new leases entered during the year	-
Finance cost accrued during the period	5.68
Deletion on termination of leases during the year	-
Payment of Lease liabilities	(5.52)
Balance as at March 31, 2020	**45.50**

The following is the break-up of current and non-current lease liabilities as at 31 March 2020

(Rs In millions)

Particulars	As at 31 March 2020
Current Lease Liability	4.79
Non Current Lease Liability	40.71
Total	**45.50**

The table below provides the details of minimum lease payments and their present values:

Particulars	**As at 31 March 2020**	
	Minimum lease payments	**Net present value**
Not later than 1 year	5.80	4.79
Later than 1 year and not later than 5 years	33.64	19.19
More than 5 years	57.93	21.52

To the extent the performance of the current period is not comparable with previous results, the reconciliation of effect of application of Ind AS 116 on the profit and loss account is as below -

Rs. in crores

Particulars	**For the year ended 31 March 2020**	**Changes due to application of Ind AS 116**	**For the year ended 31 March 2020 comparable basis**
Finance costs	982.73	(5.68)	977.05
Depreciation and amortisation expense	6.06	(1.66)	4.40
Rent (under Other expenses)	0.15	5.52	5.67

Rental expenses recognised in Profit & Loss statement, in respect of low value leases and short term leases, for which Ind AS 116 has not been applied, is Rs.0.15.Million (Previous year Rs 0.15 million)

31 Segment information

A Basis for segmentation

In accordance with Ind AS 108, Operating segments, segment information has been provided in the consolidated financial statements of the Company and therefore no separate disclosure on segment information is given in these standalone financial results.

32 Related party transactions

A. Enterprises where control exists:

- The related parties where control exists include subsidiaries, associates and joint ventures as referred in Note 1

B. Key management personnel

Executive key management personnel represented on the Board of the Company are -

- Mr. Sadananda Poojary
- Mr. R. Ram Mohan

The non executive directors on the Board of the Company are -

- Mr. Sanjay Nayar (Upto 11/11/2019)
- Mrs. Malavika Hegde
- Mr. S V Ranganath
- Mr. Albert Hieronimus

C. The aggregate value of the Company's transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence is as follows:

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Significant transactions with entities where control exists -		
Services rendered (Income from hospitality):		
- Karnataka Wildlife Resorts Private Limited	26.42	26.28
- Barefoot Resorts and Leisure Pvt Ltd	0.55	-
Rent paid:		
- Coffee Day Global Limited	0.09	0.09
Trade Mark Sublicence Fee:		
- Coffee Day Global Limited	0.93	0.90
Loans given:		
- Tanglin Developments Limited	18,320.16	7,344.64
- Coffee Day Kabini Resorts Private Limited	0.01	1,106.66
- Coffee Day Hotels and Resorts Private Limited	137.87	2,105.96
- Karnataka Wildlife Resorts Pvt Ltd	54.17	-
Interest income:		
- Tanglin Developments Limited	-	198.81
Sale of coffee beans:		
- Kathlekhan Estates Private Limited	-	691.91
Purchase of coffee beans:		
- Coffee Day Trading Limited	-	691.27
Purchase of consumables:		
- Coffee Day Global Limited	0.29	0.48
- Coffee Day Econ Pvt Ltd	0.08	-
Trade Mark License Income:		
- Tanglin Developments limited	0.40	0.40
- SICAL Logistics Ltd	0.50	0.50
- Way2wealth Securities Private Limited	0.40	0.40
Loans recovered from:		
- Tanglin Developments Limited	881.28	13,403.78
- Coffee Day Hotels and Resorts Private Limited	172.54	3,499.37
- Coffee Day Kabini Resorts Private Limited	-	1,106.66
- Karnataka Wildlife Resorts Pvt Ltd	14.99	-

Coffee Day Enterprises Limited
Notes to the financial statements (continued)

Significant transactions with entities where significant influence exists -

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Dividend income:		
Mindtree Limited (upto 3rd May 2019)	52.39	192.08
Consultancy services:		
- Magnasoft Consulting India Private Limited	-	9.00
Guarantees given/ (closed):		
-Tanglin Developments Limited	-	10,150.00
-Tanglin Developments Limited	(9,450.00)	(3,202.90)
-Coffee Day Hotels and Resorts Private Limited	1,000.00	-
-Tanglin Retail Reality Developments Limited	-	(1,136.10)
-Wilderness Resorts Private Limited	-	(346.60)
-Way2Wealth Securities Private Limited	-	(500.00)
Commission income:		
-Tanglin Developments Limited	2.70	3.67
-Tanglin Retail Reality Developments Private Limited	-	1.38
-Way2Wealth Securities Private Limited	-	0.75
-Coffee Day Hotels and Resorts Private Limited	4.03	0.82
-Norsea Offshore India Limited	-	0.30

D. The following is a summary of balances receivable from and payable to related parties:

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Long-term loans and advances recoverable:*		
-Tanglin Developments Limited	17,460.98	22.09
- Coffee Day Hotels and Resorts Private Limited	5.53	40.20
- Coffee Day Kabini Resorts Private Limited	0.01	-
- Karnataka Wildlife Resorts Pvt Ltd	39.18	-
Trade receivables:		
- Karnataka Wildlife Resorts Private Limited	1.81	1.39
- Tanglin Developments Limited	0.90	0.43
- Magnasoft Consulting India Private Limited	34.01	34.01
- SICAL Logistics Limited	1.02	0.44
- Way2wealth Securities Pvt Ltd	0.32	-
- Barefoot Resorts and Leisure Pvt Ltd	0.55	-
Corporate guarantees given:		
-Tanglin Developments Limited	-	10,150.00
-Coffee Day Hotels and Resorts Private Limited	1,000.00	467.40
-Norsea Offshore India Limited	-	470.00

*** Details of inter- corporate loans given**

(a) Terms and conditions on which inter-corporate loans have been given:

Party name	Nature of relationship	Interest rate	Repayment terms	Purpose
Tanglin Developments Limited	Subsidiary	0% p.a*	On demand	General
Coffee Day Hotels and Resorts Private	Subsidiary	0% p.a*	On demand	General
Karnataka Wildlife Resorts Pvt Ltd	Subsidiary	0% p.a*	On demand	General

* Section 186 (7) of the Companies Act, 2013 ('the Act') states that no loan shall be given at a rate of interest lower than the prevailing yield of one year, three year, five year or ten year Government Security closest to the tenor of the loan. However, section 186 (11) of the Act grants exemption from application of Section 186 of the Act, to loans made by companies engaged in the business of providing infrastructure facilities. Schedule VI of the Act has defined infrastructure facilities to include tourism, including hotels, convention centers and entertainment centers. Since, the Company is in the business of operating resorts, it has obtained a opinion that it is exempt from the provisions of Section 186 of the Act. Accordingly, the Company has not charged interest in relation to loan provided to Coffee Day Hotels & Resorts Private Limited.

(b) Reconciliation of inter-company loans and advances given as at the beginning and as at the end of the year:

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
(i) Tanglin Developments Limited		
At the commencement of the year	22.09	6,081.23
Add: Given during the year	18,320.16	7,344.64
Less: Repaid during the year	(881.28)	(13,403.78)
At the end of the year	**17,460.97**	**22.09**
(ii) Coffee Day Hotels and Resorts Private Limited-Long Term		
At the commencement of the year	40.20	1,433.61
Add: Given during the year	137.87	2,105.96
Less: Repaid during the year	(172.54)	(3,499.37)
At the end of the year	**5.53**	**40.20**
(iii) Coffee Day Kabini Resorts Limited		
At the commencement of the year	-	-
Add: Given during the year	0.01	1,106.66
Less: Repaid during the year	-	(1,106.66)
At the end of the year	**0.01**	**-**
(iv) Karnataka Wildlife Resorts Limited		
At the commencement of the year	-	-
Add: Given during the year	54.17	-
Less: Repaid during the year	(14.99)	-
At the end of the year	**39.18**	-

E. Compensation of key management personnel of the Company:

Rs in million

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Short-term employee benefits	5.02	4.25
	5.02	**4.25**

The remuneration of key executives is determined having regard to the performance of individuals and market trends. Post employment benefit comprising gratuity and compensated absences are not disclosed as these are determined for the Group as a whole.

33 Employee benefits obligations

A Defined benefit plan

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognised funds in India.

B Reconciliation of the net defined benefit liability

Reconciliation of the projected benefit obligations

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Change in projected benefit obligation:		
Obligations at the beginning of the year	8.86	8.32
Included in profit and loss:		
- Service cost	1.01	1.03
- Interest cost	0.67	0.63
Included in other comprehensive income:		
- Premeasurement (gains)/ losses in other comprehensive income:		
- Actuarial (gains)/ losses arising from changes in financial assumptions	0.95	0.10
- Actuarial (gains)/ losses arising from experience adjustments	4.94	(0.66)
Benefits settled	(0.31)	(0.56)
Acquisition		
Obligations at year end	**16.12**	**8.86**
Non current	**8.85**	**8.51**
Current	**7.27**	**0.35**

Change in plan assets:		
Plans assets at the beginning of the year, at fair value		-
Plan assets acquired on acquisition during the year		-
Included in profit and loss:		
- Interest income		-
Included in other comprehensive income:		
- Expected return on plan assets		-
- Actuarial (loss)/gain		-
Contributions	0.31	0.56
Benefits settled	(0.31)	(0.56)
Plans assets at year end, at fair value	**-**	**-**
Liability recognised in the balance sheet	**16.12**	**8.86**

C Expense recognised in the statement of profit and loss and other comprehensive income:

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Gratuity cost for the year		
Included in profit and loss:		
- Service cost	1.01	1.03
- Interest cost	0.67	0.63
Included in other comprehensive income:		
- Premeasurement (gains)/ losses in other comprehensive income:		
- Actuarial (gains)/ losses arising from changes in demographic assumptions		-
- Actuarial losses/ (gains) arising from changes in financial assumptions	0.95	0.10
- Actuarial gains arising from experience adjustments	4.94	(0.66)
Net gratuity cost	**7.57**	**1.10**

D Defined benefit obligation

(i) Assumptions		
Interest rate	6.80%	7.70%
Salary increase	8.00%	8.00%
Retirement age	60 years	60 years
Attrition rate	2-10% based on the age group	2-10% based on the age group
Mortality table	IALM (2012-14)	IALM (2012-14)

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

Assumptions regarding future mortality have been based on published statistics and mortality tables. The current longevities underlying the values of the defined benefit obligation at the reporting date were as follows.

(ii)Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Rs in million

Particulars	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Increase	**Decrease**	**Increase**	**Decrease**
Discount rate (0.5% movement)	(15.58)	16.72	(8.39)	9.37
Future salary growth (0.5% movement)	16.71	(15.58)	9.30	(8.44)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

34 Financial instruments - fair values and risk management

A Accounting classification and fair value

Rs in million

Particulars	**Carrying value**	**Fair value**			
	As at 31 March 2020	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets measured at amortised cost:					
Loans (current and non current)	17,518.82	-	-	-	-
Trade receivables	39.23	-	-	-	-
Cash and cash equivalents	19.57	-	-	-	-
Bank balances other than cash and cash equivalents	-	-	-	-	-
Total	**17,577.62**	**-**	**-**	**-**	**-**
Financial liabilities measured at amortised cost:					
Fixed rate borrowings	3,829.01	-	3,829.01	-	3,829.01
Fluctuating rate borrowings	1,299.45	-	-	-	-
Trade payables and other financial liabilities	152.85	-	-	-	-
Total	**5,281.31**	**-**	**3,829.01**	**-**	**3,829.01**

The Company has not disclosed the fair values for financial instruments for non current fluctuating rate borrowing, trade receivables, cash and cash equivalents and bank balances other than cash and cash equivalents, trade payables because their carrying amounts are reasonably approximation of fair value. Investment in equity shares and assets held for sale are not appearing as financial asset in the table above being investment in subsidiaries and associate accounted under Ind AS 28, Separate Financial Statements and Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations respectively and is hence scoped out under Ind AS 109.

Rs in million

Particulars	**Carrying value**	**Fair value**			
	As at 31 March 2019	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets measured at amortised cost:					
Loans (current and non current)	69.18	-	-	-	-
Trade receivables	38.95	-	-	-	-
Cash and cash equivalents	21.00	-	-	-	-
Bank balances other than cash and cash equivalents	102.82	-	-	-	-
Total	**231.95**	**-**	**-**	**-**	**-**
Financial liabilities measured at amortised cost:					
Fixed rate borrowings	2,255.85	-	2,255.85	-	2,255.85
Fluctuating rate borrowings	1,259.67	-	-	-	-
Trade payables	18.62	-	-	-	-
Other financial liabilities (current and non current)	14.16	-	-	-	-
Total	**3,548.30**	**-**	**2,255.85**	**-**	**2,255.85**

The Company has not disclosed the fair values for financial instruments for loans (current and non current), other financial assets (current and non current) , trade receivables, cash and cash equivalents and bank balances other than cash and cash equivalents, Trade payables, other financial liabilities (current and non current) because their carrying amounts are reasonably approximation of fair value. Investment in equity shares are not appearing as financial asset in the table above being investment in subsidiaries accounted under Ind AS 27, Separate Financial Statements is scoped out under Ind AS 109.

Fair value hierarchy

Fair value hierarchy explains the judgement and estimates made in determining the fair values of the financial instruments that are-

a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3

B Measurement of fair values

(i) Valuation techniques and significant unobservable inputs

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 following methods and assumptions were used to estimate the fair values:

- The fair values of the Company’s interest-bearing debentures and loans are determined by using DCF method using discount rate that reflects the issuer’s borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2020 was assessed to be insignificant.

The following tables show the valuation techniques used in measuring Level 2 fair values. The significant unobservable inputs used have not been disclosed as no financial assets and liabilities have been measured at fair value:

Financial instruments measured at amortized cost

Type	**Valuation technique**	**Significant unobservable inputs**	**Inter relationship between significant unobservable inputs and fair value measurement**
Borrowings	Discounted cash flows: The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate.	Not applicable	Not applicable

C Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- credit risk (see (b));
- liquidity risk (see (c)); and
- market risk (see (d)).

(a) Risk management framework

The Company’s board of directors has overall responsibility for the establishment and oversight of the Company’s risk management framework. The Company’s risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Board oversees how management monitors compliance with the Company’s risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. Board is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

(b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers; loans and investments in debt securities.
The carrying amounts of financial assets represent the maximum credit risk exposure.

i) Trade receivables and loans:

The Company's trade receivable primarily includes receivables from related parties and others from Customers. The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references.
The Company's loans include recoverable from loans given to wholly owned subsidiaries

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

Based on the above analysis, the Company does not expect any credit risk from its trade receivables and loans recoverable for any of the years reported in this financial statements.

ii) Loans, security deposits and investments:

Expected credit loss for loans, security deposits and investments

Rs in million

Particulars		Period ended	Asset group	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount, net of impairment provision
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31-Mar-20	Loans	17,516.01	0%	-	17,516.01
			Security deposits	2.81	0%	-	2.81
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31-Mar-19	Loans	66.37	0%	-	66.37
			Security deposits	2.81	0%	-	2.81

(c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company uses activity-based costing to cost its products and services, which assists it in monitoring cash flow requirements and optimising its cash return on investments.

Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted contractual cash flow, and include contractual interest payments and exclude the impact of netting agreements.

Rs in million

As at 31 March 2020	Carrying amount	Total	6 months or less	6–12 months	1–2 years	2–5 years	More than 5 years
Non-derivative financial liabilities							
Secured bank loans	1,299.45	1,299.94	185.70	206.34	907.90	-	-
Non-convertible redeemable debentures	2,217.62	2,810.00	135.00	135.00	270.00	2,270.00	
Trade payables	13.43	13.43	13.43	-	-	-	-
Other financial liabilities	1,750.81	1,750.81	98.51	1,611.39	4.64	14.75	21.52
	5,281.31	5,874.18	432.64	1,952.73	1,182.54	2,284.75	21.52

Rs in million

As at 31 March 2019	Carrying amount	Total	6 months or less	6–12 months	1–2 years	2–5 years	More than 5 years
Secured bank loans	1,510.21	1,557.90	312.60	59.46	110.74	1,075.10	-
Non-convertible redeemable debentures	2,005.31	2,810.00	135.00	135.00	270.00	2,270.00	
Trade payables	18.62	18.62	18.62	-	-	-	-
Other financial liabilities	14.16	14.16	14.16	-	-	-	-
	3,548.30	4,400.68	480.38	194.46	380.74	3,345.10	-

(d) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

i) Currency risk

The Company is not exposed to any currency risk. The currencies in which these transactions are denominated is INR.

ii) Interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows: *Rs in million*

	As at 31 March 2020	As at 31 March 2019
Fixed rate instruments		
Financial liabilities	3,829.01	2,255.85
Variable rate instruments		
Financial liabilities	1,299.45	1,259.67

Sensitivity analysis

Fair value sensitivity analysis for fixed-rate instruments

The Company does not have any significant impact on interest cost on the fixed rate instruments as it is not recognised at fair value.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

Rs in million

Particulars	Impact on profit or loss	
	31 March 2020	31 March 2019
Interest rates - increases by 100 bps	(12.99)	(24.12)
Interest rates - decreases by 100 bps	12.99	24.12

35 Capital management

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

The Company monitors capital using a ratio of net debt to equity. For this purpose, net debt is defined as total liabilities, comprising borrowings, trade payables and other liabilities less cash and cash equivalents. Equity comprises all components of equity. The Company's net debt to equity ratio at 31 March 2020 was as follows.

Rs in million

Particulars	As at 31 March 2020	As at 31 March 2019
Borrowings	5,267.88	3,529.68
Trade payables	13.43	18.62
Other payables	-	-
Less: cash and cash equivalents	19.57	21.00
Net debt	**5,261.74**	**3,527.30**
Equity and reserves	31,736.69	18,083.35
Total equity	**31,736.69**	**18,083.35**
Net debt to equity ratio	**0.17**	**0.20**

36 Reconciliation of movements of liabilities to cash flows arising from financing activities

	Liability
	Loans
Balance as at 31 March 2019	3,515.51
Proceeds from borrowings	1,705.78
Proceeds from issue of debentures	-
Redemption of debentures	-
Total changes from financing activities	**5,221.29**
Other changes:-	
Liability-related	
Interest expense	982.73
Interest paid	(977.05)
Balance as at 31 March 2020	**5,226.97**

37 The Company primarily derives its revenue from running or operating resorts and/ or managing hotels, sale of coffee beans and providing consultancy services. During the year ended 31 March 2020, the Company derived an exceptional gain of Rs. 15,037.96 million, net of transaction costs from sale of its investment in Mindtree Limited (refer note 28). Thus, the financial income of the Company earned during the year ended 31 March 2020 constitutes more than 50% of its total income and financial assets constitutes more than 50% of its total assets as at 31 March 2020, thereby requiring the Company to register itself as a Non-Banking Financial Company ('NBFC') with the Reserve Bank of India (RBI) as per the requirements of Section 45- IA of Reserve Bank of India Act, 1934. On 13 March 2020, the Company has made an application to the Deputy General Manager of the Department of Non-Banking Supervision requesting for a one-time exemption from obtaining registration as NBFC under the provisions of RBI. As of the date of this Statement, the Company is awaiting response from RBI.

38 These standalone financial Statements for the year ended 31 March 2020 have been prepared on a going concern basis in view of the positive net worth of the Company amounting to Rs.31,737 million as at 31 March 2020, significant value in diversified portfolio of investments held in subsidiaries / joint ventures / associates, established track record of the Company to monetize it's assets as demonstrated by sale of stake in Mindtree Limited (refer note 28 of this Statement), sale of Global Village Tech Park owned by its wholly-owned subsidiary Tanglin Developments Limited, sale of stake in Way2Wealth Group entities , profitable resorts operations and consequential ability to service the obligations.

39 COVID-19 Impact

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries,businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

COVID19 is significantly impacting business operation of the companies, by way of interruption in supply chain disruption, unavailability of personnel,closure/lockdown of Hospitality services,Travel bans etc. On 24th March, 2020, the Government of India ordered a nationwide lockdown intially for 21 days which further got extended till 1st June2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities.

In assessing the recoverability of Company's assets such as Investments, Loans, Trade receivables etc. the Company has considered internal and external information. The Company has performed sensitivity analysis on the assumptions used basis the internal and external information/indicators of future economic conditions, the Company expects to recover the carrying amount of the assets.

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasaraty V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

To,

Members of

Coffee Day Enterprises Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the consolidated financial statements of Coffee Day Enterprises Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as 'the Group'), its associates and its joint ventures, which comprise the consolidated balance sheet as at March 31, 2020, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, on account of the matters described in the Basis for Disclaimer of Opinion paragraph, we are unable to obtain sufficient appropriate audit evidence to provide a basis for conclusion of the consolidated financial statement and hence we do not express a conclusion on the consolidated financial statement.

Basis for Disclaimer of Opinion

1. Disclaimer of opinion has also been expressed in the reports of the Holding Company due to non-compliance to the provisions of Companies Act with regard to preparation of the consolidated financial statements. It is observed that there has been a change in the percentage of shares held by the Company in three of its subsidiaries as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares by the lenders of the subsidiaries (Refer Note 62 of the Consolidated Financial Statements). However, while considering the amount invested in the subsidiaries, the Management of the Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company. However, these shares have been transferred to such lenders before March 31, 2020. Consequently, the impact of the said transfer (of Rs.156 crores) on the standalone financial statements is not correctly reflected.

   Further, the impact of the aforesaid on the consolidated financial statements of the Company, including but not limited to the profit attributable to the non-controlling interest in the Company are also not correctly reflected. Accordingly, the said treatment by the Company is not in line with the provisions of the Companies Act, 2013 and the requirements of the Indian Accounting Standards applicable on the Company.

2. In respect of the Holding Company and some of the subsidiaries, there are instances of non-compliance with certain debt covenants and defaults in repayment of interest and borrowing as per the schedule of repayment. However, we are unaware of any consequent action, if any taken by bankers/ lenders as provided in the relevant loan agreements (refer note 23A of the consolidated financial statement). We are therefore unable to comment on the consequential adjustments that might impact this statement on account of non-compliance with debt covenants.

3. Impairment for Goodwill of INR 375 Crore arising on consolidation has not been considered in the consolidated financial statement (Refer note 6 of the consolidated financial statement). The valuation report assessing the value of the said intangible asset has also not been provided to us. The above impairment is required by Ind AS 36, 'Impairment of Assets', in view of the developments during the period including the investigation report submitted to the company. We are therefore unable to comment on whether any provisions on account of impairment is required and the impact of the same on this statement.

4. Auditors of 4 subsidiaries which in turn has 3 step-down subsidiaries (constituting 61% of revenue), based on their review, have issued a disclaimer of conclusion/qualification due to the possible impact of the recoverability of dues from Mysore Amalgamated Coffee Estates Limited ('MACEL'), a related party which in aggregate has a group exposure to the extent of Rs. 3,513 Crores as detailed in note 57 of the Consolidated Financial Statement.

5. Auditors of 3 subsidiaries, based on their review, have issued a disclaimer of conclusion due to doubts on the recoverability of dues from 3 parties classified under other advances along with certain capital advance, supplier and debtor balances aggregating to Rs.364 crores (refer to note 42 of the Consolidated Financial Statement).

6. Further, the component auditor of the subsidiary company has also highlighted non-compliance to the Indian Accounting Standards governing Investment Property, on the grounds that the subject properties have not been valued in with the methodology prescribed under the applicable Accounting Standard, but as per the value prescribed by the Government of Karnataka (Refer Note 5C of the Consolidated Financial Statement).

7. Auditor of 1 subsidiary which in turn has 14 step-down subsidiaries and 2 joint (constituting 29% of revenue), based on their review, have issued a qualified opinion due to acute liquidity crunch in one of its step-down subsidiaries, as qualified by the respective component auditor of the step-down subsidiary, and also due to the liquidity crunch faced by the Company itself as evidenced by losses incurred during the year, excess of current excess of current liabilities over current assets, loans due for repayment of the subsidiary and other step-down entities for which the holding company was the guarantor.

8. The auditor of another subsidiary has also highlighted that the Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and has sought a one-time exemption of the same and response from the Reserve Bank of India (RBI) is awaited (Refer Note 59 of the Consolidated Financial Statement).

9. In a letter dated July 27, 2019 signed by late Mr. V. G. Siddhartha, the Promoter and then Chairman and Managing Director of the Parent Company, which has come to light, it was inter-alia stated that the Management and auditors were unaware of all his transactions. Attention is drawn to Note 57 of the Consolidated Financial Statement, wherein, consequently, the Board of Directors have initiated an investigation into the circumstances leading to the statements made in the letter and to scrutinize the books of accounts of the Company and its subsidiaries. The investigation report submitted on July 24, 2020 has concluded that a sum of INR 3,535 Crore is due from MACEL a related entity to the subsidiaries of CDEL as on July 31, 2019. The report further concludes that out of this sum, INR 842 Crore was due to the subsidiaries as on March 31, 2019 and the balance sum of INR 2,693 Crore is the incremental outstanding which needs to be addressed. Further, the Board of the Company in the board meeting on August 21, 2020, appointed Retired Hon'ble Justice Sri K L Manjunath, former Judge of Hon'ble High Court of Karnataka to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. The future course of action will be decided by the Management based on the decision taken by the Hon'ble Justice Sri K L Manjunath. We are unable to comment on the appropriateness of the transactions, including regulatory non-compliances, if any, and the recoverability of the amounts due in the absence of requisite evidence not being made available to us and its impact to the Consolidated Financial Statement.

Material uncertainty relating to Going Concern

The Consolidated Financial Statements of the Group have been prepared by the Management and Board of Directors using the going concern assumption (Refer Note 60 of the Consolidated Financial Statement). The matters detailed in the above paragraphs may have a consequential implication on the

Group's ability to continue as a going concern. Further, the material uncertainty over using the Going Concern assumption has also been established by several other component auditors of the Group, as well. However, the Group is confident of meeting its obligations in the normal course of business and accordingly the accounts of the Group have been prepared on a Going Concern Basis.

Disclaimer of Conclusion

In view of the nature of the matters described in paragraph 'Basis for disclaimer of conclusion' above for which absence of sufficient evidence has resulted in limitation on work and the consequent adjustments not being determined and based on the consideration of the audit reports of the other auditors referred to in paragraph 'Emphasis of Matter' below, we are unable to state whether the accompanying consolidated financial statement has been prepared in accordance with the recognition and measurement principles laid down in the relevant Indian Accounting Standards and other accounting principles generally accepted in India, or that the Consolidated Financial Statement discloses the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement. Thus, we express a disclaimer of conclusion on the accompanying Consolidated financial statements.

Emphasis of Matter

1. The Parent Company has also received a notice from Registrar of Companies, Karnataka, calling for information in connection with a proposed enquiry under Section 206 of the Companies Act, 2013. Which has been responded to by the company. Pending the outcome of the enquiry and related proceedings, we are unable to comment on the impact of the same on the Consolidated Financial Statement.

2. The Parent Company and one subsidiaries has filed an application seeking a onetime exemption from registering itself as a Non-Banking Financial Company (NBFC) as required by Section 45-IA of the Reserve Bank of India Act, 1934 and other related provisions (Refer Note 59 of the Consolidated Financial Statement). As at the date of this Consolidated Financial Statement a response from the Reserve Bank of India is awaited. In the absence of such exemption, we are unable to comment on the compliance with the aforesaid regulations and consequential impact, if any on this Consolidated Financial Statement.

3. In case of 1 subsidiary, which in turn has 24 subsidiaries and 2 joint ventures, the subsidiary has entered into definitive binding agreement with prospective buyer on September 12, 2019 for the sale of Global Village Undertaking and the first phrase of the transaction is concluded on March 27, 2020 (Refer Note 46 III of the Consolidated Financial Statement).

4. In case of 1 subsidiary, which in turn has 24 subsidiaries and 2 joint ventures, the subsidiary has entered into definitive binding agreement with prospective buyer on January 10, 2020 for the sale of Way2Wealth Securities Private Limited including its certain subsidiaries (Refer Note 46 IV of the Consolidated Financial Statement).

5. In case of 1 subsidiary, which in turn has 24 subsidiaries and 2 joint ventures, the subsidiary has not charged interest for the loans to related parties. However, the same is not consistent as compared to earlier periods. The same has also been emphasized in the report of another step-down subsidiary of the Company.

6. In case of 1 subsidiary, which in turn has 14 subsidiaries and 2 joint ventures, and in case of one of the step-down subsidiaries of the subject subsidiary, the concerned auditors have emphasized that the subsidiary has not serviced debt on due dates to the banks and financial institutions owing to acute liquidity crunch.

7. Further, the auditor in respect of 1 subsidiary, which in turn has 6 step-down subsidiaries, the component auditors have drawn attention to the fact that the subsidiary has assessed the recoverability and realization of all assets and has written off balances to the tune of Rs. 56.14 Crores in respect of certain advances and receivables, vide Board resolution dated September 2, 2019. The same is shown as 'Bad debts written off' under other expenses in the financial statements (Refer Note 46 IV(a) of the Consolidated Financial Statements). Further, the component auditors in respect of 3 step-down subsidiaries of the said subsidiary have drawn attention to the fact that the Company is awaiting the results of the ongoing investigation referred to in paragraph 14 of the basis of opinion paragraph above.

8. The auditor of one subsidiary has emphasized on the outstanding income tax demand of Rs. 41.54 crores for AY 2019-20 and advance tax liability of Rs. 40.14 crores for AY 2020-21.

9. The auditor of one step-down subsidiary, which in turn has two foreign subsidiaries, in their consolidated report, have emphasized on the provision of credit loss created by the Company. Further, the auditors, in the standalone report of the entity have also drawn attention to the disclosures in the Consolidated Financial Statements which describes the reason and effect of impairment of assets by the Company due to discontinuance of a business.

10. The financials results of Sical Logistics Limited ('SLL') and its subsidiaries are consolidated along with the results of the Group for the year ending March 31, 2020 on the basis of the control exercised by the Group over the Board of Directors of SLL, even though the shareholding of the

Group in SLL has fallen below the prescribed 50% (Refer Note 61 of the Consolidated Financial Statement).

11. The auditor of one of the subsidiary and step-down subsidiaries of the Company have emphasized that the audit has been performed remotely due to the ongoing COVID-19 pandemic.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How the matter was addressed in our audit
Revenue recognition Refer 3(a) of the notes to the consolidated financial statements for the revenue recognition policies followed by the Group. The Group, through its subsidiary Coffee Day Global Limited earns a significant portion of revenue from sale of products (Coffee and related business) which comprise: - Sale of coffee beans - Sale of food, beverages and other items - Sale of merchandise items - Sale of traded goods We identified revenue recognition as a key audit matter because the Group and its external stakeholders focus on revenue from coffee and related business as a key performance indicator. This could create an incentive for revenue to be overstated or recognised before the point of recognition.	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures were applied in this area, among others to obtain sufficient appropriate audit evidence: • We assessed the appropriateness of the revenue recognition accounting policies by comparing with applicable accounting standards. • We evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to revenue recognition on selected transactions. • We performed substantive testing of underlying documents on selected samples of revenue transactions, recorded during the year using statistical sampling. • We carried out analytical procedures on revenue recognised during the year to inquire on unusual variances, if any. • We tested, on a sample basis, specific revenue transactions recorded before and after the financial year end date to determine

	whether the revenue had been recognised in the appropriate financial period. • We tested manual journal entries posted to revenue account to identify unusual items, if any.
Identification and compliance of related party transactions (RPT's) The Group has numerous transactions with related parties during the year. The related party balances as at March 31, 2020 and related party transactions are disclosed in note 51 to the consolidated financial statements. Transactions with related parties mainly comprise transactions between the Group and other entities which are directly / indirectly controlled by the shareholders with significant influence of the Group. We identified related party transactions as a key audit matter because of risks with respect to completeness of disclosures made in the consolidated financial statements; compliance with statutory regulations governing related party relationships such as the Companies Act 2013 and SEBI Regulations and the judgment involved in assessing whether transactions with related parties are undertaken at arms' length	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures were applied in this area, among others to obtain sufficient appropriate audit evidence: • We tested key controls to identify and disclose related party relationships and transactions in accordance with the relevant accounting standard and also tested controls on the required approval process of such related party transactions. • We carried out an assessment of compliance with the listing regulations and the regulations under the Companies Act, 2013, including checking of approvals as specified in Sections 177 and 188 of the Companies Act, 2013 with respect to the related party transactions. In cases where the matter was subject to varied interpretations, we have relied on opinions obtained by management from independent legal practitioners. • We considered the adequacy and appropriateness of the disclosures in the consolidated financial statements, relating to the related party transactions. • For transactions with related parties, we inspected relevant ledgers, agreements and other information that may indicate the existence of related party relationships or transactions. We also tested completeness of related parties with reference to the various

	registers maintained by the Company statutorily. • We have tested on a sample basis, Management's assessment of related party transactions for arm's length pricing.
Adoption of Ind AS 116 - Leases As described in Note 3(l) to the Consolidated Financial Statements, the Company has adopted Ind AS 116 – Leases (Ind AS 116) in the current year. The application and transition to this accounting standard is complex and is an area of focus in our audit. Ind AS 116 introduces a new lease accounting model, wherein lessees are required to recognize a right-of-use (ROU) asset and a lease liability arising from a lease on the balance sheet. The lease liabilities are initially measured by discounting future lease payments during the lease term as per the contract/ arrangement. Adoption of the standard involves significant judgements and estimates including, determination of the discount rates and the lease term. Additionally, the standard mandates detailed disclosures in respect of transition. Refer Note 50.	**Our audit procedures on adoption of Ind AS 116 include:** • Assessed and tested new processes and controls in respect of the lease accounting standard • Assessed the Company's evaluation on the identification of leases based on the contractual agreements and our knowledge of the business; • Evaluated the reasonableness of the discount rates applied in determining the lease liabilities **Upon transition as at April 1, 2019:** • Evaluated the method of transition and related adjustments; • Tested completeness of the lease fata by reconciling the Company's operating lease commitments to data used in computing ROU asset and the lease liabilities **On a statistical sample, we performed the following procedures:** • Assessed the key terms and conditions of each lease with underlying lease contracts; and • Evaluated computation of lease liabilities and challenged the key estimates such as, discount rates and the lease term. Assessed and tested the presentation and disclosures relating to Ind AS 116 including disclosures.

Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (revenue accounting standard) of Sical Logistics Limited, a subsidiary of the Holding Company Recognition of revenue is complex due to several types of customer contracts including port handling contracts, surface mining and overburden removal contracts, integrated and retail logistics contracts, etc. The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. Refer Notes 3(a) to the Consolidated Financial Statements	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures in this area were applied, among others to obtain sufficient appropriate audit evidence: • Assessed the Group's process to identify the impact of adoption of the new revenue accounting standard. • Evaluated the design of key controls and operating effectiveness of the relevant key controls with respect to implementation of the revenue accounting standard. • Challenged the key judgment made by the management relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. • Evaluated the impact of the new standard on a sample basis on continuing and new contracts and comparing the same with the management's evaluation and assessment of the new standard. Evaluating the adequacy of the consolidated financial statement disclosures.
Existence and impairment of Trade Receivables of Sical Logistics Limited, a subsidiary of the Holding Company Trade Receivables are significant to the Group's consolidated financial statements. The collectability of trade receivables is a key element of the Company's working capital management, which is managed on an ongoing basis by its management.	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures in this area were applied, among others to obtain sufficient appropriate audit evidence: • Evaluated the design and implementation of key controls in place around the calculation of loss provisioning including the validation of management estimates.

In few cases trade receivables are overdue as matters are pending with Arbitration Tribunal/ Conciliation Committee. Owing to interpretation in certain contractual terms, the receivables are overdue and are referred for decision by Arbitration Tribunal/Conciliation Committee. However, Management is confident of recovering the dues. In calculating the Expected Credit Loss as per Ind AS 109 – "Financial Instruments", the subsidiary Company has also considered the estimation of probable future customer default and has taken into account an estimation of possible effect from the pandemic relating to COVID 19 Given the magnitude and judgment involved in the impairment assessment of trade receivables, we have identified this as a key audit matter.	• Reviewed and challenged the information used to determine the impairment allowance by considering cash collection performance against historical trends and the level of impairment allowance over time. • Evaluated management's assumptions in determining the provision for impairment of trade receivables, by analysing the ageing of receivables, contractual terms, assessing significant overdue trade receivables and specific local risks, combined with the legal documentations, where applicable. • Evaluated the adequacy of the disclosures made in the consolidated financial statements and found appropriate.
Tax litigations – provisions and contingencies of Sical Logistics Limited, a subsidiary of the Holding Company The Company has material uncertain tax positions and litigations including matters under dispute, pending at various forums which involves significant judgment to determine the possible outcome of these disputes.	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures in this area were applied, among others to obtain sufficient appropriate audit evidence: • Tested the effectiveness of key controls around the recording and assessment of tax provisions and contingent liabilities. • We used our own tax specialists to assess the value of the provisions and contingent liabilities in light of the nature of the exposures, applicable regulations and related correspondences with the authorities. • We assessed the relevant historical and recent judgments passed by the court authorities. • Obtained Management's assessment of the open cases and compared the same to the assessment of our tax specialists to assess

	the reasonableness of the provision or contingency. • Considered the adequacy of the Company's disclosures made in relation to taxation related provisions and contingencies in the consolidated financial statements.
Recognition and measurement of deferred taxes of Sical Logistics Limited, a subsidiary of the Holding Company The recognition and measurement of deferred tax items requires determination of temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. Temporary differences may be either taxable temporary differences or deductible temporary differences.	In view of the significance of the matter the auditor of the subsidiary has reported that the following audit procedures in this area were applied, among others to obtain sufficient appropriate audit evidence: • We tested the effectiveness of key controls around the recognition and measurement of deferred tax. • Assessing the Group's deferred tax models including testing the mathematical accuracy of the Group's calculation, assessment of the items leading to recognition of deferred tax in light of prevailing tax laws and applicable financial reporting standards. • Considered the adequacy of the Company's disclosures made in relation to taxation related provisions and contingencies in the consolidated financial statements.
Inventory of Sical Logistics Limited, a subsidiary of the Holding Company Management judgement is required to establish the carrying value of inventory particularly in relation to determining the appropriate level of provisions in relation to obsolete and surplus items	In view of the significance of the matter the auditor of the subsidiary has reported that: Physical Verification of Inventory was not conducted on March 31, 2020 owing to the lockdown. Accordingly, necessary alternative audit procedures have been conducted to conclude that inventory is free of material misstatements. With respect to the Net Realizable value of Inventory, the Company has provided Management Representations that there is no significant impact on account of

	COVID19 as all contracts are based on fixed prices. Audit procedures include testing the inventory provisions, we assessed the management control and estimation of inventory provisions and their appropriateness. Based on the audit procedure performed, no material discrepancies were identified.

Other Matters

1. We did not audit the financial statements of forty subsidiaries whose financial statements reflect total assets of Rs. 9,315.65 crore as at March 31, 2020, total revenues of Rs. 2,650.74 crore and net cash outflows amounting to Rs. 2,198 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of Rs. 14.08 crore for the year ended March 31, 2020, in respect of two associates and two joint ventures, whose financial statements have not been audited by us. These consolidated financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates is based solely on the audit reports of the other auditors.

2. Certain of these subsidiaries/associates and joint ventures are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries/associates and joint ventures located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our opinion in so far as it relates to the balances and affairs of such subsidiaries/associates and joint ventures located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by the respective auditors.

3. The financial results of 5 subsidiaries which are yet to commence operations for the year ended March 31, 2020, as considered in the consolidated financial statement have not been reviewed either by us/ other auditors. However, the relevant financial information of these entities has been approved by the Management of the Parent Company. According to the information and explanations given to us by the Management, these financial results are not material to the Group.

4. Corresponding figures for the year ended March 31, 2019 have been audited by another auditor who has expressed an unmodified opinion dated May 24, 2019 on the consolidated financial statements of the Company for the year ended March 31, 2019.

5. The physical inventory verification in case of one subsidiary was done by the Management due to the lockdown and was verified by the component auditors using alternate audit procedures.

6. We further draw your attention to the Note No. 63 to the Consolidated Financial Statement, which describes the extent to which the COVID-19 pandemic will impact the company's financial results. The same will depend on future developments, which are highly uncertain.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

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Responsibility of the Management and those charged with Governance for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective management and Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures is responsible for overseeing the Company's financial reporting process of each Company.

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

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

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 consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its associates and joint ventures to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for the direction, supervision and performance of the audit of financial information of such entities. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirement

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on consolidated financial statements of such subsidiaries, associates and joint ventures as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:
    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements, except as stated in Basis for disclaimer conclusion section;
    b. Except for the possible effects of the matters described in the Basis of disclaimer conclusion section above, 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 consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the books of account.

d. Except for the effects of the matter described in Basis for disclaimer conclusion and the Emphasis of Matter Section above, in our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.

e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary and associates companies and joint ventures incorporated in India, none of the directors of the Group, its associates and joint ventures incorporated in India is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

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

2. With respect to the matter to be included in the Auditors' Report under section 197(16), in our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies, associate companies and joint ventures incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company, its subsidiary companies, associate companies and joint ventures to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company, its subsidiary companies, associate companies and joint ventures is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, associates and joint ventures, as noted in the 'Other Matters' paragraph:

   a. The consolidated financial statements disclose the impact of pending litigations as at March 31, 2020 on the consolidated financial position of the Group, its associates and joint ventures. Refer Note 44 to the consolidated financial statements;

   b. The Group, its associates and joint ventures did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2020; and

c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies, associate companies and joint ventures incorporated in India during the year ended March 31, 2020.

For Venkatesh & Co.,

Chartered Accountants

Firm registration number: 004636S

CA Dasaraty V

Partner

Membership Number: 026336

UDIN:

Chennai, November 25, 2020

Annexure A to the Independent Auditors' report on the consolidated financial statements of Coffee Day Enterprises Limited for the year ended March 31, 2020

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls with reference to consolidated financial statements of Coffee Day Enterprises Limited (hereinafter referred to as 'the Holding Company') and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, its associate companies and its joint venture companies, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the consolidated financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

Basis for Disclaimer of Opinion

Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion paragraph in our main audit report, we are unable to comment on the effectiveness of the internal financial controls over financial reporting with reference to these Ind AS consolidated financial statements as at March 31, 2020 and whether such internal financial controls were operating effectively. Accordingly, we do not express an opinion on the internal financial controls over financial reporting with reference to the consolidated financial statements of the Company.

Disclaimer of Opinion

Due to the possible effects of the matters described in the "Basis for Disclaimer of Opinion" paragraph above, we are unable to obtain sufficient and appropriate evidence to provide a basis for our opinion on whether the Company has adequate internal financial controls over financial reporting with reference to these Ind AS consolidated financial statements as at March 31, 2020.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to forty subsidiary companies, one associate companies and four joint venture companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

We would also like to highlight that the auditors of one of the subsidiary companies have issued a qualified opinion on the internal financial controls maintained by the said subsidiary entity on account of non-compliance with the provisions of the Companies Act, 2013 and the related rules therein with regard to preparation of the consolidated financial statements under Division II of Schedule III to the Act.

For Venkatesh & Co.,

Chartered Accountants

Firm registration number: 004636S

CA Dasaraty V

Partner

Membership Number: 026336

UDIN:

Chennai, November 25, 2020

Coffee Day Enterprises Limited
Consolidated balance sheet

ASSETS	Note	As at 31 March 2020	Rs in crores As at 31 March 2019
Non-current assets			
Property, plant and equipment	4	2,339.96	2,034.12
Capital work-in-progress	4	1,286.60	1,062.56
Investment property	5	85.39	812.06
Investment property under development	5	0.70	157.11
Goodwill	6	374.80	509.10
Other intangible assets	7	22.06	39.60
Intangible assets under development	7	-	3.46
Equity accounted investees	8A	41.86	55.02
Financial assets			
- Investments	8B	451.29	9.21
- Loans	10	84.50	113.72
- Other non-current financial assets	11	3.55	50.94
Deferred tax assets, (net)	12	241.34	77.33
Non-current tax assets, (net)		4.10	3.85
Other non-current assets	13	324.77	1,041.46
Total non-current assets		**5,260.92**	**5,969.54**
Current assets			
Inventories	14	75.53	112.20
Financial assets			
- Investments	15	-	112.40
- Trade receivables	9	287.11	570.59
- Cash and cash equivalents	16	92.61	2,127.47
- Bank balances other than cash and cash equivalents	17	7.18	239.43
- Loans	18	2,321.29	918.69
- Other current financial assets	19	1,167.44	123.30
Current tax assets, (net)		94.29	78.16
Other current assets	20	143.62	320.28
		4,189.07	**4,602.52**
Assets held for sale	46	78.36	687.01
Total current assets		**4,267.43**	**5,289.53**
Total assets		**9,528.35**	**11,259.07**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	21	211.25	211.25
Other equity	22	4,092.29	2,317.83
Equity attributable to owners of the Company		**4,303.54**	**2,529.08**
Non-controlling interests		633.98	637.06
Total equity		**4,937.52**	**3,166.14**
Non-current liabilities			
Financial liabilities			
- Borrowings	23	1,235.24	2,657.75
- Other financial liabilities	24	666.24	111.32
Provisions	25	8.54	18.44
Deferred tax liabilities, (net)	26	8.52	20.47
Other non-current liabilities	27	-	33.90
Total non-current liabilities		**1,918.54**	**2,841.88**
Current liabilities			
Financial liabilities			
- Borrowings	28	824.24	3,889.63
- Trade payables	29		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		367.05	141.94
- Other financial liabilities	30	1,365.10	1,106.00
Provisions	31	8.30	5.36
Current tax liabilities, (net)	32	81.35	55.02
Other current liabilities	33	26.25	53.10
Total current liabilities		**2,672.29**	**5,251.05**
Total equity and liabilities		**9,528.35**	**11,259.07**
Significant accounting policies	3		

The notes referred to above form an integral part of the consolidated financial statements
As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasarathy V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R. Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Consolidated statement of profit and loss

	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
			Rs in crores
Income			
Revenue from operations	34	2,552.44	3,568.91
Other income	35	100.57	172.72
Total income		**2,653.01**	**3,741.63**
Expenses			
Cost of materials consumed	36	701.55	764.23
Cost of integrated logistics services	37	829.21	1,166.35
Purchases of stock-in-trade		2.30	233.00
Changes in inventories of finished goods, stock-in-trade and work-in-progress	38	16.45	(4.17)
Employee benefits expense	39	405.53	427.17
Finance costs	40	519.09	353.05
Depreciation and amortization expense	41	430.04	269.52
Other expenses	42	975.35	530.77
Total expenses		**3,879.52**	**3,739.92**
Profit before exceptional item, share of profit of equity accounted investees and tax		**(1,226.51)**	**1.71**
Exceptional items	46	1,941.95	98.10
Profit before share of profit of equity accounted investees and tax		**715.44**	**99.81**
Share of profit from equity accounted investees (net of income tax)	46	(14.08)	86.96
Profit before tax		**701.36**	**186.77**
Tax expense:	43A		
- Current tax		91.27	71.24
- Deferred tax (including MAT credit entitlement)		(69.31)	(39.37)
Profit (Loss) for the period from continuing operations		**679.40**	**154.90**
Profit/(loss) from discontinued operations		1,102.28	26.22
Tax expense of discontinued operations	43A	(66.83)	33.89
Profit/(loss) from Discontinued operations (after tax)		**1,169.11**	**(7.67)**
Profit for the year		**1,848.51**	**147.23**
Other comprehensive income:			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurements of defined benefit plan actuarial gains/ (losses)		1.91	0.01
Net changes in fair value of equity instruments through other comprehensive income		9.62	0.02
Share of other comprehensive income in associates and joint ventures, to the extent not to be classified into profit or loss		(0.31)	2.39
		11.22	**2.42**
Income tax relating to items that will not be reclassified to profit or loss	43B	(2.77)	0.01
Items that will be reclassified subsequently to profit or loss:			
Exchange difference in translating financial statements of foreign operations		(0.26)	0.84
Share of other comprehensive income in associates and joint ventures, to the extent will be reclassified into profit or loss		-	-
Effective portion of gains and losses on hedging		-	-
		(0.26)	**0.84**
Income tax relating to items that will be reclassified to profit or loss	43B		-
Other comprehensive income for the year from continuing operations		**8.19**	**3.27**
Other comprehensive income for the year from discontiued operations		(8.18)	**(1.83)**
Tax expense of discontinued operations	43B	(0.76)	0.05
Other comprehensive income for the year from Discontinued operations (after tax)		**(7.42)**	**(1.88)**
Other comprehensive income for the year		**0.77**	**1.39**
Total comprehensive income for the year		**1,849.28**	**148.62**
Profit attributable to:			
- Owners of the company		1,883.53	127.51
- Non- controlling interests		(35.02)	19.72
Other comprehensive income attributable to:			
- Owners of the company		3.15	0.73
- Non- controlling interests		(2.38)	0.66
Total comprehensive income attributable to:			
- Owners of the company		1,886.68	128.24
- Non- controlling interests		(37.40)	20.38
Earnings per equity share:	45		
- Basic		89.16	6.03
- Diluted		89.16	6.03
Significant accounting policies	3		

The notes referred to above form an integral part of the consolidated financial statements
As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasarathy V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R. Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Consolidated statement of cash flow

		Rs in crores
	For the year ended 31 March 2020	**For the year ended 31 March 2019**
Cash flows from operating activities		
Profit for the year before tax		
Continuing operations	701.36	186.77
Discontinued operations	1,102.28	26.22
Adjustments:		
- Exceptional items	(1,941.95)	(98.10)
- Share of profit from equity accounted investees in the statement of profit and loss	14.08	(86.96)
- Depreciation and amortization expense	430.04	269.52
- Finance cost (including financial liabilities at amortised cost)	519.09	353.05
- Interest income (including financial assets at amortised cost)	(23.52)	(107.62)
- Allowance for expected credit losses	40.74	18.03
-Allowance for doubtful debts reversal	(6.97)	-
- Dividend income on financial assets	(0.04)	-
- Liability no longer required written back	(3.74)	-
- (Profit) / loss on sale of property, plant, equipment and intangibles assets	(10.91)	(0.88)
-Impairement	2.46	-
-Provision for diminution in value of investment	1.54	-
-Provision for doubtful advance	276.94	-
-Provision for Supplier Advances	46.17	-
- Stock compensation expense	0.16	(0.05)
- Provision for impairment of goodwill	133.85	-
- (Profit) / loss on sale of investments	(2.20)	(41.97)
- Bad debts written off	7.31	9.41
- Advance written off	-	0.76
- Excess provision written back	(8.34)	(9.71)
-Non cash items of assets held for sale	14.05	12.03
Operating cash flow before working capital changes	**1,292.40**	**530.50**
Changes in		
- Trade receivables	241.35	(108.53)
- Current and non-current loans	(35.20)	36.12
- Other current financial assets	(1,026.60)	22.42
- Other current and non-current assets	136.73	(76.66)
- Inventories	36.67	(16.60)
- Trade payables	232.60	9.43
- Current and non-current provisions	(2.46)	3.86
- Other current and non-current liabilities	(156.79)	(26.87)
- Other current and non-current financial liabilities	(8.85)	94.45
Cash generated from operations	**709.85**	**468.12**
Effect of exchange differences on translation of foreign subsidiaries operations	(0.26)	0.84
Income taxes paid	(98.22)	(93.75)
Cash generated from operations [A]	**611.37**	**375.21**
Cash flows from investing activities		
Purchase of property, plant, equipment and intangibles assets	-	(794.54)
Proceeds from sale of property, plant, equipment and intangibles assets	1,216.71	2.10
Acquisition of investment property	-	(97.92)
Proceeds from sale of equity accounted investees and other investments	2,288.46	50.65
Loans given to related parties	(1,500.58)	(789.39)
Withdrawal of/(Additional) fixed deposits made	167.28	(108.88)
Interest received	27.07	107.49
Dividends received	0.04	31.22
Net cash used in investing activities [B]	**2,198.98**	**(1,599.27)**
Cash flows from financing activities		
Proceeds from long-term and short-term borrowings	586.28	7,831.36
Repayments of long-term and short-term borrowings	(4,961.91)	(5,732.51)
Interest paid (including fair value changes on financial liabilities at amortised cost)	(406.64)	(380.15)
Lease liabilities paid	(188.19)	-
Net cash generated from financing activities [C]	**(4,970.46)**	**1,718.70**
Increase in cash and cash equivalents		
Cash and cash equivalents at the beginning of the year	1,918.87	1,424.23
Movement in cash and cash equivalents [A +B +C]	(2,160.11)	494.64
Cash and cash equivalents at the end of the year	**(241.24)**	**1,918.87**
Cash and Cash equivalents for discontinued operations(Assets held for sale)	30.27	-
Cash and cash equivalents at the end of the year	**(271.51)**	**1,918.87**

Coffee Day Enterprises Limited
Consolidated statement of cash flow

	For the year ended 31 March 2020	Rs in crores For the year ended 31 March 2019
Components of cash and cash equivalents (refer note 16, 28 and 30)		
Cash in hand	1.50	5.55
Balances with banks		
- in current accounts	54.27	1,453.79
- in fixed deposits	36.07	666.33
- in escrow account	0.77	1.80
Less: Book overdraft	(35.55)	(54.66)
Less: Bank overdraft	(328.57)	(153.94)
Total cash and cash equivalents	**(271.51)**	**1,918.87**

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasarathy V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R. Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Consolidated statement of changes in equity

As at 31 March 2019 | **Rs in crores**

Particulars	Equity share capital	Other equity												Equity attributable to owners of the company	Non-controlling interests	Total equity
		Reserves and surplus								Other comprehensive income						
		Debenture redemption reserve	General reserve	Share options outstanding account	Reserve fund (As per 45IC of Reserve Bank of India, 1934)	Capital reserve	Non-controlling interest reserve	Securities premium	Retained earnings	Foreign currency translation reserve	Equity instruments through other comprehensive income	Cash flow hedges	Other items of other comprehensive income			
Balance as at 1 April 2018	**211.25**	**50.15**	**6.40**	**0.12**	**0.42**	**30.99**	**(141.67)**	**2,314.82**	**(78.53)**	**(0.36)**	**(2.98)**	**(0.78)**	**(12.22)**	**2,377.61**	**637.85**	**3,015.46**
Changes in total comprehensive income:																
Profit during the year	-	-	-	-	-	-	-	-	127.51	-	-	-	-	127.51	19.72	147.23
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	-	-	1.58	(2.73)	-	1.88	0.73	0.66	1.39
Contributions and distributions:																
Transfer to debenture redemption reserve	-	11.94	-	-	-	-	-	-	(11.94)	-	-	-	-	-	-	-
Transfer to reserve fund	-	-	-	-	0.25	-		-	(0.25)	-	-	-	-	-	-	-
Share options forfieted	-	-	0.05	(0.05)	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-		-	-	-	-	(0.78)	-	-	0.78	-	-	-	-
Change in ownership without change in control	-	-	-	-	-	-	23.23	-	-	-	-	-	-	23.23	(21.17)	2.06
Balance as at 31 March 2019	**211.25**	**62.09**	**6.45**	**0.07**	**0.67**	**30.99**	**(118.44)**	**2,314.82**	**36.01**	**1.22**	**(5.71)**	**-**	**(10.34)**	**2,529.08**	**637.06**	**3,166.14**

As at 31 March 2020 | **Rs in crores**

Particulars	Equity share capital	Other equity												Equity attributable to owners of the company	Non-controlling interests	Total equity
		Reserves and surplus								Other comprehensive income						
		Debenture redemption reserve	General reserve	Share options outstanding account	Reserve fund (As per 45IC of Reserve Bank of India, 1934)	Capital reserve	Non-controlling interest reserve	Securities premium	Retained earnings	Foreign currency translation reserve	Equity instruments through other comprehensive income	Cash flow hedges	Other items of other comprehensive income			
Balance as at 1 April 2019	**211.25**	**62.09**	**6.45**	**0.07**	**0.67**	**30.99**	**(118.44)**	**2,314.82**	**36.01**	**1.22**	**(5.71)**	**-**	**(10.34)**	**2,529.08**	**637.06**	**3,166.14**
Changes in total comprehensive income:																
Profit during the year	-	-	-	-	-	-	-	-	1,883.53	-	-	-	-	1,883.53	(35.02)	1,848.51
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	-	-	(1.72)	2.65	-	2.22	3.15	(2.38)	0.77
Contributions and distributions:																
Transfer to debenture redemption reserve	-	27.91	20.14	-	-	-	-	-	(48.05)	-	-	-	-	-	-	-
Transfer to reserve fund	-	-	-	-	-	-		-	-	-	-	-	-	-	-	-
Share options forfieted	-	-	-	0.27	-	-	-	-	-	-	-	-	-	0.27	-	0.27
Adjustment on adoption of IndAS 116	-	-	-	-	-	-	-	-	(109.01)	-	-	-	-	(109.01)	-	(109.01)
Other Adjustments	-	-	-	-	-	-	-	(0.94)	0.32	(0.36)	(0.70)	-	8.56	6.88	-	6.88
Change in ownership without change in control	-	-	-	-	-	-	(10.36)	-	-	-	-	-	-	(10.36)	34.32	23.96
Balance as at 31 March 2020	**211.25**	**90.00**	**26.59**	**0.34**	**0.67**	**30.99**	**(128.80)**	**2,313.88**	**1,762.80**	**(0.86)**	**(3.76)**	**-**	**0.44**	**4,303.54**	**633.98**	**4,937.52**

Nature and purpose of other equity:

Debenture redemption reserve
Debenture redemption reserve is created out of the profits which is available for payment of premium for the purpose of redemption of debentures.

General reserve
The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in general reserve will not be reclassified subsequently to profit and loss.

Share options outstanding account
The fair value of the equity-settled share based payment transactions with employees is recognised in statement of profit and loss with corresponding credit to employee stock options outstanding account.

Reserve fund (as per section 45IC of RBI Act 1934)
Reserve fund represents the accumulation of amount transferred from surplus year on year based on the fixed percentage of profit for the year, as per section 451C of Reserve Bank of India Act 1934.

Capital reserve
Share of pre-acquisition profits of subsidiaries at the time of acquisition by the Group is accounted as capital reserve.

Securities premium
Securities premium account comprises of the premium on issue of shares. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

Retained earnings
Retained earnings are the profits/(losses) that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to investors.

Foreign currency translation reserve
This reserve comprises of all foreign currency differences arising from the translation of the financial statements of foreign operations to functional currency.

Equity instruments through other comprehensive income
This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income that have been recognised in other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed off and the income tax thereon.

Cash flow hedges reserve
The effective portion of cash flow hedge represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedges reserve will be reclassified to profit and loss only when the hedged transaction affects the profit or loss, or included as a basis adjustment to the non-financial hedged item.

Non-controlling interest reserve
The changes in parent's ownership interest without loss of control in the subsidiary are treated as equity transactions, whereby any difference between the amount by which the non controlling interest is adjusted and the fair value of the consideration paid or received is recognised in equity and attributed to the parent's equity holders.

Other items of other comprehensive income
The cumulative balances of share of income or loss from associates and joint ventures from other comprehensive income net of taxes has been recognised.

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasarathy V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R. Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

Coffee Day Enterprises Limited
Notes to the consolidated financial statements

1 Group overview

Coffee Day Enterprises Limited (‘CDEL’ or ‘the Company’) and its subsidiaries (collectively known as 'the Group'), associates and joint ventures was originally incorporated as a private limited Company under the Companies Act, 1956 on 20 June 2008 by conversion of erstwhile partnership firm M/s Coffee Day Holding Co. The registered office of the Company is located in Bangalore, India. The Company converted into a public Company during the year 2014-15. The Company undertook an Initial Public Offer of equity shares and subsequently got its equity shares listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) effective 2 November 2015.

CDEL is the parent Company of the Coffee Day Group. The Company owns and operates a resort and renders consultancy services. The Company is also engaged in the trading of coffee beans. The Company, primarily through its subsidiaries, associates and joint venture companies as detailed below are engaged in business in multiple sectors such as Coffee-retail and exports, Leasing of commercial office space, Financial services, Integrated Multimodal Logistics, Hospitality and Information Technology (IT) / Information Technology Enabled Services (ITeS).

List of subsidiaries with percentage holding –

Name of the entity	Country of incorporation and other particulars	Percentage of holding as at 31 March 2020
DIRECT SUBSIDIARIES		
Coffee Day Global Limited (erstwhile Amalgamated Bean Coffee Trading Company Limited) ('CDGL')	a subsidiary of the Company incorporated under the laws of India	82.09%
Tanglin Developments Limited ('TDL')	a subsidiary of the Company incorporated under the laws of India	87.12%
Coffee Day Hotels and Resorts Private Limited ('CDHRPL')	a subsidiary of the Company incorporated under the laws of India	100.00%
Coffee Day Trading Limited (erstwhile Global Technology Ventures Limited) ('CDTL')	a subsidiary of the Company incorporated under the laws of India	88.77%
Coffee Day Kabini Resorts Limited ('CDKRL')	a subsidiary of the Company incorporated under the laws of India	100.00%
STEP-DOWN SUBSIDIARIES		
Way2Wealth Securities Private Limited ('W2WSPL')	a subsidiary of TDL and CDEL incorporated under the laws of India	85.53%
Tanglin Retail Reality Developments Private Limited ('TRR')	a subsidiary of TDL incorporated under the laws of India	100.00%
A.N Coffee day International Limited(‘AN CCD’)	a subsidiary of CDGL incorporated under the laws of Cyprus	100.00%
Classic Coffee Curing Works	a partnership firm with CDGL as a controlling partner having a share of profit of 100%, registered under the laws of India	100.00%
Coffeelab Limited	a subsidiary of CDGL incorporated under the laws of India	100.00%
Coffee Day Gastronomie Und Kaffeehandles GmbH	a subsidiary of AN CCD incorporated under the laws of Austria	100.00%
Coffee Day CZ a.s	a subsidiary of AN CCD incorporated under the laws of Czech Republic	100.00%
Sical Logistics Limited ('SLL')	a subsidiary of TRR incorporated under the laws of India	36.10%
Sical Infra Assets Limited ('SIAL')	a subsidiary of SLL incorporated under the laws of India	53.60%
Sical Iron Ore Terminal Limited	a subsidiary of SLL incorporated under the laws of India	63.00%
Sical Iron Ore Terminal (Mangalore) Limited	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Connect Limited [erstwhile known as Norsea Offshore India Limited]	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Mining Limited	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Washeries limited	a subsidiary of SLL incorporated under the laws of India	51.00%
Sical Saumya Mining Limited	a subsidiary of SLL incorporated under the laws of India	65.00%
Sical Bangalore Logistics Park Limited	a subsidiary of SIAL incorporated under the laws of India	100.00%
Sical Supply Chain Solution Limited (erstwhile known as Sical	a subsidiary of SLL incorporated under the laws of India	100.00%
Bergen Offshore Logistics Pte. Limited ('BOFL')	a subsidiary of SLL incorporated under the laws of India	100.00%
Sical Multimodal and Rail Transport Limited ('SMART')	a subsidiary of SIAL incorporated under the laws of India	100.00%

1 Group overview (continued)

Name of the entity	Country of incorporation and other particulars	Percentage of holding
Sical Logixpress Private Limited (erstwhile known as PNX Logistics Private Limited)	a subsidiary of SLL incorporated under the laws of India	60.00%
PAT Chems Private Limited	a subsidiary of SLL incorporated under the laws of India	84.00%
Develecto Mining Limited	a subsidiary of SLL incorporated under the laws of India	51.00%
Way2Wealth Capital Private Limited	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Way2Wealth Enterprises Private Limited	a subsidiary of W2WSPL incorporated under the laws of India	100.00%
Way2Wealth Brokers Private Limited ('W2WBPL')	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Way2Wealth Insurance Brokers Private Limited (erstwhile Total Insurance Brokers Private Limited)	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
AlphaGrep Securities Private Limited (erstwhile Way2Wealth Illuminati Securities Private Limited)	a subsidiary of W2WSPL incorporated under the laws of India (Till 05 March 2020)	51.00%
Way2Wealth Commodities Private Limited	a subsidiary of W2WBPL incorporated under the laws of India	99.99%
Alphagrep Commodities Private Limited	a subsidiary of Alphagrep Securities incorporated under the laws of India (Till 05 March 2020)	100.00%
Alphagrep Pte Limited (erstwhile Way2Wealth Illuminati Pte. Limited ('W2WIP'))	a subsidiary of Alphagrep Securities incorporated under the laws of Singapore (Till 05 March 2020)	100.00%
AlphaGrep Holding HK Limited ('AHHKL')	a subsidiary of Alphagrep Securities incorporated under the laws of hongkong (Till 05 March 2020)	100.00%
AlphaGrep UK Limited	a subsidiary of Alphagrep Securities incorporated under the laws of United Kingdom (Till 05 March 2020)	100.00%
Shanghai Dao Ge International Trading Limited	a subsidiary of Alphagrep Securities incorporated under the laws of China (Till 05 March 2020)	100.00%
Calculus Traders LLP	a subsidiary of W2WSPL incorporated under the laws of India	99.99%
Girividhyuth India Limited	a subsidiary of TDL incorporated under the laws of India	100.00%
Wilderness Resorts Private Limited (WRPL)	a subsidiary of CDHRPL incorporated under the laws of India	100.00%
Karnataka Wildlife Resorts Private Limited (KWRPL)	a subsidiary of WRPL incorporated under the laws of India	100.00%
Magnasoft Consulting India Private Limited (MCIPL)	a subsidiary of CDTL incorporated under the laws of India	77.88%
Magnasoft Europe Limited	a subsidiary of MCIPL incorporated under the laws of United Kingdom	100.00%
Magnasoft Spatial Services Inc.	a subsidiary of MCIPL incorporated under the laws of Denver	100.00%
ASSOCIATES		
Ittiam Systems Private Limited	an associate of TDL incorporated under the laws of India (upto 03-01-2020)	21.91%
Barefoot Resorts and Leisure India Private Limited	an associate of CDHRPL incorporated under the laws of India	27.69%
JOINT VENTURES		
Coffee Day Schaerer Technologies Private Limited (‘CDSTPL’)	a joint venture of CDGL incorporated under the laws of India	49.00%
PSA Sical Terminals Limited	a joint venture of SLL incorporated under the laws of India	37.50%
Sical Sattva Rail Terminal Private Limited	a joint venture of SMART incorporated under the laws of India	50.00%
Coffee Day Consultancy Services Private Limited(CDCSPL)	a joint venture of CDEL & CDGL incorporated under the laws of India	51.00%
Coffee Day Econ Private Limited (CDEPL)	a subsidiary of CDCSPL incorporated under the laws of India	99.99%

2 Basis of preparation

A Statement of compliance

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act 2013, (the 'Act') and other relevant provisions of the Act.

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.

This is the first set of the Company's annual financial statements in which Ind AS 115 Revenue from Contracts with Customers have been applied. Changes to significant accounting policies pertaining to revenue are described in note 3.a Revenue Recognition.

Details of the Group's other significant accounting policies are included in note 3.

The Group's consolidated financial statements are approved for issue by the Company's Board of Directors on 25 Nov 2020

B Functional and presentation currency

Items included in the financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The consolidated Ind AS financial statements are presented in Indian rupee (INR), which is Coffee Day Enterprises Limited’s functional and presentation currency. All financial information presented in Indian rupee has been rounded to the nearest crores unless otherwise indicated.

C Basis of measurement

The consolidated financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instrument)	Fair value
Derivative financial instrument	Fair value
Share-based payment arrangements	Fair value
Net defined benefit (asset)/ liability less present value of defined obligations	Fair value of plan assets less present value of defined benefit plan
Equity instrument and Mutual Funds	Fair value

D Current versus non-current classification

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

An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

E Use of estimates and judgments

The preparation of the consolidated financial statements in conformity with Ind ASs 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. Actual results may differ from these estimates.

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

Judgments

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the consolidated financial statements is included in the following notes:
- ● note 23: Classification of an item as equity or liability;
- ● note 3(l): lease classification and straight lining of lease rentals.
- ● note 54: Determination of significant control and influence over an entity.

Assumptions and estimation uncertainties

Information about judgments, assumptions and estimations uncertainties in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:
- ● note 4: depreciation method and useful life of items of property, plant and equipment;
- ● note 5: depreciation method and useful life of items of investment property;
- ● note 6: impairment of goodwill;
- ● note 44: provisions and contingencies; key assumptions about the likelihood and magnitude of an outflow of resources;
- ● note 46: determining the fair value less costs to sell of the disposal group
- ● note 49: measurement of defined benefit obligation - key actuarial assumptions;
- ● note 55: impairment of financial assets

F Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Group has an established control framework with respect to the measurement of fair values. The Group engages with external valuers for measurement of fair values in the absence of quoted prices in active markets.

Significant valuation issues are reported to the Group's audit committee. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in 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).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (note 55)
- Disclosures for valuation methods, significant estimates and assumptions (note 55)
- Quantitative disclosures of fair value measurement hierarchy (note 55)
- Financial instruments (including those carried at amortized cost) (note 55)

G Basis of consolidation

Business combinations

Business combinations (other than common control business combinations) on or after 1 April 2015:

As part of its transition to Ind AS, the Group has elected to apply Ind AS 103, *Business Combinations* , to only those business combinations that occurred on or after 1 April 2015. In accordance with Ind AS 103, the Group accounts for these business combinations using the acquisition method when control is transferred to the Group. The consideration transferred for the business combination is generally measured at fair value as at the date the control is acquired (acquisition date), as are the net identifiable assets acquired. Any goodwill that arises is tested annually for impairment (see note 6). The gain on business combination is recognized directly in equity as capital reserve. Transaction costs are expensed as incurred, except to the extent related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships with the acquiree. Such amounts are generally recognized in the consolidated statement of profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured subsequently and settlement is accounted for within equity. Other contingent consideration is remeasured at fair value at each reporting date and changes in the fair value of the contingent consideration are recognized in the consolidated statement of profit or loss.

If a business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured at its acquisition date fair value and any resulting gain or loss is recognized in the consolidated statement of profit or loss or OCI, as appropriate.

Business combinations prior to 1 April 2015:

In respect of such business combinations, goodwill represents the amount recognized under the Group's previous accounting framework under Indian GAAP adjusted for the reclassification of certain intangibles.

Subsidiary companies

Subsidiary Companies are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control

The acquisition method of accounting is used to account for business combinations by the Group.

G Basis of consolidation (continued)

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests (NCI)

NCI in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively. NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.
Changes in the Group's equity interest in a subsidiary that do not results in a loss of control are accounted for as equity transactions.

Associates and Joint ventures

Interests in associates and joint ventures are accounted for using the equity method, after initially being recognized at cost in the consolidated balance sheet.

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group’s share of the post-acquisition profits or losses of the investee in profit and loss, and the Group’s share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognized as a reduction in the carrying amount of the investment.

When the Group’s share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group’s interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 3 (h)(ii) below.

Change in ownership interest

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity as non-controlling interest reserve.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognized in the consolidated statement of profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

H Changes in significant accounting policies

Except for the changes below, the Group has consistently applied the accounting policies set out in note 3 to all periods presented in these Consolidated financial statements.
The Group has initially applied Ind AS 115 from 1 April 2018. A number of other amendments are also effective from 1 April 2018. These new standards and amendments are as follows:
The Group applied Ind AS 116 initially on 1 April 2019, using the modified retrospective approach. Therefore, the cumulative effect of adopting Ind AS 116 will be recognised as an adjustment to the opening balance of retained earnings at 1 April 2019, with no restatement of comparative information.

The Group applied the practical expedient to grandfather the definition of a lease on transition. This means that it will apply Ind AS 116 to all contracts entered into before 1 April 2019 and identified as leases in accordance with Ind AS 17 (Ref l)

3 Significant accounting policies

a Revenue recognition

The Group has initially applied Ind AS 115 from 1 April 2018. IndAS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognized. It replaced Ind AS 18 Revenue and Ind AS 11 Construction Contracts and Guidance Notes. The Group has adopted IndAs 115 using the cumulative effect method, with the effect of initially applying this standard recognized at the date of the initial application i.e., 1 April 2018. Accordingly, the information presented for the year ended 31 March 2018 is not restated, i.e., it is presented, as previously reported, under IndAS 18, IndAS 11 and related interpretations. Additionally, the disclosure requirements in Ind AS 115 have not generally been applied to comparitive information. The effect on adoption of Ind AS 115 was insignificant.

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer.

Sale of products

Revenue is recognised when the goods are delivered and have been accepted by customers. For contracts that permit the customer to return an item, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Therefore, the amount of revenue recognised is adjusted for expected returns, which are estimated based on the historical data for specific types of products. In these circumstances, a refund liability and a right to recover returned goods asset are recognised.

For customer loyalty programmes, the Group allocates a portion of the consideration received to loyalty points. This allocation is based on the relative stand-alone selling prices. The amount allocated to the loyalty programme is deferred, and is recognised as revenue when loyalty points are redeemed or the likelihood of the customer redeeming the loyalty points becomes remote. The deferred revenue is included in contract liabilities.

a Revenue recognition (continued)

Sale of services

Service revenues are recognized as the services are performed. Services provided pursuant to a contract are either recognized over the contract period or upon completion of the elements specified in the contract depending on the terms of the contract. Operating revenues from the integrated logistics services / distribution and maintenance of vending machines are recognized when the services are rendered. Revenues include unbilled as well as billed amounts.

Revenue from software development on time-and material basis is recognized as the related services are rendered. Revenue from fixed price contracts is recognized using the proportionate completion method, which is determined by relating the actual project cost of work performed to date to the estimated total project cost for each contract.

Provision for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the current contract estimates. Maintenance revenue is recognized ratably over the period of the maintenance contract.

Income from operations of resort primarily comprises revenue from room rentals and sale of food and beverage charges. Such service income is recognized when the related services are rendered unless significant future contingencies exist.

Income from leasing of commercial office space

The Group derives its revenue from licensing of usage of property to companies. License fee is in the nature of operating lease income and is recognized as per the terms of agreement unless the escalation is not in line with inflation. Where escalation is not in line with inflation revenue is recognized on a straight line basis over the non-cancellable lease term. Maintenance, electricity and transportation income are recognized on the accrual basis in accordance with the terms of the agreements with lessees.

Advance rent received is amortized on a straight line basis over the Lock-in period and income is recognized under income from operations.

Income from financial services

Trading income is recognized when a legally binding contract is executed.

Brokerage income and transaction charges are recognized on the trade date of the transaction upon confirmation of the transaction by the exchanges. Brokerage income from mutual funds, Initial Public Offer, fixed deposits of Companies and Post Office are accounted on accrual basis as per the statement of accounts received from the respective organizations.

Income from consultancy services is accounted for on the basis of actual progress/technical assessment of work executed, in line with the terms of respective consultancy contracts.

Interest income from debt instruments is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Depository transaction charges are recognized on completion of respective transaction. Annual maintenance charges for depository accounts are accounted as and when the services are rendered.

Income from portfolio management fees are recognized on the basis of agreements entered into with clients and when the right to receive income is established.

Futures and options trading income comprises of profit/ loss on derivative instruments and these are marked to market.

Other operating revenues

Import entitlements, which are primarily provided for shipping a specified cumulative volume or shipping to/from specific locations, are recorded on accrual basis based on actual export revenue for the year and pro-rated based on actual or projected realization of the entitlement. When using realization, we rely on historic trends as well as economic and other indicators to estimate the recorded revenue for import entitlements.

Revenue from franchisee arrangement consists of sale of coffee products and other related products as well as royalties paid by franchisees to use the ‘Coffee Day’ brand. Sales of coffee products and other related products are recognized on transfer of all significant risks and rewards of ownership to franchisee. Royalty revenues are recognized based upon a percentage of reported revenues by the franchisee in accordance with the terms of the relevant arrangement unless significant future contingencies exist.

Income from advertising is recognized ratably over the period of the contract and in accordance with the terms and conditions of the contract.

Gain/ loss from commodity future transactions is settled on a net basis and recognized on accrual basis in the consolidated statement of profit and loss.

Other income

Interest income from debt instruments is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Dividends are recognized in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

b Tangible and intangible assets

1. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

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

2. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

3. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method (SLM) as well as written down value (WDV) basis from the date the assets are ready for intended use, and is generally recognized in the consolidated statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated. The building built on leasehold land is classified as building and is amortized over the lease term or the useful life of the building, whichever is lower.

Coffee business

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate of useful lives	Method of depreciation
Building	30 – 60 years	SLM
Leasehold improvements	9 years	SLM
Plant and machinery	12 years	SLM
Office equipments	5 years	SLM
Furniture and fixtures	8 - 10 years	SLM
Computers	3 years	SLM
Vehicles	8 years	SLM
Coffee vending machines	7 - 9 years	SLM
Leasehold land	Lease term	SLM

Integrated logistics business

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate of useful lives	Method of depreciation
Buildings	30 - 60 years	SLM
Furniture and fixtures	10 - 15 years	SLM - WDV
Office equipments	5 years	SLM
Computers	3 - 5 years	SLM - WDV
Plant and machinery including dredger	5 -14 years	SLM
Vehicles	8 years	SLM
Port handling equipment	20 years	SLM
Electrical installations	10 - 5 years	SLM - WDV
Tender boat	14 years	SLM
Pipes and floaters	20 years	WDV

Hospitality business

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate of useful lives	Method of depreciation
Leasehold improvements	20 years	SLM
Plant and machinery	8 years	SLM
Office equipments	6 years	SLM
Computers	2 years	SLM
Furniture and fixtures	8 years	SLM
Vehicles	6 years	SLM

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

b Tangible and intangible assets (continued)

4. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

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

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

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

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

The estimated useful lives of items of finite intangibles of the Group for the current and comparative periods are as follows:

Asset	Management estimate of useful lives	Method of amortization
Computer software	2 - 6 years	SLM
License fees	20 years	SLM
North star software	3 years	SLM

5. Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Investment property comprise of assets land, building, and other assets such as plant & machinery, furniture & fixtures and equipments which are integral to the generation of cash flows of group of assets. These asset are depreciated using straight line method over their estimated useful life as mentioned in the table below.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

The estimated useful lives of items of the group for the current and comparative periods are as follows:

Asset	Management estimate of useful lives	Method of amortization
Building	60 Years	SLM
Plant and machinery	15 Years	SLM
Furniture and fixtures	6 Years	SLM
Office equipment	5 Years	SLM

c Inventories

Inventories are measured at the lower of cost and net realisable value. 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.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

d Employee benefits

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

d Employee benefits (continued)

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Short-term employee benefit

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, if the Group 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.

Long-term employee benefit

The liabilities for compensated absences are not expected to be settled wholly within 12 months after the end of the period in which the employee render the related services. The present value of compensated absences obligation is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, as at year end. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the consolidated statement of profit and loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

Share-based payment transactions

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

e Foreign currency transactions

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences are recognised in profit or loss, except exchange differences arising from the translation of the following items which are recognised in OCI:

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective
- qualifying cash flow hedges to the extent that the hedges are effective;

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in the statement of consolidated profit or loss.

f Income taxes

Income tax comprises current and deferred tax. It is recognised in the consolidated statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

f Income taxes (continued)

Minimum alternate tax ('MAT') paid in a year is charged to the consolidated statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the consolidated statement of profit and loss and shown as 'MAT Credit Entitlement'. The Group reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

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 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.

g Provisions and contingent liabilities

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Group from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.
Before such a provision is made, the Group recognises any impairment loss on the assets associated with that contract.

The disclosure of contingent liability is made when, as a result of obligating events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

h Impairment

(i) Impairment of financial instruments

The Group recognises loss allowances for expected credit losses on:
- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for one year or more;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).
In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

h Impairment (continued)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward- looking information.
The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:
- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is one year or more past due.

Measurement of expected credit losses:
Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet:
Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.
For debt securities at FVOCI, the loss allowance is charged to profit or loss and is recognised in OCI.

Write-off

The gross carrying amount of a financial asset is written off (either partiallyor in full) tothe extent that there is norealistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) Impairment of non-financial assets:
The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

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

The Group's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the consolidated statement of profit and loss.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the consolidated statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

i Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to owner's of the Group for the year by the weighted average number of equity shares outstanding during reporting period.

Diluted Earnings Per Share amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

j Cash and cash equivalents

Cash and cash equivalents in the consolidated balance sheet comprises of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

k Cash flow statement

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

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

l Leases

The Group, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.
The contract conveys the right to control the useof an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset.

The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined,the Group uses incremental borrowing rate.

For short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the lease term
Transition
The Group has applied Ind AS 116 on 1st April 2019, using the modified retrospective approach. Therefore the cumulative effect of adopting Ind AS 116 is recognised as an adjustment to opening balance of retained earnings at 1st April 2019, with no restatement of comparitive information.
The following is the summary of practical expedients elected on initial application :
1. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
2. Applied the exemption not to recognize ROU assets and liabilities for leases with less than 12 months of lease term on the date of initial application
3. Excluded the initial direct costs from the measurement of the ROU asset at the date of initial application.
4. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment.

m Government grants

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

Since the grant compensates the Group for expenses incurred, it is recognised in the consolidated statement of profit and loss as a reduction from the respective expenses on a systematic basis in the periods in which such expenses are recognised.

n Contributed equity

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

o Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group’s cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in consolidated statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained. If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition

p Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets: Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at
- amortised cost;
- Fair value through other comprehensive income (FVOCI) – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:
− the asset is held within a business model whose objective is to hold assets 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.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:
− the asset 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.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by- investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The Group makes an assessment of the objective of the business model in which a financial asset is held at an individual asset level because this best reflects the way the business is managed and information is provided to management. The information considered includes:
− the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
– how the performance of the portfolio is evaluated and reported to the Group's management;
– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
– the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:
− contingent events that would change the amount or timing of cash flows;
− terms that may adjust the contractual coupon rate, including variable interest rate features;
− prepayment and extension features; and
− terms that limit the Group's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss. However, refer note 3(p)(v) for derivatives designated as hedging instruments.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. See note 55 for financial liabilities designated as hedging instruments.

iii. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in consolidated statement of profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss. The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in interest rates.

At inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in consolidated statement of profit or loss.

The amount accumulated in other equity is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

vi. Compound financial instruments

Compound financial instruments are those instruments which contains both a financial liability component and an equity component. The option to convert the financial instrument into equity shares of the Group would be with the holder of the instrument.

The liability component of a compound financial instrument is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently.

Interest related to the financial liability is recognised in profit or loss (unless it qualifies for inclusion in the cost of an asset). In case of conversion at maturity, the financial liability is reclassified to equity and no gain or loss is recognised.

q Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

r Segment reporting

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Group performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz. Coffee and related business, Integrated multimodal logistics, Financial services, Leasing of commercial office space, Hospitality services and Investment and other corporate functions.

s Assets classified as held for sale

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. The condition for classification of held for sale is met when the non-current asset or the Disposal Group is available for immediate sale and the same is highly probable of being completed within one year from the date of classification as held for sale.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, investment property or biological assets, which continue to be measured in accordance with the Group’s other accounting policies. Impairment losses on initial classification as held-for-sale or held-for distribution and subsequent gains and losses on remeasurement are recognised in profit or loss.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

t Recent accounting pronouncements

There is no notification of new standard or amendments to the existing standards which are applicable from April 1, 2020.

Coffee Day Enterprises Limited
Notes to the consolidated financial statements (continued)

4 Property, plant and equipment and capital work-in-progress

Rs in crores

Particulars	Owned													Leased		Total	Capital work-in-progress
	Freehold land	Buildings (refer note i)	Leasehold improvements	Plant and equipment	Office equipment	Furniture and fixtures	Tender boat	Pipes and floaters	Electrical installation	Port handling equipment	Computers	Vehicles	Coffee vending machine	Plant and equipment (refer note ii)	Leasehold land (refer note ii)		
Cost or deemed cost:																	
Balance as at 1 April 2018	**420.18**	**330.40**	**357.13**	**540.51**	**37.74**	**142.37**	**3.09**	**1.10**	**0.04**	**121.75**	**30.15**	**263.96**	**477.24**	**6.01**	**96.81**	**2,828.48**	**953.96**
Additions	25.06	25.12	59.35	46.81	6.19	23.97	-	-	-	2.54	5.83	39.53	143.51	1.84	-	379.75	336.17
Disposals/ capitalisation	-	(1.79)	(0.30)	(3.93)	(0.23)	(1.03)	-	-	-	-	(0.12)	(0.30)	-	(0.29)	-	(7.99)	(227.57)
Exchange differences on translation of foreign operations (refer note iii)	-	-	(0.31)	(0.31)	0.35	(0.14)	-	-	-	-	-	-	-	-	-	(0.41)	-
Balance as at 31 March 2019	**445.24**	**353.73**	**415.87**	**583.08**	**44.05**	**165.17**	**3.09**	**1.10**	**0.04**	**124.29**	**35.86**	**303.19**	**620.75**	**7.56**	**96.81**	**3,199.83**	**1,062.56**
Balance as at 1 April 2019	**445.24**	**353.73**	**415.87**	**583.08**	**44.05**	**165.17**	**3.09**	**1.10**	**0.04**	**124.29**	**35.86**	**303.19**	**620.75**	**7.56**	**96.81**	**3,199.83**	**1,062.56**
Additions	0.14	2.63	22.15	16.80	1.56	14.64	-	-	-	0.79	4.21	24.72	65.65	-	-	153.29	342.11
Disposals/ capitalisation	-	-	(145.16)	(13.02)	(1.12)	(2.52)	-	-	-	(0.05)	(2.55)	(5.17)	(0.21)	-	-	(169.80)	(108.38)
Reclass during the year	2.01	0.09	-	0.03	(0.24)	0.04	-	-	-	0.12	-	(0.04)	-	-	(2.01)	-	-
Reclassified to right-of-use assets	-	-	-	-	-	-	-	-	-	-	-	-	-	(7.56)	(94.80)	(102.36)	
Disposal of subsidiary	-	-	-	-	(9.84)	(0.23)	-	-	-	-	(16.51)	-	-	-	-	(26.58)	
Assets reclassified as assets held fo	(1.08)	-	(8.57)	(5.60)	(5.19)	(6.62)	-	-	-	-	(6.60)	(0.43)	-	-	-	(34.09)	(12.66)
Balance as at 31 March 2020	**446.31**	**356.45**	**284.29**	**581.29**	**29.22**	**170.48**	**3.09**	**1.10**	**0.04**	**125.15**	**14.41**	**322.27**	**686.19**	**-**	**-**	**3,020.29**	**1,283.63**
Accumulated depreciation																	
Balance as at 1 April 2018	**-**	**60.44**	**177.46**	**239.98**	**19.95**	**67.75**	**1.24**	**0.87**	**0.03**	**96.34**	**19.47**	**77.72**	**143.82**	**4.13**	**-**	**909.20**	**-**
Depreciation for the year	-	7.03	58.60	55.81	3.62	17.93	-	-	-	5.74	4.08	33.76	68.80	1.23	7.08	263.68	-
4 Disposals	-	(1.53)	(0.08)	(3.64)	(0.14)	(0.96)	-	-	-	-	(0.11)	(0.30)	-	(0.01)	-	(6.77)	-
Exchange differences on translation of foreign operations (refer note iii)	-	-	(0.29)	(0.27)	0.24	(0.08)	-	-	-	-	-	-	-	-	-	(0.40)	-
Balance as at 31 March 2019	**-**	**65.94**	**235.69**	**291.88**	**23.67**	**84.64**	**1.24**	**0.87**	**0.03**	**102.08**	**23.44**	**111.18**	**212.62**	**5.35**	**7.08**	**1,165.71**	**-**
Balance as at 1 April 2019	**-**	**65.94**	**235.69**	**291.88**	**23.67**	**84.64**	**1.24**	**0.87**	**0.03**	**102.08**	**23.44**	**111.18**	**212.62**	**5.35**	**7.08**	**1,165.71**	**-**
Depreciation for the year	-	13.47	63.33	62.56	2.19	25.88	-	-	-	8.11	2.06	39.35	82.67	-	-	299.62	(2.97)
Disposals	-	-	(135.37)	(6.64)	(0.85)	(1.26)	-	-	-	-	(2.48)	(5.04)	(0.14)	-	-	(151.78)	-
Reclass during the year	-	2.31	-	(1.40)	1.55	(0.01)	-	-	-	(0.14)	-	-	-	-	(2.30)	0.01	-
Reclassified to right-of-use assets	-	-	-	-	-	-	-	-	-	-	-	-	-	(5.35)	(4.78)	(10.13)	
Disposal of subsidiary	-	-	-	-	(6.51)	(0.05)	-	-	-	-	(5.89)	-	-	-	-	(12.45)	
Assets reclassified as assets held fo	-	-	(7.89)	(5.53)	(4.91)	(5.09)	-	-	-	-	(6.05)	(0.20)	-	-	-	(29.67)	
Balance as at 31 March 2020	**-**	**81.72**	**155.76**	**340.87**	**15.14**	**104.11**	**1.24**	**0.87**	**0.03**	**110.05**	**11.08**	**145.29**	**295.15**	**-**	**-**	**1,261.31**	**(2.97)**
Carrying amount:																	
As at 31 March 2019	**445.24**	**287.79**	**180.18**	**291.20**	**20.38**	**80.53**	**1.85**	**0.23**	**0.01**	**22.21**	**12.42**	**192.01**	**408.13**	**2.21**	**89.73**	**2,034.12**	**1,062.56**
As at 31 March 2020	**446.31**	**274.73**	**128.53**	**240.42**	**14.08**	**66.37**	**1.85**	**0.23**	**0.01**	**15.10**	**3.33**	**176.98**	**391.04**	**-**	**-**	**1,758.98**	**1,286.60**

Right of Use Assets **Rs in crores**

Particulars	Land	Buildings	Plant and equipment	Vehicles	Total
Cost or deemed cost:					
Balance as at 1 April 2019	-	-	-		-
Addition on Ind AS 116 transition adjustment	85.51	601.96	-	5.67	**693.14**
Reclassification from property, plant & equipment	90.02	-	7.55	-	**97.57**
Additions on account of new leases entered during the year	-	23.34	-	-	**23.34**
Deletion on termination of leases during the year	-	(99.60)	-	-	**(99.60)**
Assets reclassified as assets held for sale	-	(6.32)	-	-	**(6.32)**
Balance as at 31 March 2020	**175.53**	**519.38**	**7.55**	**5.67**	**708.13**
Accumulated depreciation					
Balance as at 1 April 2019	-	-	-	-	-
Depreciations	4.95	116.94	1.14	1.79	**124.82**
Reclassification from property, plant & equipment	-	-	5.34	-	**5.34**
Deletion on termination of leases during the year	-	0.25	-	-	**0.25**
Assets reclassified as assets held for sale	-	(3.26)	-	-	**(3.26)**
Balance as at 31 March 2020	**4.95**	**113.93**	**6.48**	**1.79**	**127.15**
Carrying amount:					
As at 31 March 2020	**170.58**	**405.45**	**1.07**	**3.88**	**580.98**

Notes:

i) Includes building constructed on leasehold land.

ii) Finance leases

- The carrying value of land held under finance leases as at 31 March 2020 was Nil (31 March 2019: Rs. 89.73 crores). The Group has taken land admeasuring 10.05 acres in Chikmangalur on lease for a period of 99 years on 1 April 1995. The Group has classified the lease as a finance lease since it has an option to purchase the land at the end of the lease period. However w.e.f 1.04.2019 the same is reclassified as ROU assets on adoption of IND AS 116.
- Leased plant and machinery represents assets acquired under finance leases contracts. Leased assets are pledged as security for the related finance lease liabilities. Net carrying value of assets procured under the finance lease of Rs. 2.21 crores as on 01 April, 2019 (gross carrying and accumulated depreciation value Rs. 7.56crores and Rs.5.35 crores respectively) have been reclassified from Property Plant and Equipment to right- of-use assets on adoption of Ind As 116 Leases w.e.f 01 April, 2019.

iii) Represents the effect of translation of assets held by foreign subsidiaries.

iv) Security

- Property, plant and equipment amounting to Rs. 1,741.88 crores as at 31 March 2020 (31 March 2019: 1,621.66 crores) has been pledged as security by the Group against loans taken from banks and financial institutions.
- Vehicles with a carrying amount of Rs. 1.11 crores as at 31 March 2020 (31 March 2019: Rs. 1.44 crores) are subject to vehicles loans from bank.

v) Contractual obligations

As at 31 March 2020, the Group is committed to spend Nil (31 March 2019: Rs 10.17 crore) under a contract to purchase property, plant and equipment.

vi) Significant estimates

Property, plant and equipment represents a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life, if any. The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. (Refer note 2(E))

5 Investment property

Rs in crores

Particulars	Owned					Total	Investment property under development
	Freehold land	Buildings	Plant and equipment	Furniture and fixtures	Office equipment		
Cost or deemed cost:							
Balance as at 1 April 2018	**70.69**	**672.10**	**102.74**	**19.93**	**1.06**	**866.52**	**308.30**
Additions	-	222.11	24.26	2.44	0.30	249.11	98.47
Deletions / capitalisation	-	-	-	-	-	-	(249.66)
Balance as at 31 March 2019	**70.69**	**894.21**	**127.00**	**22.37**	**1.36**	**1,115.63**	**157.11**
Balance as at 1 April 2019	**70.69**	**894.21**	**127.00**	**22.37**	**1.36**	**1,115.63**	**157.11**
Additions	-	159.57	14.70	0.82	-	175.09	12.17
Deletions / capitalisation	(0.93)	-	-	-	-	(0.93)	(168.04)
Transferred as per Business transfer agreement	(33.68)	(982.52)	(139.19)	(19.84)	(0.94)	(1,176.17)	(0.54)
Balance as at 31 March 2020	**36.08**	**71.26**	**2.51**	**3.35**	**0.42**	**113.62**	**0.70**
Accumulated depreciation							
Balance as at 1 April 2018	**-**	**205.99**	**62.30**	**18.50**	**0.98**	**287.77**	**-**
Depreciation for the year	-	9.67	4.33	1.74	0.06	15.80	-
Balance as at 31 March 2019	**-**	**215.66**	**66.63**	**20.24**	**1.04**	**303.57**	**-**
Balance as at 1 April 2019	**-**	**215.66**	**66.63**	**20.24**	**1.04**	**303.57**	**-**
Depreciation for the year	-	6.83	3.23	0.17	0.08	10.31	-
Accumulated depreciation on transferred assets	-	(198.29)	(69.14)	(17.29)	(0.93)	(285.65)	
Balance as at 31 March 2020	**-**	**24.20**	**0.72**	**3.12**	**0.19**	**28.23**	**-**
Carrying amount:							
As at 31 March 2019	**70.69**	**678.55**	**60.37**	**2.13**	**0.32**	**812.06**	**157.11**
As at 31 March 2020	**36.08**	**47.06**	**1.79**	**0.23**	**0.23**	**85.39**	**0.70**

A. Notes:

i) Borrowing cost capitalised during the year amounts to Rs. 51.55 crores (31 March 2019: Rs. 16.65 crores)

ii) Contractual obligations

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities amounting to Nil (31 March 2019: Rs. 2.39 crores)

iii) Security

The Group has pledged the investment property to secure loans from financial institutions and banks, borrowed by the subsidiary company. Refer note 23

Rs in crores

B. Amounts recognised in profit and loss for investment properties	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Rental income derived from investment properties (refer note 1)	161.46	152.16
Direct operating expenses (including repairs and maintenance)	20.14	(24.92)
Profit arising from investment properties before depreciation and indirect expenses	**181.60**	**127.24**
Less: Depreciation for the year	(10.31)	(15.80)
Profit arising from investment properties before indirect expenses	**171.29**	**111.44**

Note 1: includes rental income from SEZ and IT parks, maintenance income and electricity charges.

C. Fair value

The company obtains independent valuations for its major investment properties at least annually. Latest valuation is done in June 2019.

As at 31 March 2020 and 31 March 2019 the fair values of those properties are Rs.122.99 crores and Rs.272.89 crores respectively. The valuation is done on the basis of Guidance value as notified by Government of Karnataka. The company is unable to present the disclosure requirement as required by the Ind AS.

The fair value of investment property has been determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

During the financial year 2018-19 the company has taken over the building under construction from M/s.Hegde Institute of Medical Sciences and continued the construction of building. The building is being constructed on land owned by Smt.Vasanthi Hegde and registration of the land in the name of the company is pending. The building under construction is reflected as investment properties under development.

6 Goodwill

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Carrying amount at the beginning of the year	509.10	**509.77**
Exchange differences on translation of foreign operations		(0.67)
Acquisition through business combination	-	-
Provision for impairment of goodwill	(134.01)	-
Other adjustments	0.39	
Less Good will shown as held for sale	(0.68)	
Carrying amount at the end of the year	**374.80**	**509.10**

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which goodwill is monitored for internal management purposes, which is not higher than the Group's operating segments. The aggregate carrying amounts of goodwill allocated to each unit are as follows :-

Particulars	As at 31 March 2020	As at 31 March 2019
Coffee and related business	319.16	337.06
Financial services	-	86.48
Hospitality services	40.21	40.21
Integrated multimodal logistics	7.06	37.37
Multiple units without significant goodwill	8.37	7.98
	374.80	**509.10**

The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. The fair value of a CGU is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date or the market capitalization as at the date of reporting. Value in use is generally calculated as the net present value of the projected post-tax cash flows, based on financial budgets approved by management at the assumptions mentioned below plus a terminal value of the cash generating unit to which the goodwill is allocated. Management has determined the values assigned to each of the key assumptions as follows:

Assumption	Approach used to determining values
Terminal value growth rate	This is the weighted average growth rate used to extrapolate revenue beyond the budget period. The rates are consistent with forecasts included in industry reports.
Discount rate	Reflect specific risks relating to the relevant segments and the countries in which they operate.
Terminal EBITDA	Operating EBITDA has been estimated based on expectations of future outcomes taking into account past experience, adjusted for anticipated revenue growth.

Coffee business

The values assigned represent Coffee Day Global Limited management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources. The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash generating unit. The estimated recoverable amount of the CGU exceeded its carrying amount by Rs.537 crores, hence impairment is not triggered.

Financial services

The recoverable amount of this CGU is based on fair value, estimated based on the agreement entered with Shriram Ownership Trust, as this represents a publicly traded group. As of 31 March 2020, the estimated recoverable amount of the CGU less than its carrying amount, hence group has impaired the goodwill.

Hospitality services

The recoverable amount of this CGU is based on fair value less cost to sell, estimated using an independent valuer report of the identified real properties under assumed earnings (in use premise) as of the 31 March 2019. The estimated recoverable amount of the CGU exceeded its carrying amount by Rs.40 crores, hence impairment is not triggered.

Integrated multimodal logistics

The recoverable amount of this CGU is based on fair value, estimated based on the market capitalization, as this represents a publicly traded group. As of 31 March 2020, the estimated recoverable amount of the CGU less than its carrying amount, hence group has impaired the goodwill.

7 Other intangible assets

Rs in crores

Particulars	**License fees**	**Software**	**Total**	**Intangible assets under development**
Cost or deemed cost:				
Balance as at 1 April 2018	**20.33**	**51.19**	**71.52**	**2.84**
Additions	-	12.48	12.48	0.62
Effects of movement in exchange rates (refer note i)	-	0.03	0.03	-
Balance as at 31 March 2019	**20.33**	**63.70**	**84.03**	**3.46**
Balance as at 1 April 2019	**20.33**	**63.70**	**84.03**	**3.46**
Additions	-	3.35	3.35	-
Disposal of invesment in subsidiary	-	(0.91)	(0.91)	-
Transfer to assets held for sale		(8.01)	(8.01)	
Balance as at 31 March 2020	**20.33**	**58.13**	**78.46**	**3.46**
Accumulated amortisation				
Balance as at 1 April 2018	**5.56**	**26.29**	**31.85**	**-**
Amortisation for the year	1.50	11.05	12.55	-
Effects of movement in exchange rates (refer note i)	-	0.03	0.03	-
Balance as at 31 March 2019	**7.06**	**37.37**	**44.43**	**-**
Balance as at 1 April 2019	**7.06**	**37.37**	**44.43**	**-**
Amortisation for the year	1.50	11.16	12.66	-
Acquisition through business combination	-	-	-	-
Impairment (Refer Note 33)		6.99	6.99	3.46
Transfer to assets held for sale		(6.95)	(6.95)	
Disposal of invesment in subsidiary	-	(0.73)	(0.73)	-
Balance as at 31 March 2020	**8.56**	**47.84**	**56.40**	**3.46**
Carrying amount:				
As at 31 March 2019	**13.27**	**26.33**	**39.60**	**3.46**
As at 31 March 2020	**11.77**	**10.29**	**22.06**	**-**

Note:

i) Represents the effect of translation of assets held by foreign subsidiaries.

ii) **Impairment of Assets relating the Northstar business unit.**

Previous management wanted to continue with the line of Business, further invest in it develop. Magnasoft COnsulting India Private Limited(MCIPL) has also received an approval from DSIR (Department for Scientific & Industrial Research.) for research and development. Based on the management future plans to grow the business; hence impairment was not required.

Current management wants to focus more on the core business of Digital mapping services and reduce the focus on low liquidity business. The management decided that Northstar business is not the core business hence the carrying amount related to Northstar was impaired based on the technology market and other factors - company decided to impaired the carrying cost.

The management has carried out the impairment testing for the cash-generating unit ('CGU') Northstar business unit. The management has assessed the recoverable amount of the CGU based on the changes in market conditions, technology disruptions, competition and future cash flow which amounts to Rs.1 crores

Carrying value of the assets relating to Northstar as at 30th June 2019 after depreciation and amortization are as follows.

- Computer Software Rs.7.51 crores
- Computer software under developmentRs.3.46 crores
- Equipment Rs.0.49 crores
- Total Rs.11.45 crores

The difference between the recoverable amount and carrying amount has resulted in an exceptional impairment charge of Rs.10.45 crores being recognised within 'Exceptional Items' in the statement of profit and loss for the year ended 31 March 2020.

The above recoverable of amount of Rs.1 crore has been allocated towards computer software Rs.0.51crores and Equipment of Rs.0.49 crores.

8 Non-current investments

8A Equity accounted investees

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Investment in Equity instrument:		
Unquoted		
- Nil (31 March 2019: 0.32 crores) equity shares of Ittiam Systems Private Limited of Re. 1 each fully paid up	-	20.99
- 0.002 crores (31 March 2019: 0.002 crores) equity shares of Barefoot Resorts & Leisure India Private Limited of Rs. 100 each fully paid up	15.31	15.76
- 0.56 crores (31 March 2019: 0.56 crores) equity shares of PSA Sical Terminals Limited of Rs. 10 each fully paid up	5.43	17.36
- 0.173 crores (31 March 2019: 0.173 crores) equity shares of Sical Sattva Rail Terminal Private Limited of Rs. 10 each fully paid up	0.43	0.91
- 0.069 crores (31 March 2019: 0.069 crores) equity shares of Coffee Day Schaerer Technologies Private Limited of Rs 10 each fully paid up	-	-
-2.6 crores (31 March 2019 :Nil) equity shares of Coffee Day Consultancy Services Pvt. Ltd. of Rs. 10 each *	20.69	-
	41.86	**55.02**

* During the year M/s.RBL Bank has invoked 1,52,94,118 Equity shares held in M/s.Coffee Day Consultancy Services Private Limited in view of default of repayment of dues to the bank, and the same will be reverted back on repayment of dues to them.

8B Other non-current investments

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Quoted		
(i) Investments carried at fair value through profit and loss		
- Nil (31 March 2019: Nil) equity shares of Sicagen India Limited of Rs. 10 each fully paid-up	-	-
(ii) Investments carried at fair value through other comprehensive income		
- nil (31 March 2019: 0.094 crores) equity shares of Lakshmi Vilas Bank Limited of Rs. 10 each fully paid-up	-	6.67
- Investments in equity instruments (fully paid-up) *	-	0.27
Unquoted		
(i) Investments carried at fair value through profit and loss		
- Nil (31 March 2019: Nil crores) 0.01% optionally convertible preference shares of Harvest Fintech Private Limited of Rs. 10 each fully paid-up	-	-
(ii) Investments carried at fair value through other comprehensive income		
- Nil (31 March 2019: 0.013 crores) equity shares of BGSE Properties & Securities Private Limited of Rs. 1 each fully paid-up	-	0.21
- Nil (31 March 2019: 0.002 crores) equity shares of BGSE Financials Limited of Rs.10 each fully paid-up	-	0.05
-0.002 crores (31 March 2019: 0.002 crores) equity shares of Digital Signage Networks India Private Limited of Rs. 10 each fully paid-up	0.06	0.08
- Nil (31 March 2019: 0.00004 crores) equity shares of One MobiKwik Systems Private Limited of Rs.10 each)	-	0.39
- 0.155 crores (31 March 2019: Nil) equity shares of Ittiam Systems Private Limited of Re. 1 each fully paid up**	16.95	-
(iii) Other investments, at cost		
- Share application money pending allotment in ONS Ventures SDN. BHD	1.54	1.54
-4.343 crors(Previous year Nil) GV Techparks Private Limited Debentures of Rs.100 each.	434.28	-
-0.00 crores (Previous year: Nil) Equity Shares of GV Techparks Private Limited of Rs.10 each, fully paidup	-	-
	452.83	**9.21**
Provision for diminution, other than temporary, in the value of investments***	(1.54)	-
	451.29	**9.21**
Aggregate amount of unquoted investments	474.00	57.29
Aggregate amount of quoted investments	-	6.94
Aggregate amount of market value of quoted investments	-	6.94

Investments carried at fair value through other comprehensive income		
Dividend income recognised during the year	-	-
Cumulative gain / (loss) on disposal	-	-
Fair value	0.06	7.67

* Since the amount of individual investments are insignificant, further breakup is not provided.

** During the year company sold 11,70,675 shares of M/s. Ittiam System Private Limited under scheme of buyback and 4,80,000 shares at Rs.109.375 per share, which has resulted in reduction of company's share holding in M/s.Ittiam Systems Private Limited to 13.95% from 32.51% . Due the decreased shareholding, M/s Ittiam Systems Privte Limited ceases to be an associate of the company, hence the investment is fair valued as per Ind AS 109.

** The provision made for diminution in the value of investment pertains to investment ONS Ventures, Malaysia.

Information about the Group's exposure to credit and market risks and fair value measurement, is included in note 55.

9 Trade receivables

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Secured, considered good	1.70	8.84
Unsecured, considered good	285.41	561.75
Credit impaired	75.30	41.58
	362.41	**612.17**
Less: Loss allowance for credit impaired receivables	(75.30)	(41.58)
	287.11	**570.59**
Current	287.11	570.59
Non-current	-	-

Of the above, trade receivables from related parties are as below:

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Total trade receivables from related parties (refer note 51)	11.65	1.74
Net trade receivables	**11.65**	**1.74**

The Group's exposure to credit and currency risks, and loss allowances related to trade receivables is disclosed in note 55.

10 Non-current loans

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Secured, considered good *		
- Loans and advance to clients	-	-
Unsecured, considered good		
Security deposit		
- Deposits with others	84.10	112.94
- Deposits with stock exchange/ clearing member	-	0.38
Other loans		
- Loans and advance to employees	0.40	0.40
- Loans and advance to clients	-	-
Receivables-credit impaired		
-Security deposits	2.18	
-'Less: Allowances for credit losses	(2.18)	
	84.50	**113.72**

* Secured against the securities held by the clients.

11 Other non-current financial assets

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Fixed deposit accounts with banks*	2.42	50.92
Margin money deposits with banks*	1.13	0.02
	3.55	**50.94**

* Notes:
- includes Rs. 2.99 crores (31 March 2019: Rs. 45.35 crores) given as security to banks for loans and various credit facilities availed by the subsidiaries.

12 Deferred tax assets, (net)

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Deferred tax assets		
- Unabsorbed losses	138.47	88.56
- Provision for doubtful debts	26.24	7.36
- Employee benefits	2.75	3.21
- Rent straightlining	-	4.23
- Security deposit	6.85	1.06
- Investment carried at fair value through other comprehensive income	-	0.51
- Expenditure covered under 40(a)(ia) of Income-tax Act, 1961	4.10	8.81
-Right to use assets & lease liability - IndAS 116	46.85	
Deferred tax liability		
- Other disallowance under income tax laws	-	(7.68)
- Excess of depreciation allowed under Income tax Act, 1961 over depreciation as per books	(30.53)	(70.18)
- Net unrealised gain on open future positions	-	(0.07)
- Borrowings measured at amortized cost	(1.04)	(1.42)
- Net gain on fair valuation of equity or debt instruments	-	(0.26)
- Investment carried at fair value through profit and loss	-	(23.70)
Minimum Alternate Tax credit entitlement	47.65	66.90
	241.34	**77.33**

13 Other non-current assets

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Capital advances, including advances paid for purchase of land (refer note 51)	320.69	978.63
Advances other than capital advances:		
- Balances with government authorities	0.23	2.86
- Deferred rental expense	1.54	25.49
- Taxes paid under protest	10.37	10.45
- Gratuity fund	5.27	4.84
- Prepaid expenses	0.03	1.39
- Advances for supply of goods and rendering of services	1.97	2.11
- Provident Fund demand deposited under protest	-	0.27
- Other advances	15.91	15.42
-Rent free perion amortisation		
'Less: Allowances for credit losses	(31.24)	
	324.77	**1,041.46**

14 Inventories

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Raw materials		
- Stock of raw coffee and packing materials	11.53	17.69
- Stock of perishables, consumables and merchandise	41.07	56.80
Work-in-progress		4.16
Finished goods of clean and roasted coffee	6.43	18.76
Stores and spares	16.44	14.64
Diesel	0.06	0.15
	75.53	**112.20**

Carrying amount of inventories pledged as securities for borrowings (refer note 23)

15 Current investments

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Investments carried at fair value through profit and loss		
Quoted *		
- Investments in equity instruments (fully paid-up)	-	3.12
- Investments in mutual funds	-	7.03
- Investments in bonds	-	0.26
Unquoted		
- Nil (31 March 2019:0.033 crores) equity shares of M/s.Global Edge Software Limited shares of Re.1 each	-	101.99
	-	**112.40**
Aggregate amount of quoted investments and market value thereof	-	10.41
Aggregate amount of unquoted investments	-	101.99

* Since the amount of individual investments are insignificant, further breakup is not provided.
Information about the Group's exposure to credit and market risks and fair value measurement is included in Note 55.

16 Cash and cash equivalents

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with banks		
- in current accounts	54.27	1,453.79
- in escrow accounts	0.77	1.80
- in fixed deposit accounts with banks (original maturity less than 3 months)	36.07	666.33
Cash in hand	1.50	5.55
	92.61	**2,127.47**

17 Bank balances other than cash and cash equivalents

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with banks*		
-in margin money deposits with banks	1.43	4.83
- in fixed deposit accounts with banks	5.75	234.60
	7.18	**239.43**

* Notes:
- includes Rs. 0.75 crores (31 March 2019: Rs. 236.12 crores) given as security to banks for loans and various credit facilities availed by the Group.

18 Current loans

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Secured, considered good *		
- Loans and advance to clients	-	19.78
Unsecured, considered good		
Security deposits		
- Security margin money with stock exchange/ clearing house	-	62.60
- Other deposits	12.71	17.01
Loans to related parties (refer note 51)		
- Coffee Day Barefoot Resorts Private Limited	15.42	15.40
- Coffee Day Resorts MSM Private Limited	0.05	0.01
- Coffee Day Natural Resources Pvt Ltd	0.06	0.04
- Mysore Amalgamted Coffee Estates Limited	2,289.85	789.35
- Coffee Day Consultancy Services Private Limited	0.45	-
Other loans		
- Alphagrep Technologies Private limited	-	3.17
- Way2Wealth Realty Private limited	-	-
- Ess & Ess HRM Services Private limited	-	0.38
- Evolute Trading Pvt Ltd	-	2.50
- Illuminati Software Private Limited	-	1.35
- Loans and advance to employees	1.14	2.09
- Loans and advance to clients	-	4.01
Others advances	246.61	1.00
Significant increase in credit risk		
Credit impaired**	(245.00)	-
	2,321.29	**918.69**

* Secured against the securities held by the clients.

** The Group had provided advance for procuring land. Since the recovery of amount is doubtfull, provision has been made for the same. The Group is in the process of initiating recovery process.

19 Other current financial assets

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Unsecured, considered good		
- Interest accrued	0.14	4.38
- Export benefit receivable	0.73	4.45
- Receivable from exchanges	-	53.89
- Electricity charges recoverable	0.28	4.83
- Unbilled revenue	49.06	14.70
- Receivable from clients	-	26.33
- Other receivables	1,117.23	14.72
	1,167.44	123.30
Unsecured, credit impaired		
Receivable from clients	-	1.09
Less: Loss allowance for receivable from clients	-	(1.09)
	1,167.44	**123.30**

20 Other current assets

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Advances for supply of goods and rendering of services*	105.30	175.11
Prepaid expenses	15.07	96.68
Balances with government authorities	47.65	34.03
Deferred rental expense	0.47	7.94
- other receivables	4.39	-
Less: Allowances for credit losses	(4.39)	-
Other advances	21.30	6.52
Less: Provison for doubtful advances	(46.17)	-
	143.62	**320.28**

* includes advances paid to related parties of Nil (31 March 2019: Rs..64.82 crores)

21 Equity share capital

Particulars	As at 31 March 2020	As at 31 March 2019
		Rs in crores
Authorised *		
270,834,000 (31 March 2019: 270,834,000) equity shares of Rs 10 each	270.83	270.83
Issued, subscribed and fully paid up		
211,251,719 (31 March 2019: 211,251,719) equity shares of Rs 10 each	211.25	211.25
	211.25	**211.25**

* The Company also has an authorised share capital of 3,500,000 (31 March 2019: 3,500,000) compulsorily convertible preference shares of Rs.10 each.

(a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year is as given below:

Rs in crores (except share data)

	As at 31 March 2020		As at 31 March 2019	
	No of shares	Amount	No of shares	Amount
Number of shares outstanding at the beginning of the year	211,251,719	211.25	211,251,719	211.25
Add: Shares issued during the year	-	-	-	-
Number of shares outstanding at the end of the year	**211,251,719**	**211.25**	**211,251,719**	**211.25**

(b) The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

Equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time, subject to preferential right of preference shareholders to payment of dividend. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid.

Failure to pay any amount called up on shares may lead to their forfeiture. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

(c) Equity shareholders holding more than 5% of equity shares along with the number of equity shares held at the beginning and at the end of the year is as given below:

Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	% of holding	No of shares	% of holding	No of shares
Equity shares				
Late Mr.V G Siddhartha	12.77%	26,979,784	32.75%	69,174,700
KKR Mauritius PE Investments II Limited	6.07%	12,826,912	6.07%	12,826,912
NLS Mauritius LLC	10.61%	22,412,912	10.61%	22,412,992
Devadarshini Info Technologies Private Limited	1.10%	2,328,440	5.87%	12,408,440
Coffeeday Consolidations Private Limited	2.46%	5,196,558	5.81%	12,268,416
Gonibedu Coffee Estates Private Limited	0.00%	-	5.24%	11,071,104
IDBI Trusteesship services Limited	10.16%	21,460,416	0.00%	-

(d) During the five year period ended 31 March 2020:

102,140,857 equity shares were allotted as fully paid-up bonus shares to the existing shareholders of the Company in the ratio of seven equity shares for every one equity share held on 7 May 2015. The bonus equity shares were issued by capitalisation of the reserves lying to the credit of the securities premium account of the Company. The Company has not bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

22 Other equity

Summary of other equity balances*

		Rs in crores
Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Reserves and surplus		
- Debenture redemption reserve	90.00	62.09
- General reserve	26.59	6.45
- Share options outstanding account	0.34	0.07
- Reserve fund (As per 45IC of Reserve Bank of India, 1934)	0.67	0.67
- Capital reserve	30.99	30.99
- Non-controlling interest reserve	(128.80)	(118.44)
- Securities premium	2,313.88	2,314.82
- Retained earnings	1,762.80	36.01
Other comprehensive income		
- Foreign currency translation reserve	(0.86)	1.22
- Equity instruments through other comprehensive income	(3.76)	(5.71)
- Cash flow hedges reserve	-	-
- Other items of other comprehensive income	0.44	(10.34)
	4,092.29	**2,317.83**

*Refer consolidated statement of changes in equity for detailed movement in other equity balances.

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23 Non-current borrowings

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Secured:		
- Debentures	302.00	380.53
- Term loans	855.32	2,201.03
- Long-term maturities of finance lease obligations	0.30	1.30
Unsecured:		
- Debentures	-	-
- Term loans	77.62	74.89
	1,235.24	**2,657.75**

Information about the Group's exposure to interest rate, foreign currency and liquidity risks is included in note 55.

Reconciliation of movements of liabilities to cash flows arising from financing activities

Rs in crores

Particulars	Amount
Non-current borrowings	2,657.75
Current borrowings	3,889.63
Other current financial liabilities (current maturities of borrowings)	666.91
Less: Bank overdraft included in current borrowings	(153.94)
Balance at 1 April 2019:	**7,060.35**
Changes from financing cash flows:	
Proceeds from borrowings	586.28
Repayment of borrowings	(4,961.91)
Non-current borrowings	1,235.24
Current borrowings	824.24
Other current financial liabilities (current maturities of borrowings)	953.81
Less: Bank overdraft included in current borrowings	(328.57)
Balance at 31 March 2020	**2,684.72**

23A Terms and conditions of outstanding borrowings

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Rabobank International Limited	Secured	Term loan	74.75	66.41	Secured by Personal guarantee of Late Mr.V. G. Siddhartha; Charge on specific movable assets of CDGL; and First ranking equitable mortgages on the following immovable properties– o Land and building located in Hassan, owned by the Company with a carrying amount of Rs.1.93 crores (31 March 2019 : Rs.1.97 crores); and o Land located in Palace Road, Bangalore owned by the Company with a carrying amount of Rs 7.9 crores as at 31 March 2020 (31 March 2019: Rs 7.9 crores). Second ranking equitable mortgage on the land and buildings of the Corporate Headquarters of the Company located at Vittal Mallya Road, Bangalore with a carrying amount of Rs 112.41 crores as at 31 March 2020 (31 March 2019: Rs 118.17 crores) Loan from Rabobank International, Hong Kong carries a floating interest rate of LIBOR plus 3.5% margin p.a and is repayable in 8 biannual installments commencing from February 2017. The company has defaulted in repayment of principal balance of USD 0.6 crores (Rs.45.49 crores) (31 March 2019: Rs. Nil). The company has also defaulted in interest payment of Rs.3.21 crores (31 March 2019: Rs. Nil).

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Rabo bank International	Secured	Term loan	196.19	173.45	Secured by First ranking pari pasu mortgages on the following immovable properties– o land and buildings of the Corporate Headquarters of the Company located at Vittal Mallya Road, Bangalore with a carrying amount of Rs 112.41 crores as at 31 March 2020 (31 March 2019: Rs 118.17 crores) o Land located in Palace Road, Bangalore owned by the Company with a carrying amount of Rs 7.9 crores as at 31 March 2020 (31 March 2019: Rs 7.9 crores). o Land and building located in Hassan, owned by CDGL; Charge on specific movable assets of CDGL Personal garuntee of Late Mr. V.G.Siddhartha Loan from Rabobank International, Hong Kong carries a floating interest rate of LIBOR plus 3.85% margin p.a and is repayable in 8 biannual installments commencing from October 2019. The company has defaulted in repayment of principal balance of USD - 0.06 crores (Rs.4.74 crores) (31 March 2019: Rs. Nil). The company has also defaulted in interest payment of Rs.9.62 crores (31 March 2019: Rs. Nil).
Credit Opportunities II Pte. Ltd	Secured	Debentures	110.88	100.27	As at the year end, the paid up value of these debentures is Rs. 2,000 [31 March 2019: Rs.2,000 secured redeemable non convertible debentures of Rs.0.1 crores each] Security -Pledge of shares of CDGL where the aggregate amount shall be 2.5 times the benchmark amount. Personal guarantee of Late Mr. V. G. Siddhartha. 9.5% per year, payable quarterly and interest of 4% compounding quarterly Initial security cover ratio: 2.25x from CDGL shares and an additional 0.25x from CDEL shares within 45 days ("Initial Collateral Package"). Promoter shall have the right to alter the collateral to 1.00x cover from CDGL shares and an additional 1.00x cover from CDEL shares. The amount shall be paid on bullet repayment basis at the end of year three, 31 March 2022. The Company has not paid the interest payable on quarterly basis from July 2019 and interest payable on maturity to the extent of Rs 15.12 and Rs.6.37 crores respectively included in the carrying amount.
India Special Situations Scheme I	Secured	Debentures	110.88	100.27	As at the year end, the paid up value of these debentures is Rs. 2,000 [31 March 2019: Rs.2,000 secured redeemable non convertible debentures of Rs.0.1 crores each] Security -Pledge of shares of CDGL where the aggregate amount shall be 2.5 times the benchmark amount. Personal guarantee of Late Mr. V. G. Siddhartha. 9.5% per year, payable quarterly and interest of 4% compounding quarterly Initial security cover ratio: 2.25x from CDGL shares and an additional 0.25x from CDEL shares within 45 days ("Initial Collateral Package"). Promoter shall have the right to alter the collateral to 1.00x cover from CDGL shares and an additional 1.00x cover from CDEL shares. The amount shall be paid on bullet repayment basis at the end of year three, 31 March 2022. The Company has not paid the interest payable on quarterly basis from July 2019 and interest payable on maturity to the extent of Rs 15.12crores and Rs.6.37 crores respectively included in the carrying amount.
HDFC Bank Limited	Secured	Loan repayable on demand	-	44.87	Bank overdraft facility from bank is secured by fixed deposits with the bank, and is repayable on demand. Rate of interest: 1% (31 March 2018 0.75%-2%) in addition to the rate of interest carried by underlying fixed deposits. Bank overdraft obtained by foreign subsidiary from HDFC Bank as on 31 March 2019 is repayable in 12 months from the date of sanction. Rate of interest is 1 year LIBOR + (1.25% to 2%)(PY 1% to 1.6%). Secured by pledge of fixed deposits.
Bajaj Finance Limited	Secured	Loan repayable on demand	-	8.52	Rate of interest Bajaj Finance Limited 10.2% (31 March 2018 9.5% to 11%).
Edelweiss Finance Limited	Secured	Loan repayable on demand	-	3.50	Rate of interest: 12% (31 March 2018: 10%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
HDFC Bank Limited	Secured	Term loan	-	0.01	Bank loan is secured by the respective vehicles financed, the loan is repayable in 36 EMIs, the loan interest is 9.25 % p.a (31 March 2018 :9.25%).

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Illuminati Trading Pvt Ltd	Unsecured	Loan repayable on	-	9.75	Rate interest at 9% to 12.5% p.a. (31 March 2018 : 9% to 12.5%) Repayable on demand
DAX Partners	Unsecured	Loan repayable on demand	-	6.42	Interest rate is 4% p.a. (31 March 2018: 4%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
Highgrove Management	Unsecured	Loan repayable on demand	-	12.81	Interest rate is 4% p.a. (31 March 2018: 4%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
Lalitha Agarwal	Unsecured	Loan repayable on demand	-	1.38	Interest rate is 4% p.a. (31 March 2018: 4%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
Rain Group LLC	Unsecured	Loan repayable on demand	-	3.46	Interest rate is 4% p.a. (31 March 2018: 4%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
Rajsree Agarwal	Unsecured	Loan repayable on demand	-	2.08	Interest rate is 4% p.a. (31 March 2018: 4%). The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
HDB Financial Service Limited	Secured	Term loan	0.55	0.81	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 11.00% (Previous year: 11.00%).
Tata Motor Finance Service	Secured	Term loan	2.37	3.23	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.28% (Previous year: 10.28%).
IFCI Limited	Secured	Term loan	-	26.90	The loan is secured by: - Pledge of shares of Coffee day Enterprises Limited. - Equitable mortgage over the land at Mangaluru held by the company. - Personal guarantee of Late Mr.V G Siddhartha, Corporate Guarantee of Coffee Day Global Limited. The loan carries interest rate IFCI Benchmark Rate(IBR) +1.00% p.a payable monthly (Currently IFCI Benchmark Rate(IBR) at 10.75%). The loan is repayable in 8 structured quarterly installments after a moratorium of 12 months from the date of disbursement. Outstanding principal and accrued interest as on 19 March 2020 (Business transfer date) is transferred to GV Techpark Private Limited as per Business transfer agreement.
Standard Chartered Bank	Unsecured	Debentures	-	2,960.12	0.003 crores Non Convertible Debentures of Rs.0.1 croreseach (Secured and Listed) These debentures carry interest rate of 14.4% p.a. and are redeemable at par. These debentures are secured by - - Pledge and Escrow over all shares of Mindtree Limited held by V G Siddhartha, Coffee Day Enterprises and Coffee Day Trading Limited - Pledge of Coffee Day Global Limited Shares held by Coffee Day Enterprises Limited - Corporate guarantee of Coffee Day Global Limited. - Personal guarantee of V G Siddhartha. These debentures are redeemable by way of bullet repayment at the end of one year from the date of issue (i.e., 26 March 2020). The debentures were redeemed on 03 May 2019.
Aditya Birla Finance Limited	Secured	Term loan	133.67	25.05	Rs. 1,25.054 crores [31 March 2019: Principal amount of loan amounting to Rs. 25.054 crores including current maturities of long-term borrowings - Secured by Security - Pledge of a proportion of the shares of Mindtree Limited (released during the year), Coffee Day Global Limited, Sical Logistics Limited held by the Company; - Personal guarantee of Late Mr. V. G. Siddhartha The loan carries an interest rate of 15.00% p.a. payable quarterly Any delay in repayment of interest entails payment of penal interest @ 24% p.a. for the period of delay. The Company has an option of voluntary prepayment under certain circumstances as set out in the arrangement. Further, the Company has an option to repay the loan in advance with a prepayment premium of 2% on the principal amount outstanding as on the date of prepayment. The repayment of the loan has been extended pursuant to the letter dated 24 September 2020 up to 31 March 2021.and During the year, ABFL has sanctioned a similar facility of up to Rs. 1000 million with rate of interest being 15% p. a with effect from July 2019. The Company has not paid the quarterly interest from July 2019 to the extent of Rs 8.62 crores included the carrying amount

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Axis Bank Limited	Secured	Term loan	129.95	125.97	Security - Listed shares of Sical Logistics Ltd./ Lakshmi Vilas Bank/ CDEL/ any other listed entity acceptable to the lender (65% of total security cover), held by promoter/ group covering 120% of exposure. - Personal guarantee of Late Mr. V G Siddhartha - Security cover by way of listed shares of at least 1.2x of the outstanding/ disbursed facility amount to be maintained during the tenor of the loan on MTM basis. The interest rate for the loan is as follows: - 1 year MCLR+ 1% (Spread) p.a, payable monthly (First three years) - 1 year MCLR+ 1.75% (Spread) p.a, payable monthly (subject to minimum effective rate of interest of 10.65% p.a) (Post three years) The lender can exercise the call option at the end of three years The Company has an option of voluntary prepayment with no penalty The loan amount shall be repaid in 4 half yearly instalments beginning from 42nd month of first disbursement (i.e., 28 June 2020) Amounts unpaid on due date will attract overdue interest at 2% p.a
IFIN Securities Ltd	Secured	Loan repayable on	-	1.70	Rate of interest IFIN Securities Finance Limited 13%.(31 March 2018: Nil)The loan is repayable 12 months from the date of disbursement.
Volkswagen Financial Services India Private Limited	Secured	Term loan	-	0.04	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2019 is 8.95%.
Ratnakar Bank Limited	Secured	Loan repayable on demand	121.42	124.50	Secured by Charge on Current assets including Stock and Book debts of Xpress division. Charge on specific vending machines with minimum cover of 1.2x times Personal guarantee of Late Mr. V. G. Siddhartha Pledge of listed shares of Coffee Day Enterprises Ltd held by Mr. V.G. Siddhartha to the extent of 2x times of Facility Receivables with benefits of all securities,interest becoming due and benefits of the same Short term loan is repayable in three months from the date of drawdown. During the year the company has pledged the 1,52,94,118 shares of Coffee Day Consultancy Services Pvt. Ltd. held by it. The same is invoked by the lender due to default in repayment of dues to it. The credit facilities are classified as non-performing assets by the lender w.e.f 11.02.2020.
HSBC Bank Limited	Secured	Loan repayable on demand	4.99	10.00	Secured by Exclusive charge over movable assets, both present and future of the Company's outlets (café's) with asset cover of 1.75 times. carries an interest of 12.15% p.a. Personal Guarantee of Late Mr. V.G. Siddhartha.
Yes Bank Limited	Secured	Loan repayable on demand	126.23	50.03	Secured by Charge on all current assets of vending division (minimum cover of 1x) Personal guarantee of Mr.V. G. Siddhartha
Yes Bank Limited	Secured	Term loan	14.59	16.27	Secured by Charge on all current assets of Vending Division Charge over Vending Machines installed across India Personal Garuntee of Late. Mr.V.G. Siddhartha The loan carries a floating interest rate of 6 months MCLR plus 2.95% margin p.a. which is repayable in 40 quarterly installments with repayment dates to be April 1st, July 1st, October 1st and Jan 1st of every year starting from July 1st 2018.
Kotak Mahindra Bank Limited	Secured	Loan repayable on demand	52.14	13.95	Secured by Exclusive charge over movable fixed assets perataining to cafes and xpress kiosks with a minimum cover of 1.25x. Personal Guarantee of Late Mr. V.G.Siddhartha Corporate Guarantee of group company Equitable mortagage by way of 1st charge on 5 acres 75 cents of land belonging group company sitatuated at Jeppu, Mangalore. The lender has recalled the amounts due to it vide letter dated 26.09.2019.
Yes Bank Limited	Secured	Term loan	17.95	18.13	Charge on the property of the company, hypothecation of all current assets and movable fixed assets of the company Personal guarantee of the Late Mr V G Siddhartha. The loan carries interest rate of 4.45% over and above the bank's 6 months MCLR, which is repayable in quarterly repayment commencing from FY19 and ending in FY28.

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Oriental Bank of Commerce Limited	Secured	Term loan	5.65	7.00	First charge over specific fixed assets. Personal guarantee of the Late Mr V G Siddhartha and Mrs Malavika Hegde. The loan carries interest rate of bank rate plus 4.35% bank spread and is repayable in 28 quarterly installments commencing from September 2013 and ending in June 2020.
Clix Capital Services Private Limited	Secured	Term loan	100.00	100.00	Pledge of shares of CDGL, CDHRPL and SLL aggregating of which shall be equal to 2.5 times the Benchmark amount Personal guarantee of Late Mr. V. G. Siddhartha Irrevocable and unconditional corporate Guarantee of TRR and the company The Loan carries an interest of carry interest @ 12% p.a payable monthly The amount shall be paid on bullet repayment basis on the expiry of the term. (i.e. 31st October, 2020) Amounts unpaid on due date will attract overdue interest at 2% p.a over and above the interest rate.
IDFC Bank Limited	Secured	Debentures	100.00	100.00	The Company had raised a sum of Rs. 100 crores through issue of 0.0001 crores Nos. secured listed 11% Non-convertible debentures of Rs.0.1 crore each against the security of dredger and the spares and machinery pertaining to dredger held by the Company for the purpose of redeeming the then existing debentures of Kotak Mahindra [earlier ING Vysya Bank Limited]. The NCDs are listed in NSE. The IDBI Trusteeship Services Ltd has been appointed as the debenture trustees. Debentures are redeemable on 25 June 2021.
Karnataka Bank Limited	Secured	Loan repayable on demand	130.62	65.96	Secured by Hypothecation of stocks of coffee beans located at Chikmagalur and advance paid to planters; Hypothecation of goods covered under export bills; Hypothecation of machinaries acquired under LC and 10% Cash margin Hypothecation of Stock of Cafes Further, the loan is collaterally secured by - - Deposit of title deeds of a property belonging to a relative of Promoter; - Personal guarantee of Promoter and relatives of Promoter; and - Promissory note provided by the Company and the Promoter. - Land measuring 4 acres 26 guntas belonging to the Company situated at Chikamagalur with a carrying amount of Rs.12.85 crores (31 March 2019: 12.85 crores) and sites measuing 49168 sq.ft. belonging the Company with a carrying amount of Rs.10.77 crores (31 March 2019: 10.77 crores) - Equitable mortagage on 10.01 acres of land belonging group company sitatuated at Ullal Village, Mangalore The credit facilities are overdue as on the balance sheet date. Further the lender has classified the company's accounts as non-performing assets on 30.06.2020 and the credit facilities are recalled vide letter dated 23.07.2020.
Ratnakar Bank Limited	Unsecured	Loan repayable on demand	-	100.00	The loan is secured by: - Pledge of shares of Coffeeday Enterprises Limited held by Mr.V G Siddhartha. - Pledge of shares of Tanglin Developments Limited held by Coffeeday Enterprises Limited. - ISRA equivalent to 1 month's interest to be hed as cash / FD under lien with RBL Bank Ltd during the tenor of loan. - Personal guarantee of Late Mr.V G Siddhartha, -Corporate Guarantee of Coffee Day Enterprises Limited. The loan carries interest rate at 1 year MCLR+1.50% p.a payable monthly (Currently 1 year MCLR at 10.25%). The loan is repayable through bullet repayment attend of 12 months. (14th Feb 2020). Outstanding principal and accrued interest as on 19 March 2020 (Business transfer date) is transferred to GV Techpark Private Limited as per Business transfer agreement.

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Ratnakar Bank Limited	Secured	Debentures	80.00	90.00	Sical Logistics Limited has raised a sum of Rs.100 crores through issue of 0.0001 crore Nos. Secured listed 11% Non-convertible debentures of Rs.0.1 crore each against the security of - (a) Exclusive first ranking mortgage on 0.60 acres of land situated at Anupampattu Village, Ponneri Taluk, Thiruvallur District, Tamil Nadu; (b) Exclusive first mortgage charge on land (admeasuring 19.5 acres) & Building situated there on at Minjur, Chennai; (c) First Pari passu mortgage charge along with existing charge holder on land (admeasuring around 2.248 acres) owned by SMART covering access road to above mentioned land & building; (d) Exclusive first charge over specific plant & machinery/ movable fixed assets (i.e. 2 rakes & 1,030 Containers) and (e) Unconditional and irrevocable Corporate Guarantee of SICAL Logistics Limited. The NCDs are listed in NSE. The IDBI Trusteeship Services Ltd has been appointed as the debenture trustees. The debentures are redeemable in 10 semi-annual step-up tranches with a moratorium of 18 months with a total maturity period of 72 months. Interest on NCDs is payable semi-annually.
Canara Bank Limited	Secured	Term loan	67.99	84.38	The Company has taken a secured term loan - I Rs. 50crores in FY 2016-17 and Term Loan - II Rs. 50 crores during FY 2017-18 against (1) security of pari pasu second charge over current assets and movable fixed assets of the company (2) office building at Kolkata and Mumbai as collateral security with a moratorium period of 12 months. Loan is repayable in 16 equal quarterly instalments. The interest rate as on 31 March 2020 is I- 11.55% AND II -11.50% (Previous year: I&II 11.50%) which is linked to MCLR.
Indusind Bank Limited	Secured	Term loan	35.96	53.51	Sical Logistics Limited has taken a term loan of Rs. 27 crores during the FY 2013-14 against security of pari-passu charge on the Ennore Project Assets. Loan is repayable in 84 equal monthly installments. The interest rate as on 31 March 2020 is 10.00% (Previous year: 10.85%) which is linked to the MCLR. Sical Logistics Limited had taken a term loan of Rs. 7 crores during FY 2016-17 for general corporate purposes. Loan is repayable in 45 equal monthly installments. The Group Company had also availed Rs. 52.1 crores of term loan during FY 2016-17. Loan is repayable in 59 step-up monthly installments including 3 months of moratorium. The interest rate as on 31 March 2020 is 10.85% (Previous year: 10.85%) which is linked to the base rate. The securities offered for these loans are as below. a) charge on receivables from Ennore project; b) pari-passu charge on the Ennore project assets and c) exclusive charge on the office building located at 11, 12, 13, 14 and 15 Rajgiri Chambers, Mumbai. Sical Logistics Limited has availed equipment loan which is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 11.00% (Previous year: 11.00%). Sical Logistics Limited has availed a term loan of Rs. 13 crores during the current financial year for general corporate purposes. Loan is repayable in 55 monthly step-up installments. The interest rate as on 31 March 2020 is 10.00% (Previous year: 10.56%) which is linked to the MCLR. The securities offered for these loans are same as term loan above.
Bank of Baroda Limited	Secured	Term loan	51.19	73.59	Sical Logistic Limited had taken term Loan of Rs 75 crores during the FY 2014-15 against security of certain Immovable properties (Land) for carrying out CAPEX and other expenditure for work orders awarded from Neyveli Lignite Corporation Limited and Mahanadi Coal fields Limited, with a moratorium period of 12 months. Loan is repayable in step up 16 quarterly installments. The interest rate as on 31 March 2020 is 11.65% (Previous year: 11.25%) which is linked to the MCLR. Sical Logistics Limited has taken term loan of Rs 94.10 crores against security of equitable mortgage of land and building situated at CFS Minjur comprising of 35.50 acres of land and charge on assets created out of term loan, with a moratorium period of 12 months. Loan is repayable in step up 24 quarterly installments. The interest rate as on 31 March 2020 is 15.50% (Previous year: 11.40%) which is linked to MCLR. This credit facility is availed by subsidiary - SMART.
Cholamandalam Finance Limited	Secured	Term loan	6.80	8.21	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.39% (Previous year: 10.39%).
South India Bank Limited	Secured	Term loan	4.15	16.66	Sical Logistics Limited had taken a term loan of Rs. 50 crores during the FY 2015-16 to meet its capital expenditure requirements against (1) security of movable fixed assets to be funded out of the loan amount (2) land at Kilacherry and Satharai, Tamilnadu, with a moratorium period of 24 months. Loan is repayable in 12 equal quarterly installments. The interest rate as on 31 March 2020 is 11.10% (Previous year: 11.00%) which is linked to the MCLR.

23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Yes Bank Limited	Secured	Term loan	339.72	328.74	Sical Logistics Limited had taken a term loan of Rs. 130 crores during the FY 2015-16 to meet its capital expenditure requirements against security of fixed and current assets, with a moratorium period of 6 months. Loan is repayable in 18 quarterly installments. The interest rate as on 31 March 2020 is 12.40% (Previous year: 12.50%) which is linked to the MCLR. The Group Company has taken a term loan of Rs. 15.5 crores to meet its capital expenditure requirements against security of subservient charge over fixed and current assets. Loan is repayable in 10 step-up quarterly installments, including moratorium of 6 months. The interest rate as on 31 March 2020 is 12.40% (Previous year: 12.50%) which is linked to the MCLR. The Company had obtained Rs. 80 crores term loan facility during FY 2012-13. This term loan is secured by subservient charge over dredger. The tenor of the loan is 84 months including a moratorium of 36 months followed by 16 quarterly repayment. The interest rate as on 31 March 2020 is 11.70% (Previous year: 11.70%) which is linked to the MCLR. Sical Logistics Limited has a got a sanctioned limit of Rs. 430 crores (Term loan 1 - Rs. 140 crores and Term loan 2 - Rs. 290 crores). The term loan is repayable over 20 years including 2 years moratorium and structured quarterly installments over 18 years. The interest rate as on 31 March 2020 is 12.25% and 12.30% respectively for Term loan 1 and Term loan 2 (Previous year: 12.10% and 12%) which is linked to MCLR. This credit facility is availed by subsidiary - SIOTL. The facility is secured by below: (i) all the movable and immovable properties (excluding land and waterfront) and fixed assets of the Project; (ii) all intangible assets of the Project; (iii) all bank accounts of including, without limitation, the Trust and Retention Account and the Debt Service Reserve Account; (iv) all the receivables / claims / revenues of the Company from the Project; (v) assignment/charge/Security Interest of the Company under the Project Documents (including License Agreement, contracts (including guarantees) and all licenses, permits, approvals, consents and insurances policies obtained in respect of the Project; (vi) Unconditional & irrevocable Corporate Guarantee from SICAL Logistics Ltd; (vii) Pledge of 63% (sixty-three per cent) of paid up and voting share capital of the Company held by SICAL Logistics Ltd; The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.75% (Previous year: 10.75%).
UCO Bank Limited	Secured	Term loan	45.50	-	Sical Logistics Limited has a got a sanctioned limit of Rs. 70 crores . The term loan is repayable over 20 years including 2 years moratorium and structured quarterly instalments over 18 years. The interest rate as on 31 March 2020 is 12.10% (Previous year: Nil) which is linked to MCLR. This credit facility is availed by subsidiary - SIOTL. The facility is secured by below: (i) all the movable and immovable properties (excluding land and waterfront) and fixed assets of the Project; (ii) all intangible assets of the Project; (iii) all bank accounts of including, without limitation, the Trust and Retention Account and the Debt Service Reserve Account; (iv) all the receivables/claims/revenues of the Company from the Project; (v) assignment/charge/Security Interest of the Company under the Project Documents (including Licence Agreement, contracts (including guarantees) and all licenses, permits, approvals, consents and insurances policies obtained in respect of the Project; (vi) Unconditional & irrevocable Corporate Guarantee from SICAL Logistics Ltd; (vii) Pledge of 63% (sixty-three per cent) of paid up and voting share capital of the Company held by SICAL Logistics Ltd;
Axis Bank Limited	Secured	Term loan	22.19	46.03	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 9.78% (Previous year: 9.78%). During the year the Sical Logistics Limited has obtained a sanctioned credit limit of Rs. 42.89 crores against the security of the assets purchased out of the loan for its mining projects. The loan is repayable in 6 years with a moratorium of 1.5 yrs and 18 quarterly step-up repayment thereafter.
Kotak Mahindra Bank Limited	Secured	Term loan	3.19	3.97	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.01% (Previous year: 10.01%).

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	**Nature**	**Type**	**As at 31 March 2020**	**As at 31 March 2019**	**Terms and conditions**
DCB Bank Limited	Secured	Term loan	8.45	11.60	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.87% (Previous year: 11.05%) which is linked to the MCLR.
Ratnakar Bank Limited	Secured	Term loan	102.10	133.66	Sical Logistics Limited had availed a term loan of Rs. 100 crores. The loan from bank is secured by exclusive charge on current assets of the Company, both present and future and an unconditional and irrevocable corporate guarantee of Sical Logistics Limited. Loan of Rs. 40 crores is repayable over 32 months including 2 months moratorium in equated monthly installments. Loan of Rs. 36 crores is repayable over 60 months including 2 months moratorium in equated monthly installments. Loan of Rs. 24 crores is repayable over 54 months in equated monthly installments. The interest rate as on 31 March 2020 is 12.55% (Previous year: 11.95%). This credit facility is availed by subsidiary - SSML. The loan from bank is secured by (1) exclusive charge on current assets of Sical Logistics Limited (2) an unconditional and irrevocable corporate guarantee of Sical Logistics Limited and (3) Pledge of shares to the extent of 30% shareholding of Sical Logistics Limited. The loan is repayable over 60 equal monthly installments. The interest rate as on 31 March 2020 is 12.10% (Previous year: 12.25%). This credit facility is availed by subsidiary - PNX. The Company has availed a term loan of Rs. 100 crores during FY 2018-19 against security of 1.37 acre of land at Madhavaram and subservient charge over current assets, both present and future. Loan is repayable in 48 monthly installments. The interest rate as on 31 March 2020 is 11.85% (Previous year: 12%) which is linked to the MCLR.
Standard Chartered Bank Limited	Secured	Term loan	13.58	62.95	Sical Logistics Limited has availed a term loan of Rs. 100 crores during the current year towards pre-operative expenses and payments of fees, costs and expenses in relation to specific mining projects. Rs. 45 crores loan is repayable in 32 monthly step-up installments and Rs. 55 crores loan is repayable in 48 monthly step-up installments. The interest rate as on 31 March 2020 is 11.30% (Previous year: 11.30%) which is linked to the MCLR. The securities offered for the credit facilities are as below - a) first ranking exclusive security interest over the Accounts and/or any other operating account established in relation to the specific mining projects, cash flows and distributions and agreements in relation to the specific mining projects and all monies, securities, instruments and/or cash equivalents deposited or required to be deposited in the Collection Account and/or any other operating account established in relation to the specific mining projects b) a first ranking security interest over all receivables in relation to the specific mining projects) a second ranking security interest over the dredger.
Corporation Bank Limited	Secured	Term loan	18.96	18.96	The loan is secured by a charge on the assets purchased out of the loan with a moratorium of 2 years and 12 half yearly step-up repayment. The interest rate as on 31 March 2020 is 10.30% which is linked to the MCLR. (Previous year: 10.30%).
SREI Infrastructure Finance Limited	Secured	Term loan	19.01	24.40	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 9.47% (Previous year: 9.47%).
Sundaram Finance Limited	Secured	Term loan	4.67	8.30	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.34% (Previous year: 10.34%). The loan is secured by a charge on the purchased assets - trailors. The interest rate as on 31 March 2020 is 10.75% (Previous year: 10.75%). This credit facility is availed by subsidiary - SMART.
Tata Motor Finance Limited	Secured	Term loan	8.91	8.12	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.79% (Previous year: 10.79%).
Daimler Financial Services India Private Limited	Secured	Term loan	5.09	11.31	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 10.66% (Previous year: 10.66%).
Reliance Commercial Finance Limited	Secured	Term loan	0.63	1.34	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 13.50% (Previous year: 13.50%).
Siemens Financial Services Private Limited	Secured	Term loan	3.49	4.23	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 9.60% (Previous year: 9.60%).
Volvo Financial Services India Private Limited	Secured	Term loan	12.98	14.49	The loan is secured by a charge on the assets purchased out of the loan. The interest rate as on 31 March 2020 is 8.95% (Previous year: 8.95%).

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Bank of Baroda Limited	Secured	Loan repayable on demand	253.35	246.64	Facility 1: Working capital facility is secured by composite hypothecation of entire raw materials, stock in process, stores and spares, packing material, finished goods, plant and machinery etc and book debts and trade advances of the company both present and future as well as equitable mortgage of certain immovable properties. The interest rate as on 31 March 2020 is 10.00% (Previous year: 10.00%) which is linked to the MCLR. Facility 2: Working capital facility is secured by composite hypothecation agreement for hypothecation of entire raw materials, stock-in-process, stores & spares, packing materials, finished goods, etc and Book-debts & trade advance of the company, both present & future. The interest rate as on 31 March 2020 is 14.85% (Previous year: 11.40%) linked to MCLR. This credit facility is availed by subsidiary - SMART.
DCB Bank Limited	Secured	Loan repayable on demand	6.51	5.00	Sical Logistics Limited has availed a short-term loan ('STL') facility amounting to Rs. 5 crores with a tenure of 12 months. The STL is secured by (1) subservient charge on current assets of the Company and (2) securities offered The interest rate as on 31 March 2020 is 10.52% (Previous year: 11.05%) which is linked to the MCLR. Further, STL ('Additional STL') of Rs. 1.50 crores is availed during the year with an interest rate of 11.22% which is repayable in 10 equal monthly instalment after 2 months of moratorium. Additional STL is secured by extention of charge on few mining vehicles/equipment.
Ratnakar Bank Limited	Secured	Loan repayable on demand	33.11	53.54	Sical Logistics Limited has availed a short-term revolving loan ('STL') facility amounting to Rs. 24.5 crores with a tenure of 4 months. The STL is secured by subservient charge on current assets including stock and book debts of the Company, both present and future. The interest rate as on 31 March 2020 is 12.30% (Previous year: 12.45%) which is linked to the MCLR. Sical Logistics Limited has availed a revolving working capital demand loan loan ('WCDL') facility amounting to Rs. 25 crores with a tenure of 6 months. The WCDL is secured by exclusive charge on entire current assets of the Company, both present and future. The interest rate as on 31 March 2020 is 12.30% (Previous year: 11.50%) which is linked to the base rate. This credit facility is availed by subsidiary - SSML. Working capital facility is secured by (1) first exclusive charge on the entire current assets (including stock, receivables etc.) of the company, both present & future (2) first exclusive charge on the movable and immovable fixed assets of the company, both present & future (3) an unconditional and irrevocable corporate guarantee of Sical Logistics Limited, holding company and (4) pledge of shares to the extent of 30% shareholding of Sical Logistics Limited in the Company. The interest rate as on 31 March 2020 is 12.10% (Previous year: 12.40%) which is linked to the base rate. This credit facility is availed by subsidiary - PNX.
Hewlett Packard Financial Services India Private Limited	Secured	Term loan	0.26	0.55	Charge on movable fixed assets of the Magnasoft Consulting India Private Limited with WDV of Rs 0.28 crores as on 31 March 2020 These loans carries a interest rate of 12% to 16% p.a. and each loan are repayable in 36 equal monthly instalments with effect from the date of disbursement of such loan.
Hewlett Packard Financial Services India Private Limited	Secured	Long-term maturities of finance lease obligations	1.43	2.63	Charge on movable fixed assets of the Magnasoft Consulting India Private Limited with WDV of Rs 1.07 crores as on 31 March 2020; These loans carries a interest rate of 12% to 16% p.a. and each loan are repayable in 36 equal monthly instalments with effect from the date of disbursement of such loan.
Ratnakar Bank Limited	Secured	Loan repayable on demand	-	6.98	Primary Security: First charge on the entire current assets of the company including of Stock and Book Debts, both present & future. First Charge on entire movable Fixed Assets of the company (excluding specifically financed by Term Load/Financial Lease) Lien in favor of RBL on fixed deposit of Rs. 0.27 crores by the Magnasoft Consulting India Private Limited. Personal Guarantee: Mr. V.G.Siddhartha and Mr. Bobbie H Karla, Corporate gurantee by the holding company Coffee Day Trading Limited (formerly known as Global Technology Ventures Limited). Rate of Interest: For cash cerdit 12M MCLR plus 1%.

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	**Nature**	**Type**	**As at 31 March 2020**	**As at 31 March 2019**	**Terms and conditions**
Indiabulls Mutual Fund	Unsecured	Debentures	-	33.24	0.00025 crores Non Convertible Debentures of Rs.0.1 crore each These debentures carry interest rate of 1.25% p.a. and are redeemable at premium with effective interest rate of 14.25% p.a.p.q including the cash coupons paid earlier i.e. 1.25% interest payment. These debentures are secured by - - Pledge of SLL Shares held by Tanglin Retail Reality Developers Private Limited - Pledge of Coffee Day Global Limited Shares held by Cofeeday Enterprises Limited and Corporate guarantee of Tanglin Retail Reality Developers Private Limited - Personal guarantee of Late Mr. V G Siddhartha These debentures were redeemable by way of bullet repayment at the end of 38 months from the date of issue (i.e., 22 Novemeber 2019).But the same was rolled over and redeemed 27 March 2020.
A.K Capital Finance Private Limited	Unsecured	Debentures	-	32.92	0.00025 crores Non-Convertible Debentures of Rs.0.1 crore each These debentures carry interest rate of 1.25% p.a. and are redeemable at premium with effective interest rate of 13.55% p.a after taking into account cash coupons paid at the rate of 1.25% p.a. These debentures are secured by - - Pledge of Sical Logistics Limited Shares held by Tanglin Retail Reality Developments Private limited - Corporate guarantee of Coffee Day Enterprises Limited - Corporate guarantee of Tanglin Retail Reality Developments Private limited - Pledge of Coffee Day Global Limited Shares held by Coffee Day Enterprises Limited - Personal guarantee of Late Mr.V G Siddhartha These debentures are redeemable by way of bullet repayment at the end of 38 months from the date of issue (i.e., 23 Jan 2020).But the same was rolled over and redeemed 27 March 2020.
ICICI Bank Limited	Secured	Term loan	0.73	1.01	Secured by hypothecation of vehicles. The vehicle loans carry an interest rate ranging from 8.24% to 9.00%. The loans are repayable by way of 60 EMI ending on various dates. The loans are secured against the vehicles for which the loans are granted.
Common Rupee Loan	Secured	Term loan	-	898.67	Original lenders : a) Axis Bank Limited b) Standard chartered Bank The loan is secured by: - A Demand Promisory Note for the amount of facility along with interest payable thereon. - Equitable mortgage over the land and Building at Mylasandra Village, Bengaluru held by the Tanglin Developments Limited. - Pledge of shares of Tanglin Developments Limited held by Coffee Day Enterprises Limited. - Personal guarantee of Late Mr.V G Siddhartha, Corporate Guarantee of Coffee Day Enterprises Limited. Facility A: The loan carries interest rate at 10.55% .The loan is repayable in 156 monthly installments starting from the following month from the date of disbursement (i.e. 22nd Jan 2019). Facility B: The loan carries interest rate at 12.05% .The loan is repayable in 147 monthly installments after a moratorium of 10 months from the date of disbursement(i.e., 22nd Jan 2019). Outstanding principal and accrued interest as on 19 March 2020 (Business transfer date) is transferred to M/s.GV Techpark Private Limited as per Business transfer agreement.
Yes Bank Limited	Secured	Term loan	20.60	100.77	The loan is secured by: - Equitable mortgage over Tower C in Global Village which is the property held by the Tanglin Developments Limited. - Exclusive charge on lease rent receivable from customers . - Personal Guarantee of Late Mr.V G Siddhartha. The loan carries interest rate at 1 year MCLR+3.15% p.a payable monthly (on sanction 1 year MCLR was 9.85%). The loan is repayable in 120 monthly installments starting from the following month from the date of disbursement (i.e. 21st Dec 2018). As per the certificate by banker equitable mortgage over Tower C in Global Village is extinguished on partial repayment of the loan in FY 2019-20.

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	**Nature**	**Type**	**As at 31 March 2020**	**As at 31 March 2019**	**Terms and conditions**
HDFC Bank Limited	Secured	Term loan	0.08	0.14	□ Secured by hypothecation of vehicles. □ The vehicle loan carries an interest rate of 9.51%. The loan is repayable by way of 60 EMI ending on May 2021. The loan is secured against the vehicle for which the loan is granted.
Aditya Birla Finance Limited	Unsecured	Loan repayable on demand	-	20.60	□ The loan is secured by: a) Pledge of shares of Coffee Day Global Limited, Mindtree Limited held by group entities and Sical Logistics Limited held by Tanglin Retail Reality Developers Private Limited. b) Personal guarantee of Late Mr.V.G.Siddhartha, Director of the holding company c) Demand promissory note for the amount □ The loan carries interest rate of 14% p.a. payable quarterly. □ Outstanding principal and accrued interest as on 19 March 2020 (Business transfer date) is transferred to GV Techpark Private Limited as per Business transfer agreement.
STCI Finance Limited	Unsecured	Term loan	-	74.89	□ 'The loan is secured by: - Pledge of shares of Tanglin Developments Ltd. held by group entities - Pledge of shares of Mindtree Limited held group entities. - Pledge of shares of Sical Logistics Limited held by Tanglin Retail Reality Developments Private Limited. - Pledge of shares of Coffee Day Enterprises Limited held by group entities. - Personal Guarantee of Late Mr.V G Siddhartha and Corporate Guarantee of Coffee Day Enterprises Limited . □ The loan carries interest rate at 15.00 % p.a payable quarterly □ The Loan is repayable through bullet repayment at the end of 36 months from the date of disbursement (i.e. 26 the March 2021). □ Outstanding principal and accrued interest as on 19 March 2020 (Business transfer date) is transferred to GV Techpark Private Limited as per Business transfer agreement.
Mysore Amalgamated Coffee Estates Limited	Unsecured	Loan repayable on demand	-	11.68	□ Interest free loan □ The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
Bajaj Finance Limited	Secured	Term loan	27.00	100.00	□ 'The loan is secured by: - Equitable mortgage over the land and buildings of property pledge and pledge of shares of Coffee Day Global Limited - Corporate Guarantee from Coffee Day Hotels and Resorts Limited, Corporate guarantee from Wilderness Resorts Private Limited, Personal guarantee of the Late Mr. V G Siddhartha and Letter of comfort from Coffee Day Enterprises; □ Out of the outstanding principal Rs.27 crores, 12 crore is repayable by 30.06.2020 and the balance amount to be repaid within 31.03.2021 □ Loan bears interest at the rate of 10.75% (i.e. BFL rate minus 40 basis points) payable quarterly.
Ratnakar Bank Limited	Unsecured	Term loan	-	49.77	□ The loan is secured by: - Pledge of shares of Mindtree Limited held by Coffeeday Enterprises Limited. - Pledge of shares of Sical Logistics Limited held by Tanglin Retail Reality Developments Private Limited. - Personal guarantee of Late Mr.V G Siddhartha, Corporate Guarantee of Coffee Day Enterprises Limited and Tanglin Retail Reality Developments Private Limited. □ The loan carries interest rate at 1 year MCLR+1.50% p.a payable monthly (Currently 1 year MCLR at 10.25%). □ The loan is repayable through bullet repayment at the end of 24 months from the date of disbursement.(i.e. 14th Feb 2020). □ Loan was repaid on 03 April 2019.

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Nederland's Financierings-Maatschappij Voor Ontwikkelingslanden N.V. ("FMO")	Unsecured	Debentures	21.25	26.61	These debentures carry interest rate of 14.5% p.a. payable bi-annually. The debentures shall be converted into equity shares on earlier of the following dates: - Mandatory conversion date i.e. date falling 10 years after the issue of debentures (i.e., 30 March 2010); - Optional conversion date i.e. dates falling 66 months, 72 months, 78 months, 84 months, 90 months, 96 months, 102 months and 108 months from the closing date (i.e. 30 March 2010); - In the event of IPO, the latest permissible date up to which the debentures can remain outstanding under local laws; and - At the investors option upon the occurrence of an event of default. The number of equity shares arising upon conversion will result in 2.85% of total issued and paid up equity share capital of the Company on a fully diluted basis on the date of issue of debentures. During the year, the holders sold 8,48,786 (31 March 2019: Nil) Compulsorily Convertible Debentures (CCDs) to the promoter V.G. Siddhartha, subsequent to which the CCDs were converted to 6,15,455 (31 March 2019: Nil) equity shares of Re 1 each as per the original terms of agreement. The company is in the process of extending the term of the loan to 31.03.2021. The company has defaulted in interest payment of Rs. 4.27 crores (31 March 2019: Rs. Nil).
Deutsche Investitions-Und Entwicklungsgesellschaft MBH ('DEG')	Secured	Term loan	142.98	136.66	Secured by Personal guarantee of Late Mr. V. G. Siddhartha; First ranking mortgage on the following immovable properties– o Land and building located in Hassan, owned by the Company with a carrying amount of Rs.1.93 crores (31 March 2019 : Rs.1.97 crores) ; o Land located in Palace Road, Bangalore owned by the Company with carrying amount of Rs.7.9 crores (31 March 2019 Rs.7.9 crores) ; and o Charge on all movable assets of the Company. Loan from DEG carries a floating interest rate of 6 months EURIBOR plus 2.97% margin p.a and is repayable in 12 biannual installments with effect from November 2019. The company has defaulted in repayment of principal balance of EURO - 0.135 crores (Rs.10.87 crores) (31 March 2019: Rs.Nil). The company has also defaulted in interest payment of Rs.2.13 crores.
Indusind Bank Limited	Secured	Loan repayable on demand	80.84	118.11	Secured by Exclusive charge on identified coffee estates of about 322 acres valued not less than Rs.64 crores NDU/POA of shares of Coffee Day Enterprises Ltd worth of Rs.40 crores (0.35x of the facility amount outstanding) to transfer of shares to IBL's DP account and create pledge of CDEL Shares Hypothecation of Certain earmarked assets of the cafes and stock of Coffee at Hassan earmarked for export and advance paid to planters Personal guarantee of Late Mr. V G Siddhartha. The Short term loan is repyable in 6 equal monthly installments of Rs.19.17 crores each begining at the end of 6th month from the date of first drawdown. The credit facilities are classified as non-performing assets by the lender w.e.f 30 June 2020.
Evolute Trading Private Limited	Unsecured	Loan repayable on demand	-	5.50	Interest rate is 10% p.a.. The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.
VAP Trading Private Limited	Unsecured	Loan repayable on demand	-	1.00	Interest rate is 11% p.a.. The loan is repayable 12 months from the date of disbursement/ renewal or mutually agreed terms.

Coffee Day Enterprises Limited
Notes to the financial consolidated financial statements (continued)
23A - Terms and conditions of outstanding borrowings (continued)

Institution	Nature	Type	As at 31 March 2020	As at 31 March 2019	Terms and conditions
Impact HD, Japan (formerly Media Flag - Japan)	Unsecured	Long term loan	77.62	-	The loan is an unsecured loan Repayment after 10 years from the date of loan The loan carries an interest rate of 2.5% p.a. payable bi-anually 'The company has defaulted in interest payment of Rs.1.31 crores (31 March 2019: Rs. Nil). Consequently the company has also defaulted in repayment of the principal amount of Rs.76.31 (31 March 2019: Rs. Nil).
Kem Finance	Unsecured	Term loan	27.47	-	- Personal guarantee of Late Mr.V. G. Siddhartha The loan carries an interest rate of 15.00% p.a. payable monthly Any delay in repayment of interest entails payment of penal interest @ 24% p.a. for the period of delay. The repayment of the loan has been extended pursuant to the letter dated 10 July 2020 up to 09 December 2020. The Company has not paid the monthly interest from Sep 2019 to the extent of Rs 2.47 crores included the carrying amount
IndusInd Bank Limited	Secured	Term loan	17.41	-	The loan is secured by: Exclusive charge on Tech Bay property at Mangalore held by the company Extension of pledge of shares of Coffee Day Global Limited towards extended facility at discretion of Bank. To maintain DSRA equivalent to Sixty lakhs (60 lacs) across the tenor of the facility Unconditional and irrevocable Corporate Guarantee from CDEL Person Guarantee of Mrs. Malavika Hegde The loan carries interest at rate 10.00% payable at monthly rests , linked to IBL 1 year MCLR (MCLR to be reset every year on last day of month of anniversary of first disbursment and every 12 months thereafter. The loan is repayable in 180 monthly structured installments from date of disbursment (i.e, 04 February 2020).
Adicorp Enterprises Private Limited	Unsecured	Term loan	11.00	-	The loan carries interest at the rate of 12.5% p.a. The loan is repayable through bullet repayment at the end of nine months (i.e.16 April 2020)
Milestone Trade Links Pivate Limited	Unsecured	Term loan	4.00	-	The loan carries interest at the rate of 12% p.a. The loan is repayable through bullet repayment at the end of nine months (i.e.16 April 2020)

24 Other non-current financial liabilities

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Rental deposits	-	32.52
Deposits from customers	95.88	62.47
Liabilities measured at fair value through profit and loss:		
Derivative liability	15.38	16.33
Lease liability (refer note 50)	554.98	-
	666.24	**111.32**

25 Non-current provisions

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
- Gratuity (refer note 49)	8.54	16.90
- Compensated absence	-	1.48
- National Pension Scheme	-	-
Others		
- Contingent provisions against standard assets*	-	0.06
	8.54	**18.44**

*A contingent provision against standard assets of NBFC arm of the group has been created at 0.25% of the outstanding standard assets in terms of the RBI Master Direction - Non - Banking Financial Company – Non- Systemically Important Non - Deposit taking Company (Reserve Bank) Directions, 2016 dated 1 September 2016.

26 Deferred tax liabilities (net)

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Deferred tax liability		
- Excess of depreciation allowed under Income Tax Act, 1961 over depreciation as per books	7.04	106.24
- Net unrealised gain on open future positions	-	0.15
- Net gain on fair valuation of equity or debt instruments	1.74	0.04
- Others		-
Deferred tax assets		
- Unabsorbed losses	-	(42.99)
- Expenditure covered under 43 B of Income-tax Act, 1961	-	(2.58)
- Employee benefits	(0.26)	(0.12)
- Loss allowance for credit impairement trade receivables	-	(7.13)
MAT Credit entitlement	-	(33.14)
	8.52	**20.47**

27 Other non-current liabilities

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Advance from customers	-	23.60
Rent equalisation reserve	-	10.30
	-	**33.90**

28 Current borrowings

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Secured:		
Debentures*	-	2,960.12
Loan repayable on demand *	495.65	541.86
Unsecured:		
Loan repayable on demand *	-	179.63
Loan from related parties		
- Mysore Amalgamated Coffee Estates Limited*	-	11.68
Loans from parties other than related parties*		
-Evolute Trading Private Limited	-	5.50
-VAP Trading Private Limited	-	1.00
- Illuminati Trading Private Limited	-	9.75
- DAX Partners	-	6.42
- Highgrove Management	-	12.81
- Rain Group LLC	-	3.46
- Rajsree Agarwal	-	2.08
- Lalitha Agarwal	-	1.38
Bank overdraft *	328.57	153.94
Other Payables	0.02	-
	824.24	**3,889.63**

Information about the Group's exposure to interest rate, foreign currency and liquidity risks is included in note 55.

* Refer 23A for detailed terms and conditions

29 Trade payables

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Outstanding dues of micro enterprises and small enterprises		-
Outstanding dues of creditors other than micro enterprises and small enterprises	367.05	141.94
	367.05	**141.94**

All trade payables are 'current'.

Information about the Group's exposure to interest rate, foreign currency and liquidity risks is included in note 55.

30 Other current financial liabilities

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Current maturities of long-term debt *		
- Debentures	-	102.77
- Term loans	763.84	562.81
Non-current portion of the long-term debt recalled by the Banks on account of defaults	188.84	
Current maturity of finance lease obligation *	1.13	1.33
Interest accrued but not due on borrowings	9.01	16.26
- Interest accrued and due on borrowings	43.11	-
Current Lease Liability (refer note 50)	86.79	-
Lease rental accrued and due	1.88	-

Others		
- Security deposits (refer note 51)	0.86	66.86
- Accrued salaries and benefits	21.63	41.08
- Payable to clients	-	88.87
- Creditors for capital goods (refer note 51)	33.19	11.36
- Employee dues	-	1.22
- Deposits from customers	40.82	35.53
- Book overdraft	35.55	54.66
- Creditors for expenses	129.63	115.30
- Other payables**	2.72	7.95
-advance for sale of Investments	6.10	-
	1,365.10	**1,106.00**

** Other payable includes an amount of Nil (31 March 2019. Rs.6.53 crores) payable to clients on receipt of back to back amount from National Spot Exchange Limited.

Information about the Group's exposure to interest rate, foreign currency and liquidity risks is included in note 55.

* Refer 23A for detailed terms and conditions

31 Current provisions

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Provision for employee benefits		
- Gratuity (refer note 49)	1.30	1.21
- Compensated absence	7.00	4.15
	8.30	**5.36**

32 Current tax liabilities

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
- Provision for tax, net of advance tax	81.35	55.02
	81.35	**55.02**

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Opening balance	55.02	41.09
Add: Current tax payable for the year	91.27	81.05
Less: Taxes paid during the year	(64.94)	(67.12)
	81.35	**55.02**

33 Other current liabilities

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Advance from customers	2.62	6.13
Statutory dues	16.52	37.12
Others	3.92	6.05
Rent equalisation reserve	-	1.80
Advance payments towards unexpired gift vouchers	1.41	1.75
Government subsidy received in advance (refer note 48)	1.37	0.22
Unearned revenue	0.41	0.03
	26.25	**53.10**

34 Revenue from operations

Rs in crores

A	Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
	Sale of products		
	Sale of coffee beans	239.07	627.57
	Sale of food, beverages and other items	1,219.52	1,342.75
	Sale of merchandise items	51.63	69.48
	Sale of traded goods	0.06	-
	Sale of services		
	Rental income from SEZ and IT parks	1.32	2.22
	Income from integrated logistics services	1,100.76	1,659.90
	Service income from coffee vending machines	127.25	113.67
	Income from software development and related services	45.08	50.81
	Income from operations of resort	26.11	26.76
	Other operating revenue		
	Sale of import entitlements	7.23	14.33
	Advertisement income	20.38	57.67
	Gain / (loss) from commodity futures	(9.17)	(6.10)
	Dividend income	8.24	8.42
	Others	0.24	0.44
	Less: quality claims	(1.38)	(0.69)
	Less: Service tax and GST	(244.06)	(319.80)
	Less: trade discounts	(39.84)	(78.52)
		2,552.44	**3,568.91**

B Disaggregation of revenue from contracts with customers

Revenue from customers is disaggregated by primary geographical market, major products and services.

Rs in crores

For the year ended 31 March 2020	Coffee and related business	Integrated multimodal logistics	Hospitality services	Investment and other corporate operations	Total
Primary Geographical Markets	1,508.69	958.98	30.08	54.69	2,552.44
India	1,386.74	958.98	30.08	9.55	2,385.35
Europe	109.64	-	-	31.60	141.24
Other foreign countries	12.31	-	-	13.54	25.85
	1,508.69	**958.98**	**30.08**	**54.69**	**2,552.44**

C Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

Rs in crores

Particulars	As at 31 March 2020
Contract assets	49.06
Contract liabilities	0.41

35 Other income

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest income under effective interest method	23.30	107.62
Excess provision written back	8.34	9.71
Interest on income tax refund	3.06	1.10
Profit on sale of property, plant and equipment	11.42	0.88
Profit on sale of investment	0.58	41.97
Rental income	0.79	0.39
Foreign exchange gain, net	2.20	5.84
Miscellaneous income	8.18	5.21
Sale of export Licence	1.54	-
Liability no longer required written back	3.74	-
Allowance for doubtful debts reversal	6.97	-
Gain / Loss on termination of Lease	30.45	-
	100.57	**172.72**

36 Cost of materials consumed

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Opening stock of raw coffee, packing materials, perishables, consumables and merchandise	74.18	63.14
Purchase of raw materials and packing materials		
- Purchase of coffee beans	304.25	430.03
- Purchase of perishables, consumables and packing materials	367.78	320.91
- Purchase of merchandise items	12.51	24.64
Stock transfer of F&G division (refer note no. 58)	(4.57)	-
Closing stock of raw coffee, packing materials, perishables, consumables and merchandise	(52.60)	(74.49)
	701.55	**764.23**

37 Cost of integrated logistics services

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Handling and transportation	544.75	741.49
Freight	124.23	222.17
Other cost of integrated logistics services	160.23	202.69
	829.21	**1,166.35**

38 Changes in inventories of finished goods and work-in-progress

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Opening stock		
Finished goods	18.76	13.52
Work-in-progress	4.16	4.92
(b) Closing stock		
Finished goods	(6.43)	(18.45)
Stock-in -Trade	(0.04)	-
Work-in-progress	-	(4.16)
	16.45	**(4.17)**

39 Employee benefits expense

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salaries and wages	361.65	384.93
Contribution to provident and other funds	29.76	28.77
Share based payments to employees	0.16	(0.05)
Staff welfare expenses	13.96	13.52
	405.53	**427.17**

40 Finance costs

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest expense	465.72	326.34
Other borrowing costs	53.37	26.71
	519.09	**353.05**

41 Depreciation and amortization expense

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Depreciation of property, plant and equipment (refer note 4)	298.18	256.18
Depreciation on investment properties (refer note 5)	1.10	1.28
Amortization of intangible assets (refer note 7)	12.34	12.06
Amortization of Right of Use of Asset (Ind AS 116)(refer note 4)	121.39	-
Impairment of PPE & Capital work in progress (refer note 4)	(2.97)	-
	430.04	**269.52**

42 Other expenses

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Rent	77.16	252.86
Legal, professional and consultancy	24.04	25.54
Brokerage and commission	18.73	17.76
Power and fuel	64.41	35.49
Transportation, travelling and conveyance	44.05	23.73
Repairs and maintenance		
- plant and machinery	21.56	12.78
- buildings	0.58	1.22
- vehicles	0.15	0.39
- others	13.26	8.12
Communication expenses	15.02	7.43
Sub contracting charges	52.64	18.56
Café housekeeping and maintenance	21.33	18.95
Rates and taxes	10.69	10.66
Advertising and business promotion expenses	20.51	6.95
Bad debts written off	7.31	9.41
Advance written off	-	0.76
Grinding and curing charges	3.49	7.18
Security charges	4.87	5.98
Membership and subscription	0.73	0.69
Insurance	3.83	4.27
Freight and handling charges	3.50	5.22
Office maintenance and utilities	7.80	6.02
Food, beverages and other consumables	2.73	2.74
Recruitment charges	0.10	0.02
Corporate social responsibility	1.43	2.33
Donation	0.51	0.30
Donation to political party	-	3.00
Printing and stationery	1.91	2.39
Net loss on sale of investments	34.91	-
Director's fees	0.68	0.79
Directors remuneration	0.29	0.30
Commission to directors	-	0.39
Loss on sale of property, plant and equipment, net	0.51	-
Impairement	2.46	-
Provision for diminution in value of investment	1.54	-
Goodwill on consoldiation impaired	133.85	-
Allowance for expected credit loss*	40.74	18.03
Provision for doubtful advance*	276.94	-
Provision for Supplier Advances*	46.17	-
Miscellaneous expenses	14.92	20.51
	975.35	**530.77**

*The group has created provision for Capital advances, Supplier advance and doubtful debts amount to Rs.364 crores. However the groups efforts for the recovery will continue.

43 Income tax

A. Amounts recognised in statement of profit and loss

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Current income tax:		
Income tax charge	81.73	82.45
Adjustments in respect of income tax of previous year	10.15	(1.40)
	91.88	**81.05**
Deferred tax:		
Relating to origination and reversal of temporary differences	(228.31)	26.63
Increase/ (reduction) of tax rate	-	0.30
Minimum alternative tax (MAT) credit entitlement	21.98	(42.64)
Minimum alternative tax credit entitlement of earlier years	30.41	0.42
Defferred tax pertaining to Assets held for sale	39.17	
	(136.75)	**(15.29)**
Income tax expense reported in the statement of profit or loss	**(44.87)**	**65.76**

B. Amounts recognised in other comprehensive income

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(Loss) on financial assets measured at fair value through other comprehensive income, net of tax	(1.72)	0.08
Effective portion of gains and losses on hedging	-	-
Net (gain) on remeasurement of defined benefit liability/ (assets)	(1.05)	(0.12)
Tax pertaining to Assets held for sale	(0.76)	-
Income tax charged to other comprehensive income	**(3.53)**	**(0.04)**

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

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Profit before share of profit of equity accounted investees from continuing operations	715.44	**99.81**
Profit discontinuing operations	1,102.28	**26.22**
Loss from entities in the Group before taxes	(1.20)	62.27
Adjusted profit before tax	**1,816.52**	**188.30**
Tax at the Indian tax rate of 34.94% (31 March 2019: 34.61%)	634.69	65.17
Effect of:		
Non deductable expenses	(342.88)	15.03
Adjustments in respect of income tax of previous years	10.15	(1.40)
Income taxed at special rates	(197.54)	(10.49)
Increase in tax rate	(7.27)	(0.34)
Adustments in respect of MAT credit reversal on opting 115BAA	36.41	-
Others	(178.43)	(2.21)
Income tax expense	**(44.87)**	**65.76**

D. Movement in deferred tax balances

Particulars	Balance as on 1 April 2019	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax assets as at 31 March 2020	Deferred tax liabilities as at 31 March 2020
Property, Plant and Equipment	(176.42)	185.70	-	9.28	16.32	7.04
Trade and other receivables	14.49	11.75	-	26.24	26.24	-
Investments	(23.49)	21.83	(0.08)	(1.74)	-	1.74
Loans and Borrowings	**(1.42)**	0.38	-	(1.04)	(1.04)	-
Security deposits	1.06	5.79	-	6.85	6.85	-
Employee benefits	3.33	(0.44)	0.12	3.01	2.75	(0.26)
Rent straight lining	4.23	(4.23)	-	-	-	-
Provisions	3.49	0.61	-	4.10	4.10	-
Tax loss Carried forward	131.55	6.92	-	138.47	138.47	-
MAT credit entitlement	100.04	(52.39)	-	47.65	47.65	-
	56.86	**175.92**	**0.04**	**232.82**	**241.34**	**8.52**

43 Income tax (continued)

E. Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following losses arisen in the Group that have been loss-making and it is not likely to generate taxable income in the foreseeable future.

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Unused tax losses	923.13	643.67
Potential tax benefit	233.66	224.90
Carry forward of unabsorbed depreciation	5.85	39.93
Potential tax benefit	1.47	13.95
Others		
Temporary differences on account of fair value of instruments through other comprehensive income	38.00	16.97
Deductible temporary differences	-	35.36
Potential tax benefit	10.00	18.28

F The Company and certain its subsidiaries have exercised the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Coffee Day Trading Limited(subsidiary) has not remitted income tax demand of Rs 41.54 crores relating to financial year 2018-19 relevant to Assessment Year 2019-20 and Advance tax liability of Rs 40.15 crores for the Assessment Year 2020-21.

44 Contingent liabilities and commitments

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Contingent liabilities:		
Claims against the Group not acknowledged as debt (includes tax demands)	311.93	478.51
Guarantees excluding financial guarantees	225.31	231.39
Other financial guarantees	3.20	3.20
Commitments:		
Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	-	12.56
	540.44	**725.66**

Notes:

a)Income tax department conducted search/survey under Section 132/132A of the Income Tax Act, 1961 on the Company and its subsidiary Companies from 21 September 2017 to 24 September 2017. As at 31 March 2018, the Company received a demand for Rs 4.637 crores. During the current year, the Company received a favourable order from the office of the CIT (Appeals), Bengaluru dated 12 April 2018. The Company has received a notice from the Income Tax Appellate Tribunal (ITAT) dated 11 February 2019 due to a further appeal by the Income tax department to the ITAT. The Company does not envisage any material impact on its financials statements.

b) On 30 April 2019, Way2wealth Brokers Private Limited ("the Company") received an Order ("the Order") from Securities Exchange Board of India ("SEBI") with a demand of Rs 153.40 million and interest thereon for the period 28 May 2015 to 9 September 2015 towards the matter of dark fiber/ leased line connectivity allowed to the Company by NSE. The Order also directed the Company not to accept/ enroll any new customers for a period of 1 year from the date of the Order and discontinue proprietary trades for a period of 2 years from the date of Order. The Company has obtained an opinion from its legal advisors and is of the view that it has strong grounds of appeal against the Order. The Company has filed an appeal before the Securities Appellate Tribunal ("SAT") on 3 May 2019 and obtained an interim stay of the Order on 6 May 2019. The SAT ruling required the Company to deposit a sum of Rs 7.5 crores before 20 May 2019 in an interest bearing account with SEBI. Accordingly, the Company has deposited the same on 20 May 2019.

c) The Supreme court of India in the month of February 2019 had passed a judgement relating to definition of wages under the Provident Fund Act, 1952. However, considering that there are numerous interpretative issues relating to this judgement and in the absence of reliable measurement of the provision for the earlier periods, the Group will evaluate its position and update its provision, if required, on receiving further clarity on the subject. The Group does not expect any material impact of the same.

d) Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/decisions pending with various forums/authorities.

e) The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. Based on the advice from the Group's legal counsel, management does not expect the outcome of these proceedings to have a materially adverse effect on its financial position. The Group does not expect any reimbursements in respect of the above contingent liabilities.

45 Earnings per share

(i) Reconciliation of earnings for calculation of earnings per share:

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Profit for the year attributable to the equity shareholders	1,883.53	127.51
Net profit for basic / diluted earnings per share	**1,883.53**	**127.51**

(ii) Reconciliation of number of equity shares for computation of basic earnings per share is set out below:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Number of equity shares at the beginning of the year (refer note 21)	211,251,719	211,251,719
Add: Weighted average number of equity shares issued during the year	-	-
Weighted average number of equity shares for calculation of earnings per share	**211,251,719**	**211,251,719**

(iii) Earnings per share:		
From continuing operations		
- Basic	89.16	6.03
- Diluted *	89.16	6.03
* No dilutive shares outstanding as at balance sheet date		

46 Assets classified as held for sale

I Mindtree Sale

On 7 February 2019, the Board of Directors provided an in principal approval to sell the shares of Mindtree Limited held by the Company and its subsidiary. Subsequently, on 18 March 2019, the Company entered into an agreement to sell the shares of Mindtree Limited held by the Company and its subsidiary as well as directly held by the Promoter, to Larsen and Toubro Limited at an agreed price of Rs. 980 per share subject to certain terms and conditions as per the agreement. On 30 April 2019, the transaction for sale of shares in Mindtree Limited has been completed and the Company along with its subsidiary received the entire agreed consideration. For the year ended 31 March 2020, the Company has recorded the gain on sale of such shares net of transaction costs as an exceptional item amounting to Rs. 1,975 crores.

a Impairment losses relating to assets held for sale

There is no impairment loss of the disposal of the shares to have been applied to reduce the lower of its carrying amount and fair value less cost to sell.

b Assets held for sale

As at 31 March 2019 disposal shares were stated at lower of its carrying amount and fair value less cost to sell.

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Investment in equity shares		
Quoted		
- 2.75 crores equity shares of Mind tree Limited of Rs. 10 each fully paid up	-	687.01
	-	**687.01**

c Cumulative income or expense included in OCI

There cumulative income or expense included in OCI relating to the asset held for sale is Rs 8.6 crores.

d Measurement

Consideration as agreed with Larsen & Toubro Limited for these assets held for sale is considered as fair value.

e Subsequent event

Subsequent to the balance sheet date on 30 April 2019, the transaction for sale of Mindtree Limited has been consummated and the Company along with its subsidiary has received the entire agreed consideration.

II CDGL foreign subsidiaries

The Subsidiary of the CDGL has discontinued its international operations due to viability issues.

a Profit / (Loss) from discontinued operations

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Income		
Revenue from operations	11.88	18.57
Other income	0.19	0.15
	12.07	**18.72**
Expense		
Purchase of traded goods	2.02	2.75
Changes in inventories of finished goods and work-in-progress	(0.01)	0.08
Employee benefits expense	6.00	9.06
Finance cost	0.12	0.24
Depreciation and amortization expense	0.74	1.17
Other expenses	8.55	12.09
	17.42	**25.39**
Loss for the year	**(5.35)**	**(6.67)**

b Assets held for sale and liabilities associated with assets held for sale

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Assets held for sale		
Land at Hassan	1.08	-
Tea bagging units	12.29	-
Assets of A N Coffeeday International	-	-
Assets of Coffee Day Gastronomie Und Kaffeehandles GmbH	2.32	-
Assets of Coffee Day CZ a.s	3.22	-
	18.91	**-**
Less: Impairment	2.46	-
	16.45	**-**
Liabilities associated with assets held for sale		
Advance received for sale of land at Hassan	9.32	-
Liabilities of A N Coffeeday International	0.44	-
Liabilities of Coffee Day Gastronomie Und Kaffeehandles GmbH	3.18	-
Liabilities of Coffee Day CZ a.s	4.70	-
	17.64	**-**

III Transfer of Global Village Property Held by Tanglin Developments Limited

Details of Business Transfer

Tanglin Developments Limited has entered into a Business Transfer Agerrment (BTA) with GV Tech Park Private limited (GVTPL) (which is a wholly owned subsidary) for transfer of Global Village Undertaking (GVU) on 12.09.2019. The transaction is concluded on the closing date 19.03.2020 for a consideration of 7.21 crores Debentures of Rs 100 amounting to Rs 721 crores. As per the agreement the assets of GVU such as land, building, plant & machinary and other assets along with assumed liabilities such as borrowings, rental security deposits, capital creditors and other liabilities related to GVU are transfered 19.03.2020 (closing date)

However the company does not have any control over GVTPL as per Investment agreement

The financial performance and cashflows for discontinued operations till effective date of sale:

(a) Analysis of profit from discontinued operations

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Income		
Revenue from operations	169.40	150.19
Total income	**169.40**	**150.19**
Expenses		
Finance costs	118.83	82.07
Depreciation and amortization expense	9.21	14.52
Other expenses	33.74	27.03
Total expenses	**161.78**	**123.62**
Profit before exceptional items and tax	**7.62**	**26.57**
Exceptional gain/(loss)		
- Gain on transfer	1,190.39	-
Profit before tax	**1,198.01**	**26.57**
Tax expense:		
- Current tax	-	0.85
- Deferred tax	(73.14)	29.41
Profit from discontinuing operations	**1,271.15**	**(3.69)**

(b) Net cashflows attributable to discontinued operations

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Net cash generated from operating activties	1,375.01	128.62
Net cash used in investing activites	876.03	(77.32)
Net cash used in financing activites	(1,239.89)	(63.73)
Net decrease in cash and cash equivalents	**1,011.15**	**(12.43)**

(c) Gain on business transfer

Rs in crores

Particulars	Global Village Undertaking
Consideration received (net cost to sell)	721.00
Net asset transferred (Foot note i)	(469.39)
Gain on business transfer	**1,190.39**

Foot note :

i.Information of assets and liabilities transferred as per business transfer agreement

Rs in crores

Particulars	For the year ended 31 March 2020
Investment properties	1,031.33
Non-current loans	7.82
Deferred tax assets (net)	-
Trade Receivables	12.05
Other current financial assets	0.04
Total Assets (A)	**1,051.24**
Borrowings	1,361.94
Other non-current liabilities	-
Other current financial liabilities	158.70
Total Liabilities (B)	**1,520.64**
Net assets transferred (A-B)	**(469.40)**

The company has recognized license fee income for the month of March 2020 for all the invoices raised in advance amounting to Rs.1.08 crores and operating expenses Rs. 0.81 crores incurred up to 19.3.2020. instead of recognizing revenue and expenses on proportionate basis. Further the company has not recognized revenue in respect of license fee income to be recognized in arrears of Rs11.24 crores and expenses Rs2.31 crores as agreed by the parties. This has resulted in recognition of additional income of Rs.1.01 crores in books of the company

IV Way2Wealth Securities Private Limited sale

On 8 January 2020, the Board of Directors of the Parent Company provided an in principal approval to sell the shares of Way2Wealth Securities Private Limited held by the Parent Company and its subsidiaries. Subsequently, on 23 January 2020, the Parent Company entered into a definitive agreement to sell Way2Wealth Securities Private Limited including its certain subsidiaries to Shriram Ownership Trust, subject to the closing conditions and required statutory approvals.

(a) Analysis of profit from discontinued operations

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Income		
Revenue from operations	96.13	176.66
Other income	5.51	23.08
Total income	**101.64**	**199.74**
Expenses		
STT, CTT and stock exchange expenses	59.81	137.26
Employee benefits expense	38.61	49.56
Finance costs	3.65	16.33
Depreciation and amortization expense	4.44	1.91
Other expenses*	84.33	22.54
	190.84	**227.60**
Profit/(loss) before tax	**(89.20)**	**(27.86)**

Tax expense:		
- Current tax	1.04	3.65
- Deferred tax	5.27	(2.11)
Profit/ (Loss) for the year	**(95.51)**	**(29.40)**
Other comprehensive income:		
Items that will not be reclassified to profit or loss:		
Remeasurements of defined benefit plan actuarial gains/ (losses)	0.71	(0.73)
Changes in fair value of FVTOCI equity instruments	(6.02)	(2.83)
	(5.31)	**(3.56)**
Income tax relating to items that will not be reclassified to profit or loss	(0.76)	0.02
Other comprehensive income for the year	**(4.55)**	**(3.54)**
Total Comprehensive Income for the year	**(100.06)**	**(32.94)**

*Way2Wealth Securities Private Limited has assessed the recoverability and realisation of all assets and has written off balances to the tune of Rs.56.14 crores in respect of certain advances and receivables, vide Board resolution dated 02.09.2020.

(b) Net cashflows attributable to discontinued operations

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Net cash generated from operating activties	27.45	(35.51)
Net cash used in investing activites	109.46	(33.10)
Net cash used in financing activites	(152.37)	(1.82)
Net decrease in cash and cash equivalents	**(15.46)**	**(70.43)**

(c) Assets held for sale and liabilities associated with assets held for sale

Rs in crores

Particulars	**As at 31 March 2020**
ASSETS	
Non-current assets	
Property, plant and equipment	1.78
Goodwill on consolidation	0.68
Other intangible assets	1.06
Right of use asset	3.06
Financial Assets	
- Investments	1.54
- Loans	0.70
- Other non-current financial assets	0.12
Deferred tax assets (net)	9.47
Other non-current assets	7.77
Total non-current assets	**26.18**
Current assets	
Financial assets	
- Investments	0.47
- Trade receivables	9.35
- Cash and cash equivalents	46.04
- Bank balances other than above	57.46
- Loans	36.13
- Other current financial assets	36.11
Current tax assets (net)	7.05
Other current assets	1.60
Total current assets	**194.21**
Total assets	**220.39**

LIABILITIES	
Non-current liabilities	
Financial liabilities	
- Lease Liabilities	4.14
Provisions	5.36
Deferred tax liabilities (net)	0.01
Total non-current liabilities	**9.51**
Current liabilities	
Financial liabilities	
- Borrowings	2.23
- Trade Payables	
Dues of creditors other than to micro enterprises and small enterprises	-
- Other financial liabilities	125.83
Other current liabilities	2.22
Provisions	1.05
Current tax liabilities (net)	-
Total current liabilities	**131.33**
Total liabilities	**140.84**

V Alphagreph Securites private limited & its subsidiaries sale

On 14 August 2019, the Board of Directors of the Parent Company provided an in-principal approval for disinvestment in its step-down subsidiary, AlphaGrep Securities Private Limited (discontinued business) in favor of Illuminati Software Private Limited. Subsequently, on 14 November 2019, Way2Wealth Securities Private Limited, the subsidiary company entered into a definitive agreement to sell AlphaGrep Securities Private Limited. The closing conditions were met, and necessary approvals were obtained following which the Company received sale consideration of Rs. 20 crores on 5 March 2020.

(a) Analysis of profit from discontinued operations **Rs in crores**

	For the year ended 31 March 2020	For the year ended 31 March 2019
Income		
Revenue from operations	323.75	350.40
Other income	0.60	6.33
Total income	**324.35**	**356.73**
Expenses		
Employee benefits expense	69.68	64.61
Finance costs	6.47	4.65
Depreciation and amortization expense	6.62	4.92
Other expenses	234.86	248.34
	317.63	**322.52**
Profit/(loss) before tax	6.72	34.21
Tax expense:		
- Current tax	6.30	5.31
- Deferred tax	1.60	(3.22)
Profit/ (Loss) for the year	**(1.18)**	**32.12**
Other comprehensive income:	(2.86)	1.69
Other comprehensive income for the year	**(2.86)**	**1.69**
Total Comprehensive Income for the year	**(4.04)**	**33.81**

(b) Net cashflows attributable to discontinued operations

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Net cash generated from operating activties	33.73	(13.36)
Net cash used in investing activites	11.89	(23.43)
Net cash used in financing activites	(7.15)	(9.74)
Net decrease in cash and cash equivalents	**38.47**	**(46.53)**

47 Share-based payments

A. Description of share-based payment arrangements:

Certain employees of the subsidiary, Magnasoft Consulting India Private Limited (MCIPL) have received employee stock options ('ESOP') on the shares granted by a trust sponsored by the promoters of the Group. 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. In accordance with Ind AS 102 - Share-based Payments, the necessary disclosures have been made for grants made as described below.

The plans are administered by the Board of the Group.
Under the plans, the options will be issued to employees at an exercise price, which may be decided by the Board from time to time.

Stock Option Plan (the Plan-A):
On 10 December, 2014 and 21 September, 2015 persuent to the approval by board, the Company granted share based incentives to eligible employees under the Plan-A .

The Plans are administered by the Board of the Company.
Under the plans, the options will be issued to employees at an exercise price, which may be decided by the Board from time to time. The equity shares covered under these options vest over a period of 12 to 36 months from the date of grant.

Stock Option Plan (the Plan-B):
The Company will issue fresh shares of 13,61,078 equity shares of the Company to eligible employees, under ESOP Plan-B.

On November 06, 2019 pursuant to approval by Board , the Board has been authorized to introduce, offer, issue and provide share-based incentives to eligible employees of the Company under the 2019 Plan. The maximum number of shares under the 2019 plan shall not exceed 13,61,078 equity shares. The Stocks granted under the 2019 plan shall vest based on the achievement of defined parameters as determined by the Administrator.

Under the plans, the options will be issued to employees at an exercise price, which may be decided by the Board from time to time. The equity shares covered under these options vest over a period of 12 to 36 months from the date of grant.

The movements in the options under the plans during the period ended 31 March 2020 and 31 March 2019 is set out below:
Shares arising out of options- Plan A
Granted to Employees

Grant data	**10/Dec/14**			**21/Sep/15**		
Vest Date	**31/Mar/16**	**31/Mar/17**	**31/Mar/18**	**31/Mar/16**	**31/Mar/17**	**31/Mar/18**
Outstanding	-	-	-	-	-	-
Granted	10,000	10,000	10,000	7,000	7,000	7,000
Forfeitures	-	-	-	-	-	-
Exercised	-	-	-	-	-	-
Expired*	10,000	10,000	10,000	7,000	7,000	7,000
Outstanding	-	-	-	-	-	-
Exercisable	-	-	-	-	-	-

***** 51000 shares got expired in the year 2019-20 and hense corresponding expense has been reversed in the books.

Shares arising out of options- Plan B
(i). Grant to Employees

Grant No.	**Grant 1**			**Grant 2**		
Grant Date	**06/Nov/19**			**28/Jan/20**		
Vest Date	**01/Apr/21**	**01/Apr/22**	**01/Apr/23**	**01/Apr/21**	**01/Apr/22**	**01/Apr/23**
Opening	-	290,617	581,234	-	13,600	27,200
Granted	328,017	328,017	328,017	13,600	13,600	13,600
Forfeitures	-	-	-	-	-	-
Exercised	-	-	-	-	-	-
Expired	37,400	37,400	37,400	-	-	-
Outstanding	290,617	581,234	871,851	13,600	27,200	40,800
Exercisable	**290,617**	**581,234**	**871,851**	**13,600**	**27,200**	**40,800**

(ii). Grant to Non-Executive Directors

Grant No.	**Grant 1A**		
Grant Date	**06/Nov/19**		
Vest Date	**06/Nov/20**	**28/Jan/21**	**28/Jan/22**
Opening	-	112,076	224,152
Granted	112,076	112,076	112,076
Forfeitures	-	-	-
Exercised	-	-	-
Expired	-	-	-
Outstanding	112,076	224,152	336,228
Exercisable	**112,076**	**224,152**	**336,228**

Break-up of employee stock compensation expense

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Granted to		
Employee	307,007	-
Non-Executive Directors	1,129,221	-
Total	1,436,228	-

B. Fair value of options granted

The fair value at the grant date of options granted during the year ended 31 March 2020 was Rs 11.20 per option (31 March 2019: Rs Nil). The fair value at the grant date is determined using the Black Scholes-Merton model which takes into account the Excercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

	For the year ended 31 March 2020	For the year ended 31 March 2019
Eligibility details		
Fair value as on grant date	11.2	Nil
Vesting period	NA	NA
Exercise price	1	Nil
Time to Maturity (TTM) (In Years)	3.5-5.5	NA
Grant date	6-Nov-19	NA
Exercise Period	5 Years	NA
Share price at grant date	12	Nil
Expected price volatility of shares	16.63%	NA
Expected dividend yield	0%	NA
Risk free interest rate	6.22%	NA

Note:

1).The Time of Maturity is estimated based on the vesting term and contractual term, as well as expected exercise behaviour of the employee who receives the ESOP.

2). Since shares of the Company are not listed on any stock exchange, expected volatility had been derived from historic values of NSE IT Index as on the Grant date.

3). Risk free rate is the current yield rates of Government Securities (with similar residual maturity as expected life of stock option) are being considered. This is based on the yield for Government Securities obtained from Reserve Bank of India (RBI).

48 Government grant

The Group is entitled to receive grant from various State Governments under Deen Dayal Upadhyaya Grameen Kaushalya Yojana (erstwhile Aajeevika Skills Development Programme) launched by the Ministry of Rural Development (MoRD), Government of India, towards providing training facilities. As at 31 March 2020, the Company has received cumulatively, total grant of Rs. 13.72 crore (31 March 2019: Rs.13.16 crore).

The Group has incurred a cost of Rs. 1.57 crores (excl. refund of service tax paid in earlier years) (Previous year: Rs.6.06 crore) under various expense heads. The said expenses has been reduced from the proceeds of this grant.

The unutilised amount of of the total grant received as at 31 March 2020 is Rs. 1.37 crore (31 March 2019: 0.21 crore).

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Rates & taxes*	(1.65)	0.84
Rent	0.69	3.14
Staff welfare expenses	0.69	1.88
Transportation, travelling and conveyance	0.02	0.01
Power and fuel	0.04	0.05
Legal and professional	0.09	0.03
Repairs and maintenance - buildings	0.04	0.06
Others	-	0.05
	(0.08)	**6.06**
Less: Expenditure from internally generated funds	0.53	2.96
Service charges and tax deducted at source on grant sanctioned	-	0.58
	0.53	3.54
	(0.61)	**2.52**

* Service tax paid in respect of sanction amount received in earlier years has been refunded by the department to the extent of Rs.1.65 crores (31 March 2019 : Nil).

49 Employee benefits obligations

A. Defined benefit plan

The Group has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Group makes contributions to recognised funds in India. The same is maintained by the LIC New Group Gratuity Cash Accumulation Plan and Kotak gratuity group plan.

B. Reconciliation of the projected benefit obligations

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Change in projected benefit obligation:		
Obligations at the beginning of the year	31.19	27.17
Included in profit and loss:		
- Service cost	4.92	5.64
- Interest cost	2.34	2.11
- Actuarial (gain) losses	(2.67)	-
Included in other comprehensive income:		
- Actuarial (gains)/ losses arising from changes in financial assumptions	0.98	(0.71)
- Actuarial (gains)/ losses arising from experience adjustments	(2.57)	(0.12)
- (Return)/ loss on plan assets excluding interest income	(0.41)	-
- due to changes in demographic assumptions	1.20	
Benefits settled	(8.26)	(2.75)
Loss of control in subsidiary	(0.64)	-
Acquisition	0.25	(0.15)
Divestiture	(1.30)	-
Others (specify nature) - Benefits Transferred / Liability assumed	(1.46)	-
Obligations at year end	**23.57**	**31.19**
Change in plan assets:		
Plans assets at the beginning of the year, at fair value	17.92	15.29
Included in profit and loss:		
- Interest income	0.03	-
Expected return on plan assets	1.52	1.36
Actuarial (loss)/gain	0.78	(0.26)
Contributions	4.36	4.28
Benefits settled	(4.36)	(2.75)
Divestiture	(1.25)	-
Plans assets at year end, at fair value	**19.00**	**17.92**

Liability recognised in the balance sheet

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Fair value of plan assets:	19.00	17.92
Present value of defined benefit obligation at the end of the year	23.57	31.19
Total employee benefit liabilities	**4.57**	**13.27**
Net liability:		
- Current	1.30	1.21
- Non current	8.54	16.90
- Prepaid gratuity	(5.27)	(4.84)

49 Employee benefits obligations (continued)

C. (i) Expense recognised in profit or loss:

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Cost for the year		
Service cost	4.92	5.64
Interest cost	2.34	2.11
Actuarial (gain) losses		
(Return)/ loss on plan assets excluding interest income		-
Interest income	(1.52)	(1.36)
Net gratuity cost	**5.74**	**6.39**

(ii) Remeasurements recognised in other comprehensive income:

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Actuarial (gains)/ losses arising from changes in financial assumptions	0.98	(0.71)
Actuarial (gains)/ losses arising from experience adjustments	(1.37)	(0.12)
(Return)/ loss on plan assets excluding interest income	(0.37)	0.26
Net gratuity cost	**(0.76)**	**(0.57)**

D. Plan Assets comprise of the funds amounting to Rs.16.38 crores (March 2019: Rs. 17.92 crores).

E. Defined benefit obligation

(i) Actuarial assumptions

Principal actuarial assumptions at the reporting date:

Particulars	As at 31 March 2020	As at 31 March 2019
Interest rate	5.74%-6.89%	6.85%- 7.8%
Salary increase	3%-8.00%	3.00% - 10.00%
Retirement age	58- 60 years	58- 60 years
Attrition rate	2.00% -25.00%	2.00% -20.00%
Mortality table	IALM (2012-14)	IALM (2012-14)

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

(ii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Rs in crores

Particulars	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Increase	Decrease	Increase	Decrease
Discount rate (100 basis points movement)	18.72	26.98	28.17	34.27
Future salary growth (100 basis points movement)	27.01	18.71	34.11	28.32
Attrition rate (100 basis points movement)	4.11	4.25	6.65	6.67

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

50 Leases

(i) Operating lease

Effective April 1,2019, the group adopted Ind AS 116 "Leases" and applied to all lease contracts existing on April 1,2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application.

Consequently, the company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee's incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under earlier accounting policies as noted in the previous year fianancial statements.

The company's lease assets primarliy consists of leases for land and buildings. The company has recognised right-of-use assets and lease liability in respect of these leases on adoption of Ind AS 116. The lease liability is secured by the respective security deposits. The lease liability terms varies between 2 to 20 years, and are payable in monthly installments.

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 11%, 12.50% and 12.75%.

Effects on adoption of Ind AS 116:

i) On transition, the adoption of the new standard resulted in recognition of 'Right of Use asset' of Rs.685.24 crores, and a lease liability of Rs.843.24 crores. The cumulative effect of applying the standard of was adjusted with opening balance of retained earnings. The effect of this adoption is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS116 will result in decrease in cash out flows from operating activities and an increase in cash out flows from financing activities on account of lease payments.

ii) On transition the carrying value of lease hold land of Rs.90.02 crores has been reclassified from Property, Plant & Equipment to 'Right of Use asset".

iii) Opening balance of prepaid rent on Buildings as at 01 April, 2019, which were earlier classified under Other current assets and Other non current assets have been adjusted to right-of-use assets by Rs.23.12 crores and depreciated over the lease term.

iv) On pre-mature termination of lease contract the related right-of-use asset and lease liability is de-recognised and the differential amount is recognised in profit and loss acccount.

The following is the movement in lease liabilities during the year ended 31 March 2020 ***Rs in crores***

Particulars	**For the year ended 31 March 2020**
Balance as at 1 April 2019	-
Ind AS 116 transition adjustment as on 1 April 2019	843.24
Reclassified on account of adoption of Ind AS 116	2.63
Additions on account of new leases entered during the year	20.86
Finance cost accrued during the period	83.66
Deletion on termination of leases during the year	(119.00)
Payment of Lease liabilities	(188.19)
Balance as at March 31, 2020	**643.20**

The following is the break-up of current and non-current lease liabilities as at 31 March 2020

Rs in crores

Particulars	**As at 31 March 2020**
Current Lease Liability	86.79
Non Current Lease Liability	554.98
Long-term maturities of finance lease obligations	0.30
Current maturity of finance lease obligation	1.13
Total	**643.20**

To the extent the performance of the current period is not comparable with previous results, the reconciliation of effect of application of Ind AS 116 on the profit and loss account is as below -

Rs. in crores

Particulars	**For the year ended 31 March 2020**	**Changes due to application of Ind AS 116**	**For the year ended 31 March 2020 comparable basis**
Gain on termination of Lease Contract (under Other income)	30.45	(30.45)	-
Finance costs	519.09	(83.66)	435.43
Depreciation and amortisation expense	430.04	(120.38)	309.66
Rent (under Other expenses)	77.16	187.40	264.56

Rental expenses recognised in Profit & Loss statement, in respect of low value leases and short term leases, for which Ind AS 116 has not been applied, is Rs.77.16 crores

51 Related party transactions

A. Enterprises where control exists
The related parties where control exists include subsidiaries, associates and joint ventures as referred in Note 1.

B. Parties where significant influence exists and with whom transactions have taken place:
Sical Sattva Rail Terminal Private Limited
Dark Forest Furniture Company Private Limited
Mysore Amalgamated Coffee Estates Limited
Coffee Day Barefoot Resorts Private Limited
Coffee Day Resorts (MSM) Private Limited
Coffee Day Schaerer Technologies Private Limited
Sampigehutty Estates
Kathlekhan Estates Private Limited
Mindtree Limited
Smt. Vasanthi Hegde
Kesar Marble & Granite Limited
Sivan Securities Private Limited

C. Key management personnel :
Executive key management personnel:
Mr. V. G. Siddhartha(demised on 31 July 2019)
Mr. R. Ram Mohan
Mr. Sadananda Poojary
Mr. Jayraj Hubli
Mr. Venu Madhav(upto 26 Nov 2019)
Mr. Shankar Narayan D (w.e.f 26 Nov 2019)
Mr. B G Srinath
Mr M R Shashi Bhushan
Mr. Kush Desai (upto 20 Nov 2019)
Mr. Sumit R Kamath
Mr. Capt. K.N. Ramesh (upto 31 Oct 2019)
Mr. Shankar V
Mr. Harmit Kalra
Mr. K P Balaraj (upto 07 May 2020)
Mr. Radhakrishnan
Non-Executive / Independent Directors:
Ms. Malavika Hegde
Mr. Sanjay Nayar(Upto 11 Nov 2019)
Mr. S.V. Ranganath
Dr. Albert Hieronimus
Mrs. Sulakshana Raghavan (Upto 2 Aug 2019)

D. Related party transactions other than those with key management personnel
I. The following is a summary of transactions :

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Cost of services		
Sical Sattva Rail Terminal Private Limited	-	0.01
Loan / advance given		
Coffee Day Resorts (MSM) Private Limited	0.04	0.04
Dark Forest Furniture Company Private Limited	7.66	25.41
Mysore Amalgamated Coffee Estates Limited	3,172.25	2,226.80
Coffee Day Barefoot Resorts Private Limited	0.03	0.01
Coffee Day Natural Resources Private Ltd	0.01	0.04
Sampigehutty Estates Pvt Ltd	0.17	-
Advance towards purchase of cofee		
Mysore Amalgamated Coffee Estates Limited	-	394.21

51 Related party transactions (continued)

D. Related party transactions other than those with key management personnel (continued)

I. The following is a summary of transactions (continued) :

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Loans / advance recovered		
Mysore Amalgamated Coffee Estates Limited	502.29	1,449.13
Coffee Day Resorts (MSM) Private Limited	-	0.05
Kathlekhan Estates Private Limited	0.02	-
Interest received		
Mysore Amalgamated Coffee Estates Limited	-	98.06
Reimbursement of expenses paid		
Coffee Day Schaerer Technologies Private Limited	1.02	1.17
Coffee Day Econ Private Limited	1.84	-
Coffee Day Consultancy Services Private Limited	0.45	-
Purchase of fixed assets		
Dark Forest Furniture Company Private Limited	7.82	31.46
Purchase of clean and raw coffee		
Mysore Amalgamated Coffee Estates Limited	28.71	70.90
Sampigehutty Estates	-	69.13
Kathlekhan Estates Private Limited	-	159.85
Purchases of coffee vending machines		
Coffee Day Schaerer Technologies Private Limited	0.85	2.38
Sale of clean and raw coffee		
Kathlekhan Estates Private Limited	-	69.19
Sampigehutty Estates Pvt Ltd	-	0.51
Sivan Securities Pvt.Ltd	-	0.51
Sale of coffee and service income		
Mindtree Limited	-	2.40
Coffee Day Econ Private Limited	30.97	-
Rent received		
Mindtree Limited	40.95	41.62
Refundable deposit received		
Mindtree Limited	-	1.06
Deposits refunded		
Mindtree Limited	46.32	0.28
Services rendered (Income from hospitality)		
Barefoot Resorts and Leisure Pvt Ltd	0.06	-
Purchase of capital goods		
Kesar Marble and Granite Ltd.	-	0.14
Purchase of software		
Mindtree Limited	-	3.52
Provision for doubtful advances		
Dark Forest Furniture Company Private Limited	24.52	-
Advance given for purchase of land *	275.00	415.00
Creditors for capital goods		
Mindtree Limited		3.22
Coffee Day Schaerer Technologies Private Limited	0.20	0.02
Deposits payable		
Mindtree Limited	-	46.32
Trade payables		
Sical Sattva Rail Terminal Private Limited	2.25	2.25
Mysore Amalgamated Coffee Estates Limited	21.09	-
Dark Forest Furniture Company Private Limited	-	-
Coffee Day Econ Private Limited	0.01	-

51 Related party transactions (continued)

II. The following is a summary of balances receivable from and payable:

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Capital advances		
Dark Forest Furniture Company Private Limited	24.52	24.54
Coffee Day Schaerer Technologies Private Limited	-	-
Provision for doubtful advances		
Dark Forest Furniture Company Private Limited	24.52	
Current loans **		
Coffee Day Barefoot Resorts Private Limited	15.42	15.40
Coffee Day Resorts (MSM) Private Limited	0.05	0.01
Coffee Day Natural Resources Private Limited	0.06	0.04
Mysore Amalgamated Coffee Estates Limited	2,289.85	789.35
Dark Forest Furniture Company Private Limited	0.45	-
Advances for supply of goods & rendering of services		
Mysore Amalgamated Coffee Estates Limited	-	64.82
Current borrowings		
Mysore Amalgamated Coffee Estates Limited	-	11.68
Reimbursement of expenses		
Coffee Day Schaerer Technologies Private Limited	1.19	0.24
Other Advances		
Mysore Amalgamated Coffee Estates Limited	1,222.60	
G V Techparks Private Limited	0.15	
Trade receivables		
Barefoot Resorts and Leisure Pvt Ltd	0.06	-
Coffee Day Econ Private Limited	11.39	-
Mindtree Limited	0.20	1.74

* Balances includes advances made to Sivan Securities Private Limited and Smt. Vasanthi Hegde for Rs. 140 crore and Rs. 275 crore respectively.

** **(a) Terms and conditions on which inter-corporate loans have been given:**

Party name	Nature of relationship	Interest rate	Repayment terms	Purpose
Coffee Day Resorts MSM Private Limited	Enterprise where significant influence exist	0%*	On demand	General
Coffee Day Barefoot Resorts Private Limited	Enterprise where significant influence exist	0%*	On demand	General
Coffee Day Natural Resources Private Limited	Enterprise where significant influence exist	0%*	On demand	General
Mysore Amalgamated Coffee Estates Limited	Enterprise where significant influence exist	0%	On demand	General

* Section 186 (7) of the Companies Act, 2013 ('the Act') states that no loan shall be given at a rate of interest lower than the prevailing yield of one year, three year, five year or ten year Government Security closest to the tenor of the loan. However, section 186 (11) of the Act grants exemption from application of Section 186 of the Act, to loans made by companies engaged in the business of providing infrastructure facilities. Schedule VI of the Act has defined infrastructure facilities to include tourism, including hotels, convention centers and entertainment centres. Since, the subsidiary Coffee Day Hotels & Resorts Private Limited is in the business of operating resorts, it has obtained a opinion that it is exempt from the provisions of Section 186 of the Act. Accordingly, the subsidiaries has not charged interest in relation to loan provided.

51 Related party transactions (continued)

(b) Reconciliation of inter-company loans and advances given as at the beginning and as at the end of the year:

Particulars	As at 31 March 2020	As at 31 March 2019
Coffee Day Resorts MSM Private Limited		
Opening balance	0.01	0.02
Add: Given during the year	0.04	0.04
Less: Repaid during the year	-	(0.05)
Clsoing balance	**0.05**	**0.01**
Coffee Day Barefoot Resorts Private Limited		
Opening balance	15.40	15.39
Add: Given during the year	0.03	0.01
Less: Repaid during the year	(0.01)	-
Clsoing balance	**15.42**	**15.40**
Coffee Day Natural Resources Private Limited		
Opening balance	0.04	-
Add: Given during the year	0.01	0.04
Less: Repaid during the year		-
Clsoing balance	**0.05**	**0.04**
Mysore Amalgamated Coffee Estates Limited		
Opening balance	842.49	-
Add: Given during the year	3,172.25	2,226.80
Less: Repaid during the year	(502.29)	(1,449.13)
Clsoing balance	**3,512.45**	**777.67**

E. Related party transactions with key management personnel

I. The following is a summary of transactions:

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Compensation		
- Short-term employee benefits*	7.24	9.11
Guarantee given/ (closed)	(4,375.63)	2,098.85

* The remuneration of directors and key executives is determined having regard to the performance of individuals and market trends. Post employment benefit comprising gratuity and compensated absences are not disclosed as these are determined for the Group as a whole.

II. The following is a summary of balances receivable from and payable to KMP

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Corporate guarantee received	1,650.05	6,341.56

52 Segment information

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker ("CODM") evaluates the Group performance and allocates resources based on an analysis of various performance indicators by business segments. Chairman & Managing Director of the company have been identified as the CODM.

Accordingly, information has been presented along these business segments viz. Coffee and related business, Integrated multimodal logistics, Financial services, Leasing of commercial office space, Hospitality services and Investment and other corporate operations.

The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments and are as set out in the significant policies.

Segment result represents EBITDA i.e. earnings before interest expense, depreciation / amortisation expense and tax. For the purpose of segment reporting, the Group has included share of profit from associates and joint ventures under respective business segments. Further, it also includes exceptional gain on account of sale of equity stake in Global Edge Software Limited.

Since the information about segment assets and segment liabilities are not reviewed by the CODM, the Group has not presented such information as a part of its segment disclosure which is in accordance with the requirements of Ind AS 108.

Certain items are not specifically allocable to individual segments as the underlying services are used interchangeably. The Group, therefore, believes that it is not practicable to provide segment disclosures relating to such items, and accordingly such items are separately disclosed as unallocated.
Unallocable expenses comprises of finance cost and certain other corporate costs. Unallocable income comprises of interest income and other income.

(i) Segment Revenue:

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Revenue from external customers:		
Coffee and related business	1,508.69	2,024.73
Integrated multimodal logistics	958.98	1,452.92
Hospitality services	30.08	29.64
Investment and other corporate operations	54.69	61.62
Inter-segment revenue:		
Coffee and related business	0.03	0.16
Integrated multimodal logistics	46.95	72.02
Hospitality services	2.64	2.75
Investment and other corporate operations	1.22	43.20
Total segment revenue	**2,603.28**	**3,687.04**
Reconciling items:		
- inter-segment revenue	(50.84)	(118.13)
Total revenue as per statement of profit and loss	**2,552.44**	**3,568.91**

(ii) Segment Results

Rs in crores

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Coffee and related business	84.92	340.72
Integrated multimodal logistics	(5.89)	172.75
Hospitality services	6.17	4.14
Investment and other corporate operations	1,565.29	291.73
Total segment results	**1,650.49**	**809.34**
Reconciling items:		
- depreciation	(430.04)	(269.52)
- finance cost	(519.09)	(353.05)
Profit before tax as per statement of profit and loss	**701.36**	**186.77**
Income tax expense	(21.96)	(31.87)
Profit after tax as per statement of profit and loss	**679.40**	**154.90**

52 Segment information (continued)

(iii) Geographical information

(a) Segment Revenue:

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from external customers:		
India	2,385.35	3,148.91
Europe	141.24	281.00
Africa	-	-
Americas	8.47	21.00
Asia Pacific	4.99	5.00
Middle East	-	1.00
Oceania	0.08	1.00
- Other foreign countries	12.31	111.00
Inter-segment revenue:	50.84	118.13
Total segment revenue	**2,603.28**	**3,687.04**

(b) Segment non-current assets

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
- India	4,480.24	5,695.21
- Europe	-	3.04
- Other foreign countries	-	20.09
Total	**4,480.24**	**5,718.34**
Reconciling items:		
- deferred tax assets	241.34	77.33
- non-current financial assets	539.34	173.87
Total non-current assets	**5,260.92**	**5,969.54**

(iv) Revenue from major products and services

The Group's revenue from continuing operations from its major products or services are as follows:

Rs in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Sale of food, beverages and coffee beans	1,508.69	2,024.73
Income from integrated logistics services	958.98	1,452.92
Income from software development and related services	30.08	29.64
Income from operations of resort	54.69	61.62

(v) Information about major customers

Revenue from one customer of the Group's investment and other corporate operation segment is Rs.14.30 (31 March 2019: Rs. 10.45 crores) which is more than 10% of the segment's total revenue.

The Group does not derive more than 10% of it's revenues in other segments from a single customer.

53 Consolidated financial information

Additional information required to be disclosed pursuant to paragraph 2 of Division II of Schedule III to the Companies Act, 2013 - 'General instructions for the preparation of consolidated financial statements as at and for the year ended 31 March 2020 is as follows:

Rs in crores

Name of the entity in the Group	**Net Assets**		**Share in profit or loss**		**Share in other comprehensive income**		**Share in total comprehensive income**	
	As % of consolidated net assets	**Amount**	**As % of consolidated profit/ (loss)**	**Amount**	**As % of consolidated other comprehensive income**	**Amount**	**As % of consolidated total comprehensive income**	**Amount**
Parent company								
Coffee Day Enterprises Limited	66.8%	3,295.87	50.5%	933.03	76.6%	0.59	50.5%	933.62
Indian subsidiaries								
Coffee Day Global Limited*	-5.1%	(251.58)	-15.6%	(288.56)	127.3%	0.98	-15.6%	(287.58)
Sical Logistics Limited*	1.2%	60.44	-3.1%	(57.01)	0.0%	-	-3.1%	(57.01)
Way2Wealth Securities Private Limited*	-0.3%	(15.56)	-4.3%	(79.06)	-653.2%	(5.03)	-4.5%	(84.09)
Tanglin Development Limited	20.4%	1,007.69	52.8%	975.87	929.9%	7.16	53.2%	983.03
Coffee Day Trading Limited	12.4%	610.15	33.6%	621.12	-1.3%	(0.01)	33.6%	621.11
Magnasoft Consulting India Private Limited*	0.2%	9.20	-0.1%	(2.04)	-29.9%	(0.23)	-0.1%	(2.27)
Coffee Day Hotels And Resorts Private Limited	-2.1%	(101.77)	-0.9%	(16.93)	0.0%	-	-0.9%	(16.93)
Wilderness Resorts Private Limited	-0.4%	(20.73)	0.0%	(0.02)	0.0%	-	0.0%	(0.02)
Karnataka Wildlife Resorts Private Limited	-0.5%	(22.68)	-0.1%	(0.93)	0.0%	-	-0.1%	(0.93)
Tanglin Retail Reality Developments Private Limited	-2.3%	(112.11)	-3.3%	(60.64)	0.0%	-	-3.3%	(60.64)
Girividyuth India Limited	-0.9%	(45.37)	-2.4%	(45.00)	0.0%	-	-2.4%	(45.00)
Coffee Day Kabini Resorts Limited	-2.0%	(100.31)	-5.4%	(99.91)	0.0%	-	-5.4%	(99.91)
Associates (investment as per the equity method)								
Ittiam Systems Private Limited*	0.0%	-	0.2%	4.05	-35.1%	(0.27)	0.2%	3.78
Barefoot Resorts & Leisure India Private Limited*	0.0%	(0.69)	0.0%	(0.42)	-3.9%	(0.03)	0.0%	(0.45)
Non-controlling Interest								
Coffee Day Global Limited*	1.4%	71.30	-1.6%	(30.44)	13.0%	0.10	-1.6%	(30.34)
Sical Logistics Limited*	8.5%	417.43	-3.5%	(64.83)	0.0%	-	-3.5%	(64.83)
Way2Wealth Securities Private Limited*	0.2%	7.46	-0.9%	(17.47)	-310.4%	(2.39)	-1.1%	(19.86)
Coffee Day Trading Limited	2.6%	128.08	4.2%	78.28	-3.9%	(0.03)	4.2%	78.25
Magnasoft Consulting India Private Limited*	0.0%	0.70	0.0%	(0.58)	-9.1%	(0.07)	0.0%	(0.65)
Total	**100%**	**4,937.52**	**100%**	**1,848.51**	**100%**	**0.77**	**100%**	**1,849.28**
Attributable to: Owners of the Group	87.2%	4,303.54	101.9%	1,883.53	409.1%	3.15	102.0%	1,886.68
Attributable to: Non-controlling interests	12.8%	633.98	-1.9%	(35.02)	-309.1%	(2.38)	-2.0%	(37.40)

* Balances extracted from consolidated financial statements of the entity and includes step down subsidiaries along with associates and joint ventures accounted for using equity method at respective entity level.

- Further, adjusted for inter company transactions and balances arising on account of acquisition.

54 Interest in other entities

(i) Subsidiaries:

(a) The consolidated financial statements of the Group includes subsidiaries listed in the table below:

Name of the entity	Country of incorporation	Principal activities	Ownership interest held by the group (%)		Ownership interest held by non controlling interest (%)	
			31 March 2020	31 March 2019	31 March 2020	31 March 2019
Coffee Day Global Limited	India	Integrated coffee business	82.09%	90.69%	17.91%	9.31%
Sical Logistics Limited	India	Integrated logistics provider	36.10%	55.18%	63.90%	44.82%
Way2Wealth Securities Private Limited	India	Financial intermediary services	85.53%	85.53%	14.47%	14.47%
Coffee Day Trading Limited	India	Investments in IT/ITeS	88.77%	88.77%	11.23%	11.23%
Magnasoft Consulting India Private Limited	India	Geospatial services	77.88%	77.88%	22.12%	22.12%
Tanglin Development Limited	India	Development of Tech Parks / SEZs	87.12%	100.00%	12.88%	0.00%
Tanglin Retail Reality Developments Private Limited	India	Property developers	100.00%	100.00%	0.00%	0.00%
Girividyuth India Limited	India	Power generation	100.00%	100.00%	0.00%	0.00%
Coffee Day Hotels And Resorts Private Limited	India	Operation of holiday resorts	100.00%	100.00%	0.00%	0.00%
Wilderness Resorts Private Limited	India	Operation of holiday resorts	100.00%	100.00%	0.00%	0.00%
Karnataka Wildlife Resorts Private Limited	India	Operation of holiday resorts	100.00%	100.00%	0.00%	0.00%
Coffee Day Kabini Resorts Limited	India	Operation of holiday resorts	100.00%	100.00%	0.00%	0.00%

(b) Summarized financial information of the material subsidiaries that have non-controlling interest before inter company eliminations:

Rs in crores

	Coffee Day Global Limited		Sical Logistics Limited		Way2Wealth Securities Private Limited	
Summarised balance sheet	**As at 31 March 2020**	**As at 31 March 2019**	**As at 31 March 2020**	**As at 31 March 2019**	**As at 31 March 2020**	**As at 31 March 2019**
Current assets	1,380.37	910.66	495.16	738.45	194.21	397.42
Non-current assets	1,688.59	1,453.69	2,271.68	2,255.04	26.18	183.83
Current liabilities	1,179.57	568.56	1,527.86	1,364.31	131.33	361.89
Non-current liabilities	924.32	420.32	571.10	834.10	9.51	7.23
Accumulated balance of NCI	71.30	90.35	417.43	432.47	7.46	54.03

Rs in crores

	Coffee Day Global Limited		Sical Logistics Limited		Way2Wealth Securities Private Limited	
Summarised statement of profit and loss	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Revenue	1,508.72	1,813.92	1,005.93	1,524.94	419.88	527.07
Profit/(loss) for the year	(319.00)	40.62	(121.84)	18.26	(96.69)	2.55
Other comprehensive income	1.08	0.77	-	-	(7.41)	(1.89)
Total comprehensive income	**(317.92)**	**41.39**	**(121.84)**	**18.26**	**(104.10)**	**0.66**
Total comprehensive income allocated to NCI	(30.34)	3.95	(64.83)	7.14	(19.86)	0.43
Dividend allocated to NCI	-	-		-	-	-

54 Interest in other entities (continued)

Rs in crores

Summarised cash flows	Coffee Day Global Limited		Sical Logistics Limited		Way2Wealth Securities Private Limited	
	For the year ended 31 March 2020	For the year ended 31 March 2019	For the year ended 31 March 2020	For the year ended 31 March 2019	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash flow from operating activities	(552.81)	179.47	286.65	54.16	61.18	(35.51)
Cash flow from investing activities	80.40	(369.50)	(242.29)	(217.32)	121.35	(33.10)
Cash flow from financing activities	(216.69)	244.39	(47.44)	167.70	(159.52)	(1.82)
Net increase/ (decrease) in cash and cash equivalents	**(689.10)**	**54.36**	**(3.08)**	**4.54**	**23.01**	**(70.43)**

(ii) Associates and joint ventures

(a) The associates and joint ventures of the Group as at 31 March 2019 which in the opinion of the directors, are material to the Group are listed below:

Rs in crores

Name of the entity	Principal activities	Country of incorporation	% of ownership	Relationship	31 March 2020	31 March 2019
Mindtree Limited	IT consulting and software development	India	17.12%	Associate	-	2,690.69
					31 March 2020	**31 March 2019**
Other immaterial associates		India	-	Associate	15.31	36.75
Other immaterial joint ventures		India	-	Joint ventures	26.55	18.27

(b) Summarised financial information about the joint venture or associate:

Rs in crores

Summarised balance sheet	Mindtree Limited As at 31 December 2018
Current assets	
- Cash and cash equivalents	162.60
- Other current assets	2,553.00
Total	**2,715.60**
Non-current assets	**1,286.10**
Current liabilities	
- Financial liabilities (excluding trade payables)	239.50
- Trade payables	213.40
- Provisions	148.00
- Other current liabilities	225.20
Total	**826.10**
Non-current liabilities	
- Financial liabilities (excluding trade payables)	0.50
- Other non-current liabilities	10.10
Total	**10.60**
Net assets	**3,165.00**

54 Interest in other entities (continued)

Reconciliation to carrying amount:

	Rs in crores
Summarised balance sheet	**Mindtree Limited** **As at 31 December 2018**
Opening net assets	**2,741.40**
Profit for the year	555.70
Other comprehensive income	20.20
Dividend paid	-
Changes in other equity	(152.30)
Closing net assets	**3,165.00**
Group's share in %	17.12%
Group's share in INR	541.85
Goodwill	134.66
Other reconciling items	10.50
Carrying amount	**687.01**

	Rs in crores
Summarised statement of profit and loss	**Mindtree Limited** **For the nine months ended 31 December 2018**
Revenue	5,182.10
Depreciation and amortization	121.30
Finance costs	2.00
Tax expense	164.60
Profit for the year	555.70
Other comprehensive income	20.20
Total comprehensive income	575.90

(c) Individually immaterial joint venture and associates

The Group also has interests in a number of immaterial joint venture and associates that are accounted for using the equity method.

Rs in crores

Particulars	**Associates**		**Joint venture**	
	31 March 2020	**31 March 2019**	**31 March 2020**	**31 March 2019**
Carrying amount of interests in all individually immaterial associates/ joint ventures	15.31	36.75	26.55	18.27
Aggregate amount of Group's share of:				
- profit or loss from continuing operations.	3.64	2.46	(17.72)	(5.75)
- other comprehensive income	(0.31)	(1.07)	-	-
Total comprehensive income	**3.33**	**1.39**	**(17.72)**	**(5.75)**

Coffee Day Enterprises Limited
Notes to the consolidated financial statements (continued)

55 Financial instruments - fair value measurement

A. Accounting classification and fair value
The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

Rs in crores

As at 31 March 2020	Carrying amount				Fair value			
Particulars	**FVTPL**	**FVOCI**	**Amortised cost**	**Total**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets:								
- Non-current investments	-	17.01	434.28	451.29	-	-	451.29	451.29
- Non-current loans								
Security deposits	-	-	84.10	84.10	-	-	-	-
Others	-	-	0.40	0.40	-	-	-	-
- Other non-current financial assets	-	-	3.55	3.55	-	-	-	-
- Current investments	-	-	-	-	-	-	-	-
- Trade receivables	-	-	287.11	287.11	-	-	-	-
- Cash and cash equivalents	-	-	92.61	92.61	-	-	-	-
- Bank balances other than cash and cash equivalents	-	-	7.18	7.18	-	-	-	-
- Current loans								
Security deposits	-	-	12.71	12.71	-	-	-	-
Others	-	-	2,308.58	2,308.58	-	-	-	-
- Other current financial assets	-	-	1,167.44	1,167.44	-	-	-	-
Total	**-**	**17.01**	**4,397.96**	**4,414.97**	**-**	**-**	**451.29**	**451.29**
Financial liabilities:								
- Non-current borrowings (including current maturities)								
Fixed rate instruments	-	-	1,002.86	1,002.86	-	1,005.88	-	1,005.88
Variable rate instruments	-	-	1,185.95	1,185.95	-	-	-	-
- Other non-current financial liabilities								
Derivative liability	15.38	-	-	15.38	-	15.38	-	15.38
Others	-	-	650.86	650.86	-	-	-	-
- Current borrowings								
Fixed rate instruments	-	-	531.25	531.25	-	531.25	-	531.25
Variable rate instruments	-	-	292.97	292.97	-	-	-	-
- Trade payables	-	-	367.05	367.05	-	-	-	-
- Other current financial liabilities (excluding current maturities)	-	-	411.55	411.55	-	-	-	-
Total	**15.38**	**-**	**4,442.49**	**4,457.87**	**-**	**1,552.51**	**-**	**1,552.51**

55 Financial instruments - fair value measurement

A. Accounting classification and fair value (continued) **Rs in crores**

As at 31 March 2019	Carrying amount				Fair value			
Particulars	**FVTPL**	**FVOCI**	**Amortised cost**	**Total**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets:								
- Non-current investments	-	7.67	1.54	9.21	6.94	-	0.73	7.67
- Non-current loans								
Security deposits	-	-	113.32	113.32	-	-	-	-
Others	-	-	0.40	0.40	-	-	-	-
- Other non-current financial assets	-	-	50.94	50.94	-	-	-	-
- Current investments	112.40	-	-	112.40	10.41	-	101.99	112.40
- Trade receivables	-	-	570.59	570.59	-	-	-	-
- Cash and cash equivalents	-	-	2,127.47	2,127.47	-	-	-	-
- Bank balances other than cash and cash equivalents	-	-	239.43	239.43	-	-	-	-
- Current loans								
Security deposits	-	-	79.61	79.61	-	-	-	-
Others	-	-	839.08	839.08	-	-	-	-
- Other current financial assets	-	-	123.30	123.30	-	-	-	-
Total	**112.40**	**7.67**	**4,145.68**	**4,265.75**	**17.35**	**-**	**102.72**	**120.07**
Financial liabilities:								
- Non-current borrowings (including current maturities)								
Fixed rate instruments	-	-	2,060.94	2,060.94	-	2,112.03	-	2,112.03
Variable rate instruments	-	-	1,263.72	1,263.72	-	-	-	-
- Other non-current financial liabilities								
Derivative liability	16.33	-	-	16.33	-	16.33	-	16.33
Others	-	-	94.99	94.99	-	-	-	-
- Current borrowings								
Fixed rate instruments	-	-	3,477.39	3,477.39	-	3,477.39	-	3,477.39
Variable rate instruments	-	-	412.24	412.24	-	-	-	-
- Trade payables	-	-	141.94	141.94	-	-	-	-
- Other current financial liabilities (excluding current maturities)	-	-	439.09	439.09	-	-	-	-
Total	**16.33**	**-**	**7,890.31**	**7,906.64**	**-**	**5,605.75**	**-**	**5,605.75**

55 Financial instruments - fair value measurement

A. Accounting classification and fair value (continued)

The Group has not disclosed the fair values for financial instruments such as other non current financial assets, trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalents, other current financial assets, loans, borrowings with fluctuating interest rate, other non current financial liabilities, trade payables and other current financial liabilities because their carrying amounts are a reasonable approximation of fair value.

B. Measurement of fair values

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:
a) recognised and measured at fair value
b) measured at amortised cost and for which fair values are disclosed in the consolidated financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net asset value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Valuation technique and significant unobservable inputs

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 following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used. Related valuation processes are described in Note 2(F).

Financial instruments measurement	Type	Valuation Technique	Significant unobservable inputs	Inter relationship between significant unobservable inputs and fair value measurement
Fair value	Derivative liability - Interest rate swaps	The fair value is calculated as the present value of the estimated future cash flows. Estimates of future floating-rate cash flows are based on quoted swap rates, futures prices and interbank borrowing rates. Estimated cash flows are discounted using a yield curve constructed from similar sources and which reflects the relevant benchmark interbank rate used by market participants for this purpose when pricing interest rate swaps. The fair value estimate is subject to a credit risk adjustment that reflects the credit risk of the entity and of the counterparty; this is calculated based on credit spreads derived from current credit default swap or bond prices.	Not applicable	Not applicable
Amortised cost	Borrowings at fixed interest rate	Discounted cash flows: The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted / appropriate discounting rates.	Not applicable	Not applicable
Fair value	Equity shares	Estimated enterprise value per share of the investee company.	Not applicable	Not applicable

55 Financial instruments - fair value measurement

C. Financial risk management

The Group's has exposure to the following risks arising from financial instruments:
- credit risk (refer note ii below)
- liquidity risk (refer note iii below)
- market risk (refer note iv below)

(i) Risk management framework

The Group’s Board of Directors has overall responsibility for the establishment and oversight of the Group’s risk management framework. The Group’s risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group’s activities.

The Group’s Audit Committee oversees how management monitors compliance with the Group’s risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.
The carrying amount of financial assets represents the maximum credit exposure.

Trade and other receivables:

The Group’s exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

The Group’s exposure to credit risk is influenced mainly by the individual characteristics of each client. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. In respect of trade and client receivables each company in the Group uses a provision matrix to compute the expected credit loss allowance.

Expected credit loss (ECL) assessment for customers as at 31 March 2019 and 31 March 2018:

The Group allocates each exposure to a credit risk is grade based on a variety of data that is determined to be predictive of the risk loss (including but not limited to past payment history, cash flow projections and available press information about the customers) and applying experienced credit judgement.

The following table provides information about the exposure to credit risk and the expected credit loss for trade receivables:

Rs in crores

	As at 31 March 2020		As at 31 March 2019	
	Carrying amount	**Provision amount**	**Carrying amount**	**Provision amount**
Up to 180 days	317.31	30.20	589.35	18.75
180 days - 1 year	33.65	33.65	5.40	5.40
1 - 2 years	2.45	2.45	9.60	9.60
More than 2 years	9.01	9.00	7.82	7.83
	362.42	**75.30**	**612.17**	**41.58**

The gross carrying amount of trade receivables is Rs 362.42 crores as at 31 March 2019 (31 March 2019: Rs 612.17 crores)

55 Financial instruments - fair value measurement

(ii) Credit risk (continued)

Loans and other financial asset:

Expected credit loss for loans and other financial asset is as follows:

Particulars		Period ended	Asset group	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount, net of impairment provision
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31-Mar-20	Security deposits	98.99	2.2%	2.18	96.81
			Other financial asset	1,170.99	0.0%	-	1,170.99
			Loans	2,553.98	9.6%	245.00	2,308.98
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31-Mar-19	Security deposits	192.92	0.0%	-	192.92
			Other financial asset	175.34	0.6%	1.09	174.25
			Loans	839.49	0.0%	-	839.49

Cash and cash equivalents (including bank balances, fixed deposits and margin money with banks):

Credit risk on cash and cash equivalent is limited as the Group generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

Reconciliation of loss allowance:

Particulars	As at 31 March 2020	As at 31 March 2019
Loss allowance in the beginning of the year	42.67	36.00
Excess provision written back	(9.71)	(10.19)
Allowance for expected credit loss	40.74	18.05
Provision for receivable from clients	-	1.09
Exchange differences on translation of foreign operations	1.60	(2.28)
Loss allowance at the end of the year	**75.30**	**42.67**

(iii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group’s approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group’s reputation.

Management monitors rolling forecasts of the Group’s liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the Management of the Group in accordance with practice and limits set by the Group. In addition, the Group’s liquidity management policy involves projecting cash flows 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.

55 Financial instruments - fair value measurement

(iii) Liquidity risk (continued)

Exposure to liquidity risk

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities. The amounts are gross and undiscounted contractual cash flow.

Rs in crores

As at 31 March 2020	**Carrying amount**	**Total**	**Less than 1 year**	**1–2 years**	**2-5 years**	**More than 5 years**
Non-derivative financial liabilities						
- Non-current borrowings (including current maturities)	2,188.81	2,388.85	1,564.17	177.29	453.54	193.85
- Current borrowings	824.22	824.22	824.22	-	-	-
- Trade payables	367.05	367.05	367.05	-	-	-
- Other financial liabilities (current and non-current excluding current maturities)	1,062.41	1,350.26	670.68	126.40	266.48	286.70
	4,442.49	**4,930.38**	**3,426.12**	**303.69**	**720.02**	**480.55**

Rs in crores

Rs in crores

As at 31 March 2019	**Carrying amount**	**Total**	**Less than 1 year**	**1–2 years**	**2-5 years**	**More than 5 years**
Non-derivative financial liabilities						
- Non-current borrowings (including current maturities)	3,324.66	4,676.02	938.27	748.37	1,570.70	1,418.68
- Current borrowings	3,889.63	3,935.63	3,935.63	-	-	-
- Trade payables	141.94	141.94	141.94	-	-	-
- Other financial liabilities (current and non-current excluding current maturities)	534.08	534.08	534.08	-	-	-
	7,890.31	**9,287.67**	**5,549.92**	**748.37**	**1,570.70**	**1,418.68**

The outflows disclosed in the above table represent the contractual undiscounted cash flows relating to non-derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity.

55 Financial instruments - fair value measurement

(iv) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the risk management committee. Generally, the Group seeks to apply hedge accounting to manage volatility in profit or loss.

Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of Group. The functional currencies of the Group is primarily INR. The currencies in which these transactions are primarily denominated are Euro and US dollars, etc.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows: **Rs in crores**

Particulars	**Foreign Currency Amount**	
	As at 31 March 2020	**As at 31 March 2019**
Financial assets		
Trade receivables		
AUD	0.02	0.01
BRL	-	-
CAD	0.01	0.01
CHF	-	-
EURO	0.03	0.04
GBP	0.05	0.03
SGD	-	-
USD	0.09	1.34
NZD	-	-
Advances recoverable/(payable) in cash or in kind		
USD		(0.03)
Financial liabilities		
Bank loan		
USD	(4.45)	(3.45)
EURO	(1.74)	0.65
Other current liabilities		
USD	-	0.02
EURO	-	(0.04)
Net statement of financial position exposure	**(5.99)**	**(1.42)**
Less: Forward exchange contracts (USD)	-	-
Net exposure	**(5.99)**	**(1.42)**

55 Financial instruments - fair value measurement

(iv) Market risk (continued)

The following significant exchange rates have been applied:

INR	Year-end spot rate 31 March 2020	Year-end spot rate 31 March 2019
AUD	46.08	49.02
BRL	14.46	17.66
CAD	53.08	51.54
CHF	78.29	69.43
EURO	82.77	77.67
GBP	93.50	90.53
SGD	53.03	51.04
USD	75.67	69.17
ZAR	4.23	4.79
NZD	44.89	46.96

Sensitivity analysis

A reasonably possible strengthening (weakening) of foreign currencies at 31 March would have affected the measurement of financial instruments denominated in a foreign currency by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Rs in crores

Particulars	Percentage movement	Profit or loss	
		Strengthening	Weakening
31 March 2020			
AUD	-6%	(0.06)	0.06
BRL	-18%	-	-
CAD	3%	0.02	(0.02)
CHF	13%	-	-
EURO	7%	(9.91)	9.91
GBP	3%	0.14	(0.14)
SGD	4%	-	-
USD	9%	(29.69)	29.69
ZAR	-12%	-	-
NZD	-4%	-	-
31 March 2019			
AUD	-2%	(0.01)	0.01
BRL	-10%	-	-
CAD	2%	0.01	(0.01)
CHF	2%	-	-
EURO	-4%	(2.14)	2.14
GBP	-1%	(0.03)	0.03
SGD	3%	-	-
USD	7%	(10.26)	10.26
ZAR	-13%	(0.40)	0.40
AUD	11%	(7.34)	7.34

55 Financial instruments - fair value measurement

(iv) Market risk (continued)

Commodity price risk

The Company purchases coffee on an ongoing basis for its operations. The increased volatility in coffee price has led to the decision to enter into commodity forward contracts. Its operating activities require the ongoing purchase and sale of coffee and therefore require a continuous supply of coffee. The Company's Board of Directors have developed and enacted a risk management strategy regarding commodity price risk and its mitigation. Based on a 12-month forecast of the required coffee, the Company hedges the price using forward commodity contracts. The company is not exposed to any commodity risk as at 31 March 2020 and 31 March 2019.

Interest rate risk

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. The Group has entered into interest rate swap to hedge the interest rate risk.

Exposure to interest rate risk

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows :

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Fixed rate instruments:		
Financial assets	46.80	956.70
Financial borrowings	(1,534.11)	(5,538.33)
Effect of interest rate swaps	-	-
Fixed rate instruments exposed to interest rate risks	**(1,487.31)**	**(4,581.63)**
Variable rate instruments:		
Financial borrowings	(1,478.92)	(1,675.96)
Effect of interest rate swaps	-	-
Variable rate instruments exposed to interest rate risks	**(1,478.92)**	**(1,675.96)**

55 Financial instruments - fair value measurement

(iv) Market risk (continued)

Sensitivity analysis

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 1% in interest rates at the reporting date would have increased (decreased) equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Rs in crores

Particulars	Profit or loss	
	1% increase	1% decrease
31 March 2020		
Variable rate instruments	(14.79)	14.79
31 March 2019		
Variable rate instruments	(16.76)	16.76

Equity Price risk

The Group’s exposure to equity securities price risk arises from investments held by the Group and classified in the balance sheet either as fair value through OCI or at fair value through profit or loss.

The majority of the company’s equity investments are publicly traded.

Exposure to equity price risk

The exposure of the Group's equity to price changes at the end of the reporting period are as follows :

Rs in crores

Particulars	As at 31 March 2020	As at 31 March 2019
Quoted investments:		
Fair value through profit and loss	-	10.41
Fair value through other comprehensive income	-	6.94
Measured at amortised cost		-

Sensitivity analysis

The table below summarises the impact of increase/decrease of the market price of the listed instruments on the Group’s equity and profit for the period. The analysis is based on the assumption that the market price had increased by 2% or decreased by 2%.

Rs in crores

Particulars	Impact on profit or loss		Impact on other comprehensive income		Impact on equity, net of tax	
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020	As at 31 March 2019
Market price increases by 2%	-	0.21	-	0.14	-	0.23
Market price decreases by 2%	-	(0.21)	-	(0.14)	-	(0.23)

55 Financial instruments - fair value measurement

Hedge accounting

The Group holds the following instruments to hedge exposures to changes in interest rates:

Rs in crores

	31 March 2020		31 March 2019	
	Maturity in less than 1 year	**Maturity in more than 1 year**	**Maturity in less than 1 year**	**Maturity in more than 1 year**
Interest rate risk				
Interest rate swaps:				
Net exposure	-	-	-	-
Average fixed interest rate (LIBOR)	-	-	-	-

The amounts relating to items designated as hedging instruments and hedge ineffectiveness are as follows:

As at 31 March 2020: **Rs in crores**

Type of hedge and risks	**Nominal value**	**Carrying amount of hedging instrument**	**Line item in the statement of financial position where the hedging instrument is included**	**Changes in the value of the hedging instrument recognised in OCI**	**Change in the value of hedged item used as the basis for recognising hedge effectiveness**	**Hedge ineffectiveness recognised in profit or loss**	**Amount reclassified from equity head 'effective portion of cash flow hedges' to profit or loss**	**Line item in profit or loss affected by the reclassification**
		Asset						
Interest rate risk								
- Interest rate swap	-	-	Other financial assets	-	-	Nil	-	Nil

As at 31 March 2019: **Rs in crores**

Type of hedge and risks	**Nominal value**	**Carrying amount of hedging instrument**	**Line item in the statement of financial position where the hedging instrument is included**	**Changes in the value of the hedging instrument recognised in OCI**	**Change in the value of hedged item used as the basis for recognising hedge effectiveness**	**Hedge ineffectiveness recognised in profit or loss**	**Amount reclassified from equity head 'effective portion of cash flow hedges' to profit or loss**	**Line item in profit or loss affected by the reclassification**
		Asset						
Cash flow hedge:								
- Interest rate swap	-	-	Other financial assets	-	-	Nil	0.78	Nil

The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting: **Rs in crores**

Particulars	**31 March 2020**	**31 March 2019**
	Equity head 'Effective portion of cash flow hedges'	**Equity head 'Effective portion of cash flow hedges'**
Opening balance for the period	-	(0.78)
Cash flow hedges : Interest rate risk		
Changes in fair value	-	-
Amount reclassified to profit or loss	-	0.78
Tax on movements in relevant items of OCI during the year	-	-
Non-controlling interest	-	-
Closing balance for the period	-	-

56 Capital management

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

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders. The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position.

The Group monitors capital using a ratio of 'adjusted net debt' to 'equity'. For this purpose, adjusted net debt is defined as total interest-bearing loans and borrowings less cash and cash equivalents including deposits. Equity comprises all components of equity including non-controlling interest. The Group's adjusted net debt to equity ratio at 31 March 2020 was as follows:

Rs in crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Total borrowings	3,013.29	7,214.29
Less: cash and cash equivalents including deposits	103.34	2,417.84
Adjusted net debt	**2,909.95**	**4,796.45**
Equity	**4,937.52**	**3,166.14**
Adjusted net debt to equity ratio	**0.59**	**1.51**

In order to achieve this overall objective, the Group’s capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

57 Operations and major events

The Board of Director of the Holding Company at their meeting held on 30 August 2019 appointed Mr. Ashok Kumar Malhotra, retired DIG of Central Bureau of Investigation (CBI) who is assisted by Agastya Legal LLP lead by its senior partner Dr. M R Venkatesh and other professionals as decided by Mr. Ashok Kumar Malhotra to investigate the circumstances leading to the statements made in the letter of the former Chairman late V. G. Siddhartha and to scrutinise the books of accounts of the Holding Company and its subsidiaries. The investigation is concluded and the report has been adopted in the board meeting of the holding company held on 24.07.2020. In the synopsis of the report attention is drawn towards the amount recoverable by various subsidiaries (including Coffeeday Global Limited) of the holding compamy from M/s.Mysore Amalgamated Coffee Estates Limited (MACEL).

The company noted the same and forwarded it to the Board of MACEL and have asked them to provide the company with a repayment plan within 15 days for the amount due.

The board of holding company authorised its Chairman to appoint an ex-judge of the Hon’ble Supreme Court or the Hon’ble High Court, or any other person of eminence, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

In the background of above the Board of Directors of holding company M/s.Coffeeday Enterprises Limited, in the board meeting held on 21.08.2020, appointed Retired Hon’ble Justice Sri.K.L.Manjunath, former Judge of Hon’ble High Court of Karnataka, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

The holding company M/s.Coffeeday Enterprises Ltd vide its letter dated 21.08.2020 has made a Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015 to the National Stock Exchange of India Ltd, Manager – Listing, and Bombay Stock Exchange Limited, that the company has appointed Retired Hon’ble Justice Sri.K.L.Manjunath former Judge of Hon’ble High Court of Karnataka to suggest and oversee actions for recovery of dues from Mysore Amalgamated Coffee Estates Ltd. The management has decided to make a provision, if required, on the outstanding amount receivable from M/s.Mysore Amalgamated Coffee Estates Ltd of Rs.3,513 crores (including due to joint ventures) only after the receipt of report from Justice K L Manjunath.

58 The Group was operating F&G division which is in the business of selling coffee powder and its variants through retail outlets and franchisees. During the month of April 2019, the company has entered into Business Transfer Agreement with Coffee Day Econ Private Limited (CDEPL) to transfer the business of F&G division to CDEPL, mainly to expand the business activities of F & G division. For smooth transition of the business the sales for the month of April 2019 is carried out in the GST registration number of the company, till the time the new company obtained GST registatoin nubmer. However the turnover pertains to CDEPL and has been accounted in their books of accounts.

59 The financial income of the Parent Company, Coffee Day Trading Limited (‘CDTL’) and Way2Wealth Securities Private Limited (W2WSPL) earned during the year ended 31 March 2020 constitutes more than 50% of its total income for the said period and financial assets constitutes more than 50% of its total assets as at 31 March 2020, thereby requiring these entities to register themselves as Non-Banking Financial Companies (‘NBFC’) with the Reserve Bank of India (RBI) as per the requirements of Section 45-IA of Reserve Bank of India Act, 1934. On 13 March 2020, the Parent Company and Coffee Day Trading Limited have made an application to the Deputy General Manager of the Department of Non-Banking Supervision requesting for a one-time exemption from obtaining registration as NBFC under the provisions of RBI. As of the date of this Statement, the Parent Company and CDTL are awaiting response from RBI. W2WSPL has not filed an application with the RBI till date seeking condonation of the above non-compliance.

60 These consolidated financial statements for year ended 31 March 2020 have been prepared on a going concern basis in view of the positive net worth of the Group amounting to Rs 4,937 crores as of 31 March 2020, significant value in underlying businesses managed by subsidiaries / joint ventures / associates, established track record of the Group to monetize its assets as demonstrated by stake sale in Mindtree Limited (refer note 46(I)), sale of Global Village Tech Park owned by its wholly-owned subsidiary Tanglin Developments Limited (refer note 46(III)), sale of Way2Wealth Group entities (refer note 46(IV & V), sale of stake held in Ittiam Systems Private Limited, operational efficiencies and consequential ability to service its obligations.

61 On the basis of the control exercised by the group on the board of directors of Sical Logistics Limited, the company is continuing to consolidate the financials of Sical logistics limited even though there is a reduction in the group shareholding in Sical Logistics Limited below 50% as of 31.03.2020.

62 Change in the percentage of shares held by the Company in its two subsidiaries viz M/s Tanglin Developments Limited & M/s Coffee Day Global Limited as of March 31, 2020 vis-à-vis March 31, 2019 due to invocation of shares pledged to the lenders of the subsidiaries. However, while considering the amount invested in the subsidiaries, Company has considered the erstwhile shareholding pattern prior to dilution as the Management believes that the change in shareholding is temporary in nature and the shares pledged will be redeemed back by the Company. However, these shares have been transferred to such lenders before March 31, 2020.

63 Impact of COVID-19

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries,businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

COVID19 is significantly impacting business operation of the companies, by way of interruption in supply chain disruption, unavailability of personnel,closure/lockdown of Hospitality services,Travel bans etc. On 24th March, 2020, the Government of India ordered a nationwide lockdown intially for 21 days which further got extended till 1st June2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities.

In assessing the recoverability of Groups’s assets such as Investments, Loans, Trade receivables etc. the Group has considered internal and external information. The Group has performed sensitivity analysis on the assumptions used basis the internal and external information/indicators of future economic conditions, the Group expects to recover the carrying amount of the assets.

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached

for **Venkatesh & Co**
Chartered Accountants
Firm registration number: 004636S

CA Dasarathy V
Partner
Membership no.: 026336
Place: Chennai
Date: 25 Nov 2020

for and on behalf of the Board of Directors of
Coffee Day Enterprises Limited

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

R. Ram Mohan
Chief Financial Officer
Place: Bangalore
Date: 25 Nov 2020

Sadananda Poojary
Company Secretary
Place: Bangalore
Date: 25 Nov 2020

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s.COFFEE DAY GLOBAL LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Disclaimer of Opinion

We were engaged to audit the Consolidated Ind AS financial statements of M/s.COFFEE DAY GLOBAL LIMITED ("the Company"), which comprise the Consolidated Balance Sheet as at 31st March 2020, and the Consolidated Statement of Profit and Loss, (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

We do not express an opinion on aforesaid consolidated Ind AS financial statements of the company. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated Ind AS financial statements.

Basis for Disclaimer of Opinion

We draw attention to Note No.36 of the consolidated Ind AS financial statements which describe the details in respect of amounts due from M/s.Mysore Amalgamated Coffee Estates Limited (MACEL) to the extent of Rs.1,208.30 Crores (including due to joint ventures). As explained to us the company is in the process of recovery of the dues from related parties and taken necessary action as stated in the said notes. In the absence of any conclusive evidence demonstrated by the company for recoverability of the same, we are unable to comment on the recoverability, requirement or otherwise of provision on those receivables and consequential impact on these financial statements.

Responsibility of Management and Those Charged with Governance for Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance (including Other Comprehensive Income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our responsibility is to conduct an audit of the entity's consolidated Ind AS financial statements in accordance with Standards on Auditing and to issue an auditor's report. However, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements, because of the matters described in the Basis for Disclaimer of Opinion section of our report,

We are independent of the entity in accordance with the ethical requirements in accordance with the requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) and the ethical requirements as prescribed under the laws and regulations applicable to the entity.

Other Matter

a) We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of Rs.5.80 Crores as at 31st March, 2020, total revenues of Rs.1.48 Crores, totalcomprehensive loss of Rs.0.07 Crores and net cash inflows amounting to Rs.4.88 Croresfor the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Managementand our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries & joint venture and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries & joint venture incorporated in India is based solely on the reports of the other auditors.

b) We did not audit the financial statements of three subsidiaries, whose financial statements reflect total assets of Rs.93.84 Crores as at 31st March, 2020, total revenues of Rs.12.07 Crores, total comprehensive loss of Rs.5.67 Crores and net cash outflows amounting to Rs.0.14 Crores for the year ended on that date, as considered in the consolidated Ind AS financial statements. We further did not audit the financial statement of two Joint Ventures (including their subsidiaries) whose share of loss of Rs.5.10 crores, considered in the Consolidated Ind AS financial statements. These financial statements have been certified by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries& joint venturesin so far as it relates to the aforesaid subsidiaries & joint venture is based on the management certified financial statements.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors and management certified financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   a) We have not been able to obtain sufficient appropriate audit evidence because of the significance of the matters described in the Basis for Disclaimer of Opinion section above.

   b) We are unable to comment whether proper books of account as required by law have been kept by the Company, because of the matters described in the Basis for Disclaimer of Opinion section above.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement, dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

   d) We are unable to comment whether the consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, because of the matters described in the Basis for Disclaimer of Opinion section above.

   e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary and joint venture companies incorporated in India, none of the directors of those companies incorporated in India is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.

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

      i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 38 to the consolidated Ind AS financial statements;

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

      iii. There were no amounts which are required to be transferred to the Investor Education and Protection fund by the Holding Company, its subsidiary and joint venture companies incorporated in India.

2. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act;

   In our opinion and to the best of our information and according to the explanations given to us,the remuneration paid/provided by the Holding Company, its subsidiary and joint venture companies incorporated in India to their respective directors during the year is in accordance with the provisions of section 197 of the Act, wherever applicable. The remuneration paid to any director by the holding company, its subsidiary and joint venture companies incorporated in India, is not in excess of the limit laid down under Section 197 of the Act.

For ASRMP & CO,
Chartered Accountants
Firm Registration No.018350S

Sd/-
A.S.SUNDARESHA
Partner
Membership No.019728
UDIN : 20019728AAAABU4639

Place: Bangalore
Date : November 9, 2020

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We were engaged to audit the internal financial controls with reference to the consolidated Ind AS financial statements of M/s.Coffee Day Global Limited ('the Company') as of 31 March 2020 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Disclaimer of Opinion
We are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had adequate internal financial control over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2020, because of the reason stated in "Basis for Disclaimer of Opinion" paragraph.

We have considered the disclaimer reported above in determiningthe nature, timing, and extent of audit tests applied in our audit of theconsolidated financial statements of the Company for the year ended 31March 2020, and the disclaimer has affected our opinion on the consolidatedfinancial statements of the Company and we have issued a disclaimerof opinion on the financial statements for the year ended on that date.(Refer "Disclaimer of Opinion" paragraph of the main audit report).

Basis for Disclaimer of Opinion
We are unable to obtain sufficient appropriate audit evidence on which to base our opinion on the effectiveness of Company's internal financial controls with reference to standalone financial statements over the assessment of the recoverability and requirement or otherwise of provision in respect of amount due from M/s.Mysore Amalgamated Coffee Estates Limited (MACEL) of Rs.1,208.30 Crores. Consequent to the material weakness in such internal controls, the possible effects on the financial statements of undetected misstatements could be both material and pervasive.

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

Auditor's Responsibility
Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI.

Because of the matter described in Disclaimer of Opinion paragraph above, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Other matter

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to one subsidiary company which is incorporated in India, is based on the corresponding reports of the auditors of such company.One Joint Venturecompany, which is incorporated in India, is exempted from the requirement of its auditor reporting on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls, accordingly we do not express any opinion on the adequacy and operating effectiveness of internal financial control of the joint venture company.Another joint venture company and its subsidiary, which is incorporated in India, is not audited and we have relied on the management certified financial statements, accordingly we do not express any opinion on the adequacy and operating effectiveness of internal financial control of the joint venture company and its subsidiary.

For ASRMP & CO,
Chartered Accountants
Firm Registration No.018350S

Sd/-
CA SUNDARESHA A S
Partner
Membership No.019728
UDIN : 20019728AAAABU4639

Place: Bangalore
Date : November 9, 2020

COFFEE DAY GLOBAL LIMITED

Consolidated Balance Sheet As At 31st March 2020 Rupees in Crores

	Note	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	4	854.69	1,063.14
Capital work-in-progress	4	5.49	37.98
Right-of-use assets	5	491.56	-
Goodwill	7	-	17.90
Other Intangible assets	6	8.31	15.11
Investments	8	19.86	1.54
Financial assets			
- Loans	9-A	71.30	86.30
- Other financial assets	10-A	0.56	0.02
Deferred tax asset (net)	35-D	218.51	14.86
Other tax assets		0.74	0.71
Other assets	11-A	17.57	207.42
Total non-current assets		**1,688.59**	**1,444.98**
Current assets			
Inventories	12	59.03	97.41
Financial assets			
- Trade receivables	13	101.96	195.95
- Cash and cash equivalents	14	20.97	461.41
- Bank balances other than cash and cash equivalent	15	1.98	7.04
- Loans	9-B	4.30	3.15
- Other financial assets	10-B	1,107.21	10.16
Current tax assets (net)	24	4.40	-
Other assets	11-B	64.04	141.80
Assets held for sale	25	16.46	-
Total current assets		**1,380.37**	**916.93**
Total assets		**3,068.96**	**2,361.91**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	19.15	19.09
Compulsorily convertible debentures	17	-	-
Other equity	18	945.92	1,356.70
Total equity		**965.07**	**1,375.79**
Non-current liabilities			
Financial liabilities			
- Borrowings	19-A	828.43	328.85
- Other financial liabilities	20-A	95.88	62.47
Provisions	21-A	0.01	2.80
Other liabilities	22-A	-	10.46
Total non-current liabilities		**924.32**	**404.58**
Current liabilities			
Financial liabilities			
- Borrowings	19-B	583.91	384.00
- Trade payables	23		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		171.58	9.91
- Other financial liabilities	20-B	387.98	166.82
Provisions	21-B	6.40	2.86
Current tax liabilities (net)	24	-	4.72
Other current liabilities	22-B	12.05	13.23
Liabilites associated with assets held for sale	25	17.65	-
Total current liabilities		**1,179.57**	**581.54**
Total liabilities		**2,103.89**	**986.12**
Total equity and liabilities		**3,068.96**	**2,361.91**
Significant accounting policies and other notes	1 to 50		

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached
For **ASRMP & CO**
Chartered Accountants
Firm Registration No.018350S

for and on behalf of the Board of Directors of
Coffee Day Global Limited

CA Sundaresha A S
Partner
Membership No.019728

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

Jayraj C Hubli
CFO/ Director
DIN: 00073670

Sadananda Poojary
Company Secretary
M.No.5223

Place: Bangalore
Date: November 9, 2020

COFFEE DAY GLOBAL LIMITED

Consolidated Statement of Profit and Loss for the year ended 31st March 2020 Rupees in Crores

	Note	For the year ended 31 March 2020	For the year ended 31 March 2019
Income			
Revenue from operations	26	1,508.72	1,795.35
Other income	27	49.64	34.95
Total income		**1,558.36**	**1,830.30**
Expenses			
Cost of materials consumed	28	701.55	764.73
Changes in inventories of finished goods and work-in-progress	29	16.50	(4.30)
Employee benefits expense	30	224.89	250.36
Finance costs	31	212.39	80.89
Depreciation and amortisation expense	32	336.09	188.20
Other expenses	33	525.40	478.76
Total expenses		**2,016.82**	**1,758.64**
Profit before income tax		**(458.46)**	**71.67**
Current tax		(0.05)	26.79
Deferred tax		(149.87)	(2.42)
Income tax expense	35	(149.92)	24.37
Profit for the year before loss from joint venture		**(308.54)**	**47.30**
Share of loss of joint venture		(5.10)	-
Profit for the year from continuing operations		**(313.64)**	**47.30**
Loss from discontinued operations	34	**(5.35)**	**(6.68)**
Tax expenses of discontinued operations		**(0.01)**	**-**
Loss from discontinued operations		**(5.36)**	**(6.68)**
Profit for the year		**(319.00)**	**40.62**
Other comprehensive income:			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurements of defined benefit plan actuarial gains/ (losses)		2.06	(0.06)
Income tax relating to items that will not be reclassified to profit or loss		(0.72)	-
Net other comprehensive income not to be reclassified subsequently to profit or loss		**1.34**	**(0.06)**
Items that will be reclassified subsequently to profit or loss			
Foreign currency translation reserve		(0.26)	0.83
Income tax relating to items that will be reclassified to profit or loss		-	-
Net other comprehensive income to be reclassified subsequently to profit or loss		**(0.26)**	**0.83**
Other comprehensive income for the year, net of income tax		**1.08**	**0.77**
Total comprehensive income for the year		**(317.92)**	**41.39**
Profit/ (loss) from continuing operations attributable to:			
- Owners of the company		(313.64)	47.30
- Non-controlling interests		-	-
Profit/ (loss) from discontinued operations attributable to:			
- Owners of the company		(5.36)	(6.68)
- Non-controlling interests		-	-
Profit/ (loss) attributable to:			
- Owners of the company		(319.00)	40.62
- Non-controlling interests		-	-
Other comprehensive income attributable to:			
- Owners of the company		1.08	0.77
- Non-controlling interests		-	-
Total comprehensive income attributable to:			
- Owners of the company		(317.92)	41.39
- Non-controlling interests		-	-
Earnings per equity share:			
Equity shares of par value Re. 1 each	39		
- Basic & Diluted earnings per share (Rs.)		(16.39)	2.53
Significant accounting policies and other notes	1 to 50		

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached
For **ASRMP & CO**
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Coffee Day Global Limited

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S V Ranganath
Director
DIN: 00323799

Place: Bangalore
Date: November 9, 2020

Jayraj C Hubli
CFO/ Director
DIN: 00073670

Sadananda Poojary
Company Secretary
M.No.5223

Coffee Day Global Limited

Consolidated Statement of Cash Flows for the year ended 31st March 2020

Rs. in crore

	For the year ended 31 March 2020	For the year ended 31 March 2019
Cash flows from operating activities		
Profit before tax for the year	(458.46)	71.67
Adjustments:		
- Interest income (including fair value change in financial instruments)	(12.21)	(24.66)
- Provision for doubtful advances	26.06	3.50
- Impairment of Assets held for sale	2.46	-
- Provision for diminution in value of investments	1.54	-
- Goodwill on consoldiation impaired	17.90	-
- Commission income on guarantees given to group companies	(0.15)	(0.82)
- Effect of foreign currency translation of subsidiaries	(0.26)	1.50
- Gain on termination of Lease Contract	(29.67)	-
- Loss / (gain) from forex hedging	-	(4.09)
- Interest expense (including fair value change in financial instruments)	212.39	81.13
- Loss on sale of assets	0.08	-
- Depreciation and amortization	336.09	189.37
- Profit / (loss) from discontinued operations	(5.36)	(6.68)
Operating cash flow before working capital changes	**90.42**	**310.92**
Changes in working capital		
- Trade receivables	93.99	17.93
- Current and non-current loans	22.65	(1.76)
- Current and non-current financial assets	(1,097.99)	(0.03)
- Current and non-current assets	77.11	(59.70)
- Inventories	38.38	(15.76)
- Trade payables	161.67	(20.93)
- Current and non-current financial liabilities	61.95	15.95
- Current and non-current provisions	2.81	0.55
- Current and non-current liabilities	0.63	(28.35)
- Reclassification of assets held for sale, net	4.70	-
Cash generated from operations	**(543.68)**	**218.82**
Income taxes paid	(9.12)	(39.35)
Cash generated from operations [A]	**(552.81)**	**179.47**
Cash flows from investing activities		
Purchase of property, plant and equipment (net off of capital advance recovery)	89.76	(385.31)
Advance received for Assets held for sale	9.32	-
Investments	(24.96)	(0.26)
Withdrawal of fixed deposits	5.06	0.37
Interest received	1.23	15.70
Net cash used in investing activities [B]	**80.40**	**(369.50)**
Cash flows from financing activities		
Proceeds from long term and short term borrowings	36.20	312.21
Interest paid	(80.92)	(67.82)
Repayment of lease liabilities	(171.97)	-
Net cash generated / (used) in financing activities [C]	**(216.69)**	**244.39**
Increase in cash and cash equivalents		
Cash and cash equivalents at the beginning of the year	354.86	300.50
Movement in cash and cash equivalents during the year [A+B+C]	(689.09)	54.36
Cash and cash equivalents at the end of the year	**(334.24)**	**354.86**

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Coffee Day Global Limited

Consolidated Statement of Cash Flows for the year ended 31st March 2020

		Rs in crore
	As at 31 March 2020	**As at 31 March 2019**
Components of cash and cash equivalents (refer note 14, 19-B and 20-B)		
Balances with banks:		
- in current accounts	19.02	39.45
- in escrow account	0.77	1.80
- in fixed deposits	0.11	415.13
Cash on hand	1.07	5.04
Book overdraft	(26.64)	(0.69)
Bank overdraft	(328.57)	(105.87)
Cash and cash equivalents at the end of the year	**(334.24)**	**354.86**

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Rs in crore
Particulars	**Total**
Balance at 1 April 2018	**368.67**
Changes from financing cash flows	
Proceeds from/ (repayment) of loans and borrowings, net	312.21
Foreign exchange (gain)/ loss	12.23
Interest expense	70.79
Interest paid	(67.82)
Balance at 31 March 2019	696.08
Balance at 1 April 2019	**696.08**
Changes from financing cash flows	
Proceeds from/ (repayment) of loans and borrowings, net	36.20
Impact of lease liability as per IndAS 116	705.71
Repayment of lease liabilities	(171.97)
Conversion of borrowing into equity shares	(8.49)
Foreign exchange (gain)/ loss	32.52
Interest expense excluding Foreign exchange loss and interest impact on application of IndAS 116	107.32
Interest paid	(80.92)
Balance at 31 March 2020	1,316.46

As per our report of even date attached

For **ASRMP & CO**
Chartered Accountants
Firm Registration No.018350S

For and on behalf of the Board of Directors of
Coffee Day Global Limited

CA Sundaresha A S
Partner
Membership No.019728

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

Place: Bangalore
Date: November 9, 2020

Jayraj C Hubli
CFO/ Director
DIN: 00073670

Sadananda Poojary
Company Secretary
M.No.5223

Coffee Day Global Limited

Consolidated Statement of Changes in Equity

A. Equity share capital

Rs in crores

Particulars	Amount
Equity shares of Re 1 each issued, subscribed and fully paid	
Balance as at 1 April 2018	**17.11**
Changes in equity share capital during 2018-19	1.98
Balance as at 31 March 2019	**19.09**
Changes in equity share capital during 2019-20	0.06
Balance as at 31 March 2020	**19.15**

B. Instruments entirely equity in nature
Compulsorily convertible debentures

Particulars	Amount
Compulsorily convertible debentures of Rs 100 each	
Balance as at 1 April 2018	410.00
Changes during 2018-19	(410.00)
Balance as at 31 March 2019	-
Converted to Equity shares during 2019-20	-
Balance as at 31 March 2020	**-**

C. Other equity

Rs. in crore

Particulars	Reserves and surplus				Other comprehensive income	Equity attributable to owners of the company
	Securities premium	Capital reserve	General reserve	Retained earnings	Foreign currency translation reserve	
Balance as at 1 April 2018	**780.56**	(0.04)	**17.05**	**107.57**	**2.63**	**907.77**
Total comprehensive income for the year ended 31 March 2019:						
Net profit during the year	-	-	-	40.62	-	40.62
Effective portion of gains and losses on hedging	-	-	-	-	-	-
Remeasurement of actuarial gain or losses	-	-	-	(0.06)	-	(0.06)
Guarantees received during the year				0.50	-	0.50
Exchange difference arising on translating the foreign operations, net of tax	-	-	-	-	0.83	0.83
Total comprehensive income	**780.56**	**(0.04)**	**17.05**	**148.63**	**3.46**	**949.66**
Contributions by and distributions to owners						
Dividends	-	-	-	(0.98)	-	(0.98)
Transfer to general reserve	-	-	-	-	-	-
Conversion of compulsorily convertible debentures to equity shares	408.02	-	-	-	-	408.02
Share-based payment	-	-	-	-	-	-
Total contributions by and distributions to owners	**408.02**	-	-	**(0.98)**	-	**407.04**
Balance as at 31 March 2019	**1,188.58**	**(0.04)**	**17.05**	**147.65**	**3.46**	**1,356.70**

C. Other equity (continued)

Rs. in crore

Particulars	Reserves and surplus				Other comprehensive income	Equity attributable to owners of the company
	Securities premium	Capital reserve	General reserve	Retained earnings	Foreign currency translation reserve	
Balance as at 1 April 2019	**1,188.58**	**(0.04)**	**17.05**	**147.65**	**3.46**	**1,356.70**
Total comprehensive income for the year ended 31 March 2020:						
Net profit during the year	-	-	-	(319.00)	-	(319.00)
Movement during the year - Ind AS 116 impact	-	-	-	(101.46)	-	(101.46)
Remeasurement of actuarial gain or losses	-	-	-	1.34	-	1.34
Guarantees received during the year	-	-	-	0.18	-	0.18
Exchange difference arising on translating the foreign operations, net of tax	-	-	-	-	(0.26)	(0.26)
Total comprehensive income	**1,188.58**	**(0.04)**	**17.05**	**(271.29)**	**3.20**	**937.49**
Contributions by and distributions to owners						
Dividends	-	-	-	-	-	-
Transfer to general reserve	-	-	-	-	-	-
Conversion of compulsorily convertible debentures to equity shares	8.43	-	-	-	-	8.43
Total contributions by and distributions to owners	**8.43**	-	-	-	-	**8.43**
Balance as at 31 March 2020	**1,197.01**	**(0.04)**	**17.05**	**(271.29)**	3.20	**945.92**

As per our report of even date attached

For **ASRMP & CO**
Chartered Accountants
Firm Registration No.018350S

for and on behalf of the Board of Directors of
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DIN: 00073670

Sadananda Poojary
Company Secretary
M.No.5223

Place: Bangalore
Date: November 9, 2020

1 Company background

Coffee Day Global Limited ('CDGL' or 'the Company') was originally incorporated as "Amalgamated Bean Coffee Trading Company Private Limited" on 6 December 1993 under the Companies Act, 1956. On 3 February 1997, the status of the Company was changed to a public company and the Company deleted the word "Private" from its name. Subsequently, the Company has changed its name to Coffee Day Global Limited with effect from 20 March 2015.

The registered office of the Company is located in Chikmagalur, Karnataka. The Company is a subsidiary of Coffee Day Enterprises Limited (the 'ultimate holding company').

Coffee Day Global Limited together with its subsidiary entities and a joint venture company is hereinafter referred to as "the

The Group is engaged in the business of retailing of coffee and other products mainly through its chain of outlets under the Cafe and Xpress kiosks formats, under the brand name 'Coffee Day'. The Group also derives its revenue from retail operations from the sale of coffee beans and other related products and services in respect of coffee vending machines. It is also is engaged in coffee business which ranges from procuring, processing and roasting of coffee beans to retailing coffee to domestic and overseas customers.

The Group's consolidated financial statements are approved for issue by the Company's Board of Directors on 09.11.2020

2 Basis of preparation of consolidated financial statements

A Statement of compliance

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act 2013, (the 'Act') and other relevant provisions of the Act.

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.

Details of the Group's accounting policies are included in note 3.

B Functional and presentation currency

Items included in the financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The consolidated Ind AS financial statements are presented in Indian rupee (INR), which is Coffee Day Global Limited’s functional and presentation currency. All financial information presented in Indian rupee has been rounded to the nearest crores unless otherwise indicated.

C Basis of measurement

The consolidated financial statements have been prepared on a historical cost / deemed cost basis, except for the following:

Items	**Measurement basis**
Certain financial assets and liabilities (refer accounting policy regarding financial	Fair value
Derivative financial instrument	Fair value
Share-based payment arrangements	Fair value
Net defined benefit (asset)/ liability less present value of defined obligations	Fair value of plan assets less present value of defined benefit plan

D Current versus non-current classification

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

An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

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

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

E Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes and expenses. Actual results may differ from these estimates.

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.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:

● note 16 (b), 19 (vi): Classification of an item as equity or liability;
● note 3(l): lease classification.

Assumptions and estimation uncertainties

Information about judgements, assumptions and estimations uncertainties in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

● note 3(b), 4, 6 : depreciation method and useful life of items of property, plant and equipment & Other Intangible assets;
● note 3(o), 7: impairment of goodwill;
● note 3(h), 8: impairment of investments;
● note 3(g), 38: provisions and contingencies; key assumptions about the likelihood and magnitude of an outflow of resources;
● note 3(d), 48: measurement of defined benefit obligation - key actuarial assumptions.

F Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Group has an established control framework with respect to the measurement of fair values. The Group engages with external valuers for measurement of fair values in the absence of quoted prices in active markets.

Significant valuation issues are reported to the Group's audit committee. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

- Level 2: inputs other than quoted prices included in 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).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (note 44)
- Disclosures for valuation methods, significant estimates and assumptions (note 44)
- Quantitative disclosures of fair value measurement hierarchy (note 44)

G Basis of Consolidation

Business combinations

Business combinations (other than common control business combinations) on or after 1 April 2015:

As part of its transition to Ind AS, the Group has elected to apply Ind AS 103, *Business Combinations* , to only those business combinations that occurred on or after 1 April 2015. In accordance with Ind AS 103, the Group accounts for these business combinations using the acquisition method when control is transferred to the Holding Company. The consideration transferred for the business combination is generally measured at fair value as at the date the control is acquired (acquisition date), as are the net identifiable assets acquired. Any goodwill that arises is tested annually for impairment (see note 5). The gain on business combination is recognised directly in equity as capital reserve. Transaction costs are expensed as incurred, except to the extent related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships with the acquiree. Such amounts are generally recognised in the consolidated statement of profit and loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured subsequently and settlement is accounted for within equity. Other contingent consideration is remeasured at fair value at each reporting date and changes in the fair value of the contingent consideration are recognised in the consolidated statement of profit and loss.

If a business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in statement of profit and loss or other comprehensive income (OCI), as appropriate.

Business combinations prior to 1 April 2015:

In respect of such business combinations, goodwill represents the amount recognised under the Group's previous accounting framework under Indian GAAP adjusted for the reclassification of certain intangibles.

The acquisition method of accounting is used to account for business combinations by the Group.

Subsidiary companies

Subsidiary companies are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiary companies are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, incomes and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiary companies have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

Foreign subsidiaries

Financial statements of three subsidiary companies incorporated outside India, are drawn up in accordance with the generally accepted accounting principles of the respective countries ('the local GAAP') which have been audited by other auditors duly qualified to act as auditors in those respective countries. For the purpose of preparation of Consolidated Ind AS financial statements, the aforesaid local GAAP financial statements have been restated by the management so that they conform to the generally accepted accounting principles in India.

Joint venture company

Interests in joint venture company are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associate and joint venture companies are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 3 (h) below.

Change in ownership interest

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary companies. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

3 Significant accounting policies

a Revenue recognition

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and Goods and Services Tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of products

Revenue from sale of goods is recognised as and when the customer obtains control of the goods.

Sale of services

Revenue from sale of services is recognised as and when the performance obligation is satisfied.

Franchisee revenue

Revenue from franchisee arrangement consists of sale of coffee products and other related products as well as royalties paid by franchisees to use the 'Coffee Day' brand. Sales of coffee products and other related products are recognized when control in goods is transferred. Royalty revenues are recognized based upon a percentage of reported revenues by the franchisee in accordance with the terms of the relevant arrangement unless significant future contingencies exist.

Sale of import entitlement

Import entitlements, which are primarily provided for shipping a specified cumulative volume or shipping to/from specific locations, are recorded on accrual basis based on actual export revenue for the year and pro-rated based on actual or projected realization of the entitlement. When using realization, we rely on historic trends as well as economic and other indicators to estimate the recorded revenue for import entitlements.

Sale of goods – customer loyalty programme (deferred revenue)

For customer loyalty programmes, the fair value of the consideration received or receivable in respect of the initial sale is allocated between the award credits and the other components of the sale. The amount allocated to award credits is deferred and is recognised as revenue when the award credits are redeemed and the Group has fulfilled its obligations to supply the discounted products under the terms of the programme or when it is no longer probable that the award credits will be redeemed.

Advertisement income

Income from advertising is recognised ratably over the period of the contract and in accordance with the terms and conditions of the contract.

Commodity trading

Gain/ loss from commodity future transactions is settled on a net basis and recognized on accrual basis in the statement of profit and loss.

Other income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

Commodity trading

Gain/ loss from commodity future transactions is settled on a net basis and recognized on accrual basis in the statement of profit and loss.

Other income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

b Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost / deemed cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

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

ii. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated. The building built on leasehold land is classified as building and is amortized over the lease term or the useful life of the building, whichever is lower.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Asset	Management estimate of useful	Useful life as per Schedule II
Building	30 – 60 years	30 – 60 years
Leasehold improvements	Lease term or estimated useful life of 9 years, whichever is lower	Lease term or estimated useful life, whichever is lower
Plant and machinery	12 years	15 years
Office equipment	5 years	5 years
Furniture and	8 - 10 years	10 years
Computers	3 years	3 years
Vehicles	8 years	8 years
Coffee vending machines	7 - 9 years	15 years
Leasehold land	Lease term	Lease term

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the Management believes that its estimates of useful lives as given above best represent the period over which Management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

iv. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

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

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

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

The Group only has software as an intangible asset having a useful life of 3 years.

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

c Inventories

Inventories are measured at the lower of cost and net realisable value. 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.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

d Employee benefits

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the consolidated statement of profit and loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Short-term employee benefit

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, if the Group 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.

Share-based payment transactions

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

e Foreign currency transactions

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences are recognised in the consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI:
- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective
- qualifying cash flow hedges to the extent that the hedges are effective;

As per Ind AS 101, the Group has chosen to avail the exemption of capitalising the exchange difference arising from foreign currency loan taken on or before 31 March 2016 and not recognised in the consolidated statement of profit and loss.

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the Group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

Any goodwill arising in the acquisition/ business combination of a foreign operation on or after 1 April 2015 and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

Any goodwill or fair value adjustments arising in business combinations/ acquisitions, which occurred before the date of transition to Ind AS (1 April 2014), are treated as assets and liabilities of the entity rather than as assets and liabilities of the foreign operation. Therefore, those assets and liabilities are non-monetary items already expressed in the functional currency of the parent and no further translation differences occur.

f Income taxes

Income tax comprises current and deferred tax. It is recognised in the consolidated statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

The company determines the probability of the relevant tax authority accepting each tax treatment that are used or plan to be used in their income tax filing to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (‘MAT’) paid in a year is charged to the consolidated statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as ‘MAT Credit Entitlement’. The Group reviews the ‘MAT credit entitlement’ asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax
Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:
- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

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 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.

g Provisions and contingent liabilities
A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Onerous contracts
A contract is considered to be onerous when the expected economic benefits to be derived by the Group from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Group recognises any impairment loss on the assets associated with that contract.

The disclosure of contingent liability is made when, as a result of obligating events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

h Impairment
(i) Impairment of financial instruments
The Group recognises loss allowances for expected credit losses on:
- financial assets measured at amortized cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Group assesses whether financial assets carried at amortized cost and debt securities at FVOCI are credit-impaired. A financial asset is ‘credit-impaired’ when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for one year or more;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).
In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward- looking information.
The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:
- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is one year or more past due.

Measurement of expected credit losses:
Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet:
Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.
For debt securities at fair value through OCI (FVOCI), the loss allowance is charged to profit or loss and is recognised in OCI.

Write-off
The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) Impairment of non-financial assets:
The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

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

The Group's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

i Earnings per share
The basic earnings per share is computed by dividing the net profit attributable to owner's of the Group for the year by the weighted average number of equity shares outstanding during reporting period.

Diluted earnings per share amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

j Cash and cash equivalents

Cash and cash equivalents in the consolidated balance sheet comprises of cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

k Cash flow statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated.

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

l Leases

i. As a lessee

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At lease commencement date, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements, except for leases with a term of 12 months or less (short-term leases) and low value leases. For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. ROU assets and lease liabilities includes, the options to extend or terminate the lease before the end of the lease term, when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. ROU assets are tested for impairment and recoverable amount is determined on an individual asset basis, if it is a Cash Generating Unit (CGU) in itself, otherwise recoverable amount is determined for the CGU to which it belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. For leases with reasonably similar characteristics, the Company may adopt the incremental borrowing rate for the portfolio as a whole. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment if whether it will exercise an extension or a termination option. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the ROU asset. If the ROU asset balance is not sufficient to cover the adjustment amount, then the remaining balance will be recognised in Statement of profit and loss.

Transition

The company has applied Ind AS 116 on 1st April 2019, using the modified retrospective approach. Therefore the cumulative effect of adopting Ind AS 116 is recognised as an adjustment to opening balance of retained earnings at 1st April 2019, with no restatement of comparitive information.

The following is the summary of practical expedients elected on initial application :

1. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
2. Applied the exemption not to recognize ROU assets and liabilities for leases with less than 12 months of lease term on the date of initial application
3. Excluded the initial direct costs from the measurement of the ROU asset at the date of initial application.
4. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment.

ii. As a lessor

Lease income where the Company is a lessor is recognised as per the terms of leases as the amount is not material.

m Government grants

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

Since the grant compensates the Group for expenses incurred, it is recognised in the consolidated statement of profit and loss as a reduction from the respective expenses on a systematic basis in the periods in which such expenses are recognised.

n Contributed equity

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

o Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained. If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

p Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets: Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at
- amortized cost;
- Fair value through other comprehensive income (FVOCI) – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:
− the asset is held within a business model whose objective is to hold assets 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.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not
designated as at FVTPL:
− the asset 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.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by- investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

ii. Classification and subsequent measurement

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at an individual asset level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

− the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
– how the performance of the portfolio is evaluated and reported to the Group's management;
– the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
– how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
– the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:
− contingent events that would change the amount or timing of cash flows;
− terms that may adjust the contractual coupon rate, including variable interest rate features;
− prepayment and extension features; and
− terms that limit the Group's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss. However, refer note 3(p)(v) for derivatives designated as hedging instruments.
Financial assets at amortized cost	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss. See note 43 for financial liabilities designated as hedging instruments.

iii. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.
The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss. The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in interest rates.

At inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the other equity under ‘effective portion of cash flow hedges’. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

The amount accumulated in other equity is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

vi. Compound financial instruments

Compound financial instruments are those instruments which contains both a financial liability component and an equity component. The option to convert the financial instrument into equity shares of the Group would be with the holder of the

The liability component of a compound financial instrument is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently.

Interest related to the financial liability is recognised in profit or loss (unless it qualifies for inclusion in the cost of an asset). In case of conversion at maturity, the financial liability is reclassified to equity and no gain or loss is recognised.

q Recent accounting pronouncements

There is no notification of new standard or amendments to the existing standards which are applicable from April 1, 2020.

Coffee Day Global Limited

Notes to the consolidated financial statements for the year ended 31 March 2020

4 Property, plant and equipment and capital work-in-progress

Rs in crore

Particulars	Owned									Leased	Total (A)	Capital work-in-progress (B) (refer note iii)	Total (A + B)
	Freehold land	Buildings (refer note i)	Leasehold improvements	Plant and equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Coffee vending machine	Leasehold land (refer note iv)			
Cost or deemed cost:													
Balance as at 1 April 2018	**21.78**	**158.75**	**354.80**	**238.74**	**3.33**	**127.69**	**5.18**	**0.45**	**478.12**	**95.93**	**1,484.77**	**78.19**	**1,562.96**
Additions	12.71	18.98	59.25	36.73	0.30	23.00	2.22	-	143.51	-	**296.70**	187.34	**484.04**
Adjustment (refer note ii(a))	1.13									(1.13)	**-**	-	**-**
Exchange differences on translation of foreign operations (refer note vi)	-	-	(0.31)	(0.31)	(0.03)	(0.14)	(0.02)	-	-	-	**(0.81)**	-	**(0.81)**
Disposals/ capitalisation	-	-	-	(1.25)	-	(0.94)	-	-	-	-	**(2.19)**	(227.55)	**(229.74)**
Balance as at 31 March 2019	**35.62**	**177.73**	**413.74**	**273.91**	**3.60**	**149.61**	**7.38**	**0.45**	**621.63**	**94.80**	**1,778.47**	**37.98**	**1,816.45**
Balance as at 1 April 2019	**35.62**	**177.73**	**413.74**	**273.91**	**3.60**	**149.61**	**7.38**	**0.45**	**621.63**	**94.80**	**1,778.47**	**37.98**	**1,816.45**
Additions	-	0.04	22.07	16.08	0.29	13.61	0.81	-	65.65	-	**118.56**	65.77	**184.33**
Disposals/ capitalisation	-	-	(143.49)	(13.01)	(0.14)	(2.07)	(0.22)	(0.08)	(0.21)	-	**(159.22)**	(85.60)	**(244.82)**
Assets reclassified as assets held for sale	(1.08)	-	(6.75)	(5.60)	(0.59)	(4.04)	(0.41)	-	-	-	**(18.46)**	(12.66)	**(31.13)**
Reclassified to right-of-use assets	-	-	-	-	-	-	-	-	-	**(94.80)**	**(94.80)**	-	**(94.80)**
Balance as at 31 March 2020	**34.54**	**177.77**	**285.57**	**271.38**	**3.17**	**157.11**	**7.56**	**0.37**	**687.07**	**-**	**1,624.55**	**5.49**	**1,630.03**
Accumulated depreciation:													
Balance as at 1 April 2018	-	27.62	177.27	124.52	3.17	55.31	3.73	0.30	143.72	-	**535.64**	-	**535.64**
Adjustment (refer note ii(b))		(3.58)								3.58	**-**		**-**
Depreciation for the year	-	7.10	58.62	28.76	0.19	16.73	1.01	0.04	68.80	1.20	**182.45**	-	**182.45**
Exchange differences on translation of foreign operations (refer note vi)	-	-	(0.29)	(0.27)	(0.02)	(0.08)	(0.02)	-	-	-	**(0.68)**	-	**(0.68)**
Disposals	-	-	-	(1.14)	-	(0.94)	-	-	-	-	**(2.08)**	-	**(2.08)**
Balance as at 31 March 2019	**-**	**31.14**	**235.60**	**151.87**	**3.34**	**71.02**	**4.72**	**0.34**	**212.52**	**4.78**	**715.33**	**-**	**715.33**
Balance as at 1 April 2019	-	31.14	235.60	151.87	3.34	71.02	4.72	0.34	212.52	4.78	**715.33**	-	**715.33**
Depreciation for the year	-	7.53	63.08	36.67	0.53	25.26	1.63	0.04	82.67	-	**217.41**		**217.41**
Disposals	-	-	(134.27)	(6.64)	(0.13)	(0.88)	(0.14)	(0.08)	(0.14)	-	**(142.27)**		**(142.27)**
Reclassified to right-of-use assets	-	-	-	-	-	-	-	-	-	(4.78)	**(4.78)**		**(4.78)**
Assets reclassified as assets held for sale	-	-	(6.30)	(5.53)	(0.79)	(2.82)	(0.39)	-	-	-	**(15.83)**		**(15.83)**
Balance as at 31 March 2020	**-**	**38.67**	**158.11**	**176.37**	**2.95**	**92.58**	**5.82**	**0.30**	**295.05**	**-**	**769.86**	**-**	**769.86**
Carrying amount:													
As at 31 March 2019	***35.62***	***146.59***	***178.14***	***122.04***	***0.26***	***78.59***	***2.66***	***0.11***	***409.11***	***90.02***	***1,063.14***	***37.98***	***1,101.12***
As at 31 March 2020	***34.54***	***139.10***	***127.46***	***95.01***	***0.22***	***64.53***	***1.74***	***0.07***	***392.01***	***-***	***854.69***	***5.49***	***860.17***

Property, plant and equipment and capital work-in-progress (continued)

Notes:

i) Includes building constructed on leasehold land.
ii) a) Freehold Land costing of Rs. Nil (31 March 2019: Rs.1.13 crores) was earlier inadvertently classified under Leasehold Land now reclassified to Freehold Land.
b) Amortisation of Leasehold land earlier inadvertently clubbed under buildings to the extent of Rs. Nil (31 March 2019: Rs.3.58 crores) now reclassified to lease hold land

iii) Capital work in progress
Capital work in progress mainly comprises of coffee vending machine spares.

iv) Finance leases
The carrying value of land held under finance leases as at 31 March 2020 was Rs. Nil (31 March 2019: Rs 94.80 crores). The Company has taken land admeasuring 10.05 acres in Chickamangalur on lease for a period of 99 years on 1 April 1995. The Company had classified the lease as as a finance lease since it has an option to purchase the land at the end of the lease period. However w.e.f. 01.04.2019 the same is reclassified as ROU asset on adoption of Ind AS 116.

v) Security
Property, plant and equipment have been pledged as security by the company against loans taken from banks and financial institutions, as detailed under the notes under "Borrowings".

vi) Represents the effect of translation of assets held by foreign subsidiary companies.

vii) Significant estimates

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life, if any. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

5 Right-of-use assets

Reconciliation of carrying amount for the year ended 31 March 2020:

Rs. in crores

Particulars	Land	Buildings	Total
At April 1, 2019			
Balance as at 1 April 2019	-	-	-
Addition on Ind AS 116 transition adjustment	-	570.34	**570.34**
Reclassification from property, plant & equipment (refer note no.4)	90.02	-	**90.02**
Additions on account of new leases entered during the year	-	21.27	**21.27**
Deletion on termination of leases during the year	-	(79.77)	**(79.77)**
Depreciation	(1.19)	(109.12)	**(110.31)**
Balance as at 31 Mar 2020	**88.83**	**402.73**	**491.56**

Note: Opening balance of prepaid rent/ deferred rent expense on buildings as on 01 April 2019, which were earlier classified under Other current assets and other non current assets have been adjusted to right-of-use assets by Rs.23.12 crores.

6 Intangible assets

Reconciliation of carrying amount for the year ended 31 March 2020 and 31 March 2019:

Rs. in crores

Particulars	Software	Total
Cost or deemed cost:		
Balance as at 1 April 2018	**14.94**	**14.94**
Additions	**11.54**	**11.54**
Deletions	-	-
Balance as at 31 March 2019	**26.49**	**26.49**
Balance as at 1 April 2019	**26.49**	**26.49**
Additions	**2.30**	**2.30**
Deletions	-	-
Balance as at 31 March 2020	**28.79**	**28.79**
Accumulated amortisation		
Balance as at 1 April 2018	**4.46**	**4.46**
Amortisation for the year	**6.92**	**6.92**
Disposals	-	-
Balance as at 31 March 2019	**11.38**	**11.38**
Balance as at 1 April 2019	**11.38**	**11.38**
Amortisation for the year	**9.10**	**9.10**
Disposals	-	-
Balance as at 31 March 2020	**20.48**	**20.48**
Carrying amounts (net):		
As at 31 March 2019	**15.11**	**15.11**
As at 31 March 2020	**8.31**	**8.31**

7 Goodwill

Rs in crore

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Carrying amount at the beginning of the year	17.90	18.57
Exchange differences on translation of foreign operations	-	(0.67)
Impairment of goodwill	(17.90)	-
Carrying amount at the end of the year	**-**	**17.90**

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which goodwill is monitored for internal management purposes, which is not higher than the Group's operating segments. The aggregate carrying amounts of goodwill allocated to each unit are as follows :-

Rs in crore

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Retail operation:		
- Café retail	-	16.85
- Coffee curing	-	1.04
- Coffee testing	-	-
Less: impairment of goodwill in coffee testing	-	-
	-	**17.89**

Café retail:
The recoverable amount of this Cash Generating Unit (CGU) is based on value in use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. These growth rates are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

The key assumptions used in the estimation of the recoverable amount are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Terminal value growth rate of revenue	NA	2.00%
Terminal EBITDA as a % of revenue	NA	28.00%
Pre tax discount rate	NA	15.60%

Management has determined the values assigned to each of the above key assumptions as follows:

Assumption	**Approach used to determining values**
Terminal value growth rate of revenue	This is the weighted average growth rate used to extrapolate revenue beyond the budget period. The rates are consistent with forecasts included in industry reports.
Terminal EBITDA as a % of revenue	Operating EBITDA has been estimated based on expectations of future outcomes taking into account past experience, adjusted for anticipated revenue growth.
Pre-tax discount rate	Reflect specific risks relating to the relevant segments and the countries in which they operate.

The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash generating unit.

Café retail & Coffee testing:
During the year the entire amount of goodwill of Rs.17.90 was impaired.

8 Non current investments

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Unquoted investments		
i) Investment in Equity instruments:		
(a) Investment in Joint venture company and its subsidiaries measured under equity method (fully paid up):		
a) 6,86,000 (31 March 2019: 6,86,000) equity shares of Coffee Day Schaerer Technologies Private Limited of Rs 10 each	-	-
b)2,49,60,001 (31 March 2019 :Nil) equity shares of Coffee Day Consultancy Services Pvt. Ltd. of Rs. 10 each *	19.86	-
c) 1 (31 March 2019 :Nil) equity shares of Coffee Day Econ Pvt. Ltd. of Rs. 10 each	-	-
(ii) Other investments, at cost		
Share application money pending allotment in ONS Ventures SDN. BHD	1.54	1.54
	21.40	**1.54**
Provision for diminution, other than temporary, in the value of investments**	(1.54)	-
	19.86	**1.54**
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate value of unquoted investments	21.40	1.54
Aggregate amount of impairment in value of investments	1.54	-

* During the year M/s.RBL Bank has invoked 1,52,94,118 Equity shares held in M/s.Coffee Day Consultancy Services Private Limited in view of default of repayment of dues to the bank, and the same will be reverted back on repayment of dues to them.

** The provision made for diminution in the value of investment pertains to investment ONS Ventures, Malaysia.

9 Loans

A. Non current loans

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Unsecured, considered good		
Security deposit	71.30	86.30
	71.30	**86.30**

B. Current loans

Particulars	As at 31 March 2020	As at 31 March 2019
		Rs. in Crores
Unsecured, considered good		
Security deposit	2.73	1.07
Staff advances	1.12	2.08
Loans to related parties:		
- joint venture	0.45	-
	4.30	**3.15**

10 Other financial assets

A. Other non-current financial assets

Particulars	As at 31 March 2020	As at 31 March 2019
		Rs. in Crores
Fixed deposit accounts with banks	0.10	-
Margin money deposits with banks	0.46	0.02
	0.56	**0.02**

B. Other current financial assets

Particulars	As at 31 March 2020	As at 31 March 2019
		Rs. in Crores
Export benefit receivable	0.73	4.45
Interest accrued but not due	0.06	0.47
Other advances	1,106.42	5.24
	1,107.21	**10.16**

11 Other assets

A. Other non-current assets

Particulars	As at 31 March 2020	As at 31 March 2019
		Rs. in Crores
Capital advances	32.94	176.80
Advances other than capital advances:		
- deposit with government authorities	0.08	0.07
- taxes paid under protest	10.16	10.25
- supplier advance	1.97	2.11
- prepaid gratuity	0.45	-
- deferred rent expense	1.54	21.69
	47.13	210.92
Less: Provison for doubtful advances	(29.56)	(3.50)
	17.57	**207.42**

B. Other current assets

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Supplier advance	108.75	134.10
Balances with government authorities	-	0.54
Deferred rental expense	0.47	5.92
Prepaid expenses	0.83	1.17
Others	0.16	0.07
	110.21	141.80
Less: Provison for doubtful advances	(46.17)	-
	64.04	**141.80**

12 Inventories

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Stock of raw coffee and packing material	11.53	17.38
Stock of perishables, consumables and merchandise	41.07	56.80
Finished goods of clean and roasted coffee & work in progress	6.43	23.23
	59.03	**97.41**
Carrying amount of inventories (included in above) pledged as securities for borrowings (refer note 19)	59.03	97.10

13 Trade receivables

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables		
Unsecured, considered good	101.96	195.95
Credit impaired	33.65	5.40
	135.61	201.35
Loss allowance		
Credit impaired	(33.65)	(5.40)
	(33.65)	(5.40)
Net trade receivables	**101.96**	**195.95**

All trade receivables are 'current'.

The Company's exposure to credit and currency risks, and loss allowances related to trade receivables is disclosed in note 49.

14 Cash and cash equivalents

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with banks		
- in current accounts	19.02	39.45
- in escrow accounts	0.77	1.80
- in fixed deposit accounts (original maturity less than 3 months)	0.11	415.13
Cash on hand	1.07	5.04
	20.97	**461.41**

15 Bank balances other than cash and cash equivalents

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with banks		
- in fixed deposit accounts with banks*	0.65	4.43
-in margin money deposits with banks	1.34	2.61
	1.98	**7.04**

*includes Rs 0.65 crores (31 March 2019: Rs. 4.43) given as security for loan and overdraft facility availed by the Company and having a maturity of less than 12 months from the balance sheet date.

16 Equity share capital

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Authorised		
2,354,860,635 (31 March 2019: 2,354,860,635) equity shares of Re 1 each	235.49	235.49
	235.49	**235.49**
Issued, subscribed and fully paid up		
191,508,844 (31 March 2019: 190,893,389) equity shares of Re 1 each	19.15	19.09
	19.15	**19.09**

(a) Reconciliation of the number of

Rs. in Crores (except share data)

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of shares	Amount	No of shares	Amount
Number of shares at the beginning of the year	190,893,389	19.09	171,137,567	17.11
Add: Shares issued against convertible debentures	615,455	0.06	19,755,822	1.98
Number of shares outstanding at the end of the year	191,508,844	19.15	190,893,389	19.09

(b) The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The Group has one class of equity shares having a par value of Re 1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts if any, in proportion to their shareholding.

(c) Equity shareholders holding more than 5% of equity shares along with the number of equity shares held at the beginning and at the end of the year is as given below:

Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	% of holding	No of shares	% of holding	No of shares
Coffee Day Enterprises Limited, holding company	82.09%	157,210,924	90.69%	173,127,164
Late V.G.Siddhartha*	5.30%	10,154,826	5.00%	9,539,371

* Shareholder Mr.V.G.Siddhartha demised on 31st July 2019 and the shares are yet to be transmitted to his legal heirs.

(d) The Group has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

(e) Particulars of each class of shares held by holding, ultimate holding, subsidiaries or associates of the holding company or the ultimate holding company:

Rs. in Crores

Particulars	As at 31 March 2019	As at 31 March 2019
Coffee Day Enterprises Limited, holding company	15.72	17.31

17 Compulsorily convertible debentures

Particulars	As at 31 March 2020	As at 31 March 2019
Nil (31 March 2019: Nil) compulsorily convertible debentures of Rs 100 each fully paid up	-	-
	-	-

(a) Reconciliation of the number of compulsorily convertible debentures outstanding at the beginning and at the end of the reporting year:

Rs. in Crores (except share data)

Particulars	As at 31 March 2020		As at 31 March 2019	
	No of debentures	Amount	No of debentures	Amount
Number of compulsorily convertible debentures at the beginning of the year	-	-	41,000,000	410
Less: Converted to equity shares during the year	-	-	41,000,000	410
Number of compulsorily convertible debentures outstanding at the end of the year	-	-	-	-

(b) The rights, preferences and restrictions attaching to compulsorily convertible debentures issued to Coffee Day Enterprises Limited, holding company including restrictions if any:

The Group had one class of compulsorily convertible debentures of Rs 100 per debenture. These debentures were unsecured and carried an interest rate of 0.01% p.a. payable annually. The same were converted into 19,755,822 equity shares of par value of Re 1 during the previous year at a premium of Rs 206.53 per share in the previous year.

(c) Particulars of convertible debentures held by holding , ultimate holding, subsidiaries or associates of the holding company or the ultimate holding company:

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Coffee Day Enterprises Limited, holding company	-	-

(d) Debenture holders holding more than 5% of convertible debentures along with the number of debentures held at the beginning and at the end of the year is as given below:

Name of the debenture holder	As at 31 March 2020		As at 31 March 2019	
	% of holding	No of debentures	% of holding	No of debentures
Coffee Day Enterprises Limited, holding company	-	-	-	-

18 Other equity

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Capital Reserve		
At the commencement of the year	(0.04)	(0.04)
Add: Additions during the year on account of stock option	-	-
	(0.04)	**(0.04)**
Securities premium		
At the commencement of the year	1,188.58	780.56
Add: Additions during the year on conversion of preference shares and compulsorily convertible debentures to equity shares	8.43	408.02
At the end of the year	**1,197.01**	**1,188.58**
General reserve		
At the commencement of the year	17.05	17.05
Add: Movement during the year	-	-
At the end of the year	**17.05**	**17.05**

Particulars	As at 31 March 2020	As at 31 March 2019
Retained earnings		
At the commencement of the year	147.65	107.57
Add: Net profit for the year	(319.00)	40.62
Add: Ind AS 116 transition adjustment	(101.46)	-
Add: Remeasurement of Defined Benefit Plan	1.34	(0.06)
Add: Guarantees received	0.18	0.50
Less : Dividend	-	(0.98)
At the end of the year	**(271.29)**	**147.65**
Other comprehensive income:		
Foreign currency translation reserve		
At the commencement of the year	3.46	2.63
Add/ (less): Exchange difference arising on translating the foreign operations, net of tax	(0.26)	0.83
At the end of the year	**3.20**	**3.46**
	945.92	**1,356.70**

Nature and purpose of other reserves:

Capital reserve:
Capital reserve of a corporate enterprise is not available for distribution of dividend.

Securities premium reserve:
Securities premium reserve is used to record the premium received on issue of shares by the Company. The reserve can be utilised in accordance with the provision of sec 52(2) of Companies Act, 2013.

General reserve:
The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in general reserve will not be reclassified subsequently to profit and loss.

Foreign currency translation reserve:
The translation reserve comprise all foreign currency differences arising from the translation of the financial statements of foreign operations, as well as the effective portion of any foreign currency differences arising from hedges of a net investment in a foreign operation.

Retained earnings
The cumulative gain or loss arising from the operations which is retained by the Company is recognised and accumulated under the heading of retained earnings. At the end of the period, the profit after tax is transferred from the statement of profit and loss to the retained earnings account. The cumulative gain or loss arising on the actuarial valuation on remeasurements of defined benefit plan is recognised and accumulated under the heading of actuarial gains and losses reserve, as part of retained earnings. Items included in actuarial gain or loss reserve will not be reclassified subsequently to profit and loss.

19 Borrowings

A. Non-current borrowings

Rs. in Crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Secured:		
Term loans		
- from banks		
- Rabobank International [refer note 19(i)]	-	24.14
- Rabobank International [refer note 19(ii)]	177.24	165.80
- Yes Bank [refer note 19(iii)]	13.62	14.67
- from other parties		
- Deutsche Investitions-Und Entwicklungsgesellschaft MBH ('DEG') [refer note 19(iv)]	109.58	124.24
Unsecured:		
Impact HD, Japan (formerly Media Flag - Japan) [refer note 19(v)]	77.62	-
Compulsorily convertible debentures issued to FMO [refer note 19(vi)]	-	-
Lease Liability [refer note no.44]	450.38	-
	828.43	**328.85**

B. Current borrowings

Rs. in Crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Secured:		
Loan repayable on demand		
- from banks		
- bank overdraft		
- Karnataka Bank Limited [refer note 19(ix)]	89.72	0.57
- IndusInd Bank [refer note 19(x)]	25.43	-
- HSBC [refer note 19(xi)]	4.99	10.00
- Kotak Mahindra Bank Ltd [refer note 19(xii)]	52.14	13.95
- Rathnakar Bank (RBL Bank Ltd) [refer note 19(xiii)]	30.06	29.88
- Yes Bank Limited [refer note 19(xiv)]	126.23	51.48
- packing credit loan from banks		
- Karnataka Bank Limited [refer note 19(ix)]	40.90	47.46
- IndusInd Bank [refer note 19(x)]	49.97	24.15
- bill discounting facility from banks		
- Karnataka Bank Limited [refer note 19(ix)]	-	17.93
- IndusInd Bank [refer note 19(x)]	-	8.96
Short term loan		
- IndusInd Bank [refer note 19(x)]	5.45	85.00
- Rathnakar Bank (RBL Bank Ltd) [refer note 19(xiii)]	91.37	94.63
Unsecured loan		
-Tanglin Development Ltd - inter-corporate deposit [refer note 19(xvi)]	67.67	-
	583.91	**384.00**

Information about Company's exposure to interest rate, foreign currency and liquidity risks is included in note 49.

Notes:

(i) **From Rabobank International, Hong Kong - amounting to: Rs 74.75 crores (31 March 2019: Rs 66.41 crores) - including current maturities of non-current borrowings**

Secured by
- Personal guarantee of Late Mr. V. G. Siddhartha;
- Charge on specific movable assets of the Company; and
- First ranking equitable mortgages on the following immovable properties–
  - o Land and building located in Hassan, owned by the Company with a carrying amount of Rs.1.93 crores (31 March 2019 : Rs.1.97 crores); and
  - o Land located in Palace Road, Bangalore owned by the Company with a carrying amount of Rs 7.9 crores as at 31 March 2020 (31 March 2019: Rs 7.9 crores).
- Second ranking equitable mortgage on the land and buildings of the Corporate Headquarters of the Company located at Vittal Mallya Road, Bangalore with a carrying amount of Rs 112.41 crores as at 31 March 2020 (31 March 2019: Rs 118.17 crores)

Loan from Rabobank International, Hong Kong carries a floating interest rate of LIBOR plus 3.5% margin p.a and is repayable in 8 biannual installments commencing from February 2017.

The company has defaulted in repayment of principal balance of USD 0.6 crores (Rs.45.49 crores) (31 March 2019: Rs. Nil). The company has also defaulted in interest payment of Rs.3.21 crores (31 March 2019: Rs. Nil).

(ii) **From Rabobank International, Hong Kong - amounting to: Rs 196.19 crore (31 March 2019: Rs. 173.45 crores) - including current maturities of non-current borrowings**

Secured by
- First ranking pari pasu mortgages on the following immovable properties–
  - o land and buildings of the Corporate Headquarters of the Company located at Vittal Mallya Road, Bangalore with a carrying amount of Rs 112.41 crores as at 31 March 2020 (31 March 2019: Rs 118.17 crores)
  - o Land located in Palace Road, Bangalore owned by the Company with a carrying amount of Rs 7.9 crores as at 31 March 2020 (31 March 2019: Rs 7.9 crores).
  - o Land and building located in Hassan, owned by the Company;
- Charge on specific movable assets of the Company
- Personal garuntee of Late Mr. V.G.Siddhartha

Loan from Rabobank International, Hong Kong carries a floating interest rate of LIBOR plus 3.85% margin p.a and is repayable in 8 biannual installments commencing from October 2019.

The company has defaulted in repayment of principal balance of USD - 0.06 crores (Rs.4.74 crores) (31 March 2019: Rs. Nil). The company has also defaulted in interest payment of Rs.9.62 crores (31 March 2019: Rs. Nil).

(iii) **From Yes Bank amounting to: Rs.14.59 crore (31 March 2019: 16.27) - including current maturities of non-current borrowings**

Secured by
- Charge on all current assets of Vending Division
- Charge over Vending Machines installed across India
- Personal Garuntee of Late. Mr.V.G. Siddhartha

The loan carries a floating interest rate of 6 months MCLR plus 2.95% margin p.a. which is repayable in 40 quarterly installments with repayment dates to be April 1st, July 1st, October 1st and Jan 1st of every year starting from July 1st 2018.

(iv) **From Deutsche Investitions-Und Entwicklungsgesellschaft MBH ('DEG') - amounting to: Rs 142.98 crore (31 March 2019: 135.12 crore)**

Secured by
- Personal guarantee of Late Mr. V. G. Siddhartha;
- First ranking mortgage on the following immovable properties–
  - o Land and building located in Hassan, owned by the Company with a carrying amount of Rs.1.93 crores (31 March 2019 : Rs.1.97 crores) ;
  - o Land located in Palace Road, Bangalore owned by the Company with carrying amount of Rs.7.9 crores (31 March 2019 Rs.7.9 crores) ; and
  - o Charge on all movable assets of the Company.

Loan from DEG carries a floating interest rate of 6 months EURIBOR plus 2.97% margin p.a and is repayable in 12 biannual installments with effect from November 2019.

The company has defaulted in repayment of principal balance of EURO - 0.135 crores (Rs.10.87 crores) (31 March 2019: Rs.Nil). The company has also defaulted in interest payment of Rs.2.13 crores.

(v) **From Impact HD, Japan (formerly MediaFlag, Japan) - amounting to: Rs 77.62 crore (31 March 2019: Rs. Nil) - including current maturities of non-current borrowings**
- The loan is an unsecured loan
- Repayment after 10 years from the date of loan
- The loan carries an interest rate of 2.5% p.a. payable bi-anually

The company has defaulted in interest payment of Rs.1.31 crores (31 March 2019: Rs. Nil). Consequently the company has also defaulted in repayment of the principal amount of Rs.76.31 (31 March 2019: Rs. Nil).

(vi) **Compulsorily convertible debentures issued to FMO - amounting to: Rs 16.98 crore (31 March 2019: Rs 26.61 crore) - including current maturities of non-current borrowings**

These debentures carry interest rate of 14.5% p.a. payable bi-annually.

The debentures shall be converted into equity shares on earlier of the following dates:
- Mandatory conversion date i.e. date falling 10 years after the issue of debentures (i.e., 30 March 2010);
- Optional conversion date i.e. dates falling 66 months, 72 months, 78 months, 84 months, 90 months, 96 months, 102 months and 108 months from the closing date (i.e. 30 March 2010);
- In the event of IPO, the latest permissible date up to which the debentures can remain outstanding under local laws; and
- At the investors option upon the occurrence of an event of default.

The number of equity shares arising upon conversion will result in 2.85% of total issued and paid up equity share capital of the Company on a fully diluted basis on the date of issue of debentures.

During the year, the holders sold 8,48,786 (31 March 2019: Nil) Compulsorily Convertible Debentures (CCDs) to the promoter V.G. Siddhartha, subsequent to which the CCDs were converted to 6,15,455 (31 March 2019: Nil) equity shares of Re 1 each as per the original terms of agreement.

The company is in the process of extending the term of the loan to 31.03.2021. The company has defaulted in interest payment of Rs. 4.27 crores (31 March 2019: Rs. Nil).

(vii) **Compulsorily convertible debentures in descending order of conversion/ redemption:**

Particulars	**Convertible into**	**Conversion/ maturity**	**Conersion / maturity**	**Earliest date of conversion/**
Compulsorily convertible debentures issued to FMO	Equity share	Conversion	Conversion	Refer 19(vi) above

(viii) The aggregate amount of long-term borrowings including current maturities secured by personal guarantee of Managing Director and relatives of Managing Director amounts to Rs 527.38 crores as at 31 March 2020 (31 March 2019: 417.95 crores)

(ix) **From Karnataka Bank Limited (includes bank overdraft, bills discounting and packing credit loan account) –**

Secured by
- Hypothecation of stocks of coffee beans located at Chikmagalur and advance paid to planters;
- Hypothecation of goods covered under export bills;
- Hypothecation of machinaries acquired under LC and 10% Cash margin
- Hypothecation of Stock of Cafes
- Further, the loan is collaterally secured by -
  - Deposit of title deeds of a property belonging to a relative of Promoter;
  - Personal guarantee of Promoter and relatives of Promoter; and
  - Promissory note provided by the Company and the Promoter.
  - Land measuring 4 acres 26 guntas belonging to the Company situated at Chikamagalur with a carrying amount of Rs.12.85 crores (31 March 2019: 12.85 crores) and sites measuing 49168 sq.ft. belonging the Company with a carrying amount of Rs.10.77 crores (31 March 2019: 10.77 crores)

- Equitable mortagage on 10.01 acres of land belonging group company sitatuated at Ullal Village, Mangalore

The credit facilities are overdue as on the balance sheet date. Further the lender has classified the company's accounts as non-performing assets on 30.06.2020 and the credit facilities are recalled vide letter dated 23.07.2020.

(x) **From IndusInd Bank (includes Short term Loan, overdraft account, bills discounting and packing credit loan account)**

Secured by
- Exclusive charge on identified coffee estates of about 322 acres valued not less than Rs.64 crores
- NDU/POA of shares of Coffee Day Enterprises Ltd worth of Rs.40 crores (0.35x of the facility amount outstanding) to transfer of shares to IBL's DP account and create pledge of CDEL Shares
- Hypothecation of Certain earmarked assets of the cafes and stock of Coffee at Hassan earmarked for export and advance paid to planters
- Personal guarantee of Late Mr. V G Siddhartha.

The Short term loan is repyable in 6 equal monthly installments of Rs.19.17 crores each begining at the end of 6th month from the date of first drawdown.

The credit facilities are classified as non-performing assets by the lender w.e.f 30 June 2020.

(xi) **From HSBC (bank overdraft)**
Secured by
 Exclusive charge over movable assets, both present and future of the Company's outlets (café's) with asset cover of 1.75x.
 Personal Guarantee of Late. Mr.V.G.Siddhartha

(xii) **From Kotak Mahindra Bank Limited (bank overdraft)**
Secured by
 Exclusive charge over movable fixed assets perataining to cafes and xpress kiosks with a minimum cover of 1.25x.
 Personal Guarantee of Late Mr. V.G.Siddhartha
 Corporate Guarantee of group company
 Equitable mortagage by way of 1st charge on 5 acres 75 cents of land belonging group company sitatuated at Jeppu, Mangalore.
The lender has recalled the amounts due to it vide letter dated 26.09.2019.

(xiii) **From Rathnakar Bank Limited (Includes Bank Overdraft and Short term loan)**
Secured by
 Charge on Current assets including Stock and Book debts of Xpress division.
 Charge on specific vending machines with minimum cover of 1.2x times
 Personal guarantee of Late Mr. V. G. Siddhartha
 Pledge of listed shares of Coffee Day Enterprises Ltd held by Mr. V.G. Siddhartha to the extent of 2x times of Facility
 Receivables with benefits of all securities,interest becoming due and benefits of the same
Short term loan is repayable in three months from the date of drawdown.
During the year the company has pledged the 1,52,94,118 shares of Coffee Day Consultancy Services Pvt. Ltd. held by it. The same is invoked by the lender due to default in repayment of dues to it.
The credit facilities are classified as non-performing assets by the lender w.e.f 11.02.2020.

(xiv) **From Yes Bank Limited (includes Bank overdraft)**
Secured by
 Charge on all current assets of vending division (minimum cover of 1x)
 Personal guarantee of Mr.V. G. Siddhartha

(xv) The aggregate amount of current borrowings secured by personal guarantee of Managing Director and relatives of Managing Director amounts to Rs 516.25 crores as at 31 March 2019 (31 March 2019: 384 crores).

(xvi) **From Tanglin Developments Limited (inter-corporate deposit)**
- The deposit is repayable on demand.
- The deposit does not carry any interest.

xvii) Late Mr.V.G.Siddhartha has demised on 31st July 2019. The lenders have not made any changes to the terms with respect to his personal guarantee for the above loans, whereever applicable.

20 Other financial liabilities

A. Other non-current financial liabilities

Rs. in Crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Others		
- deposits from customers	95.88	62.47
	95.88	**62.47**

B. Other current financial liabilities

Rs. in Crores

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Current maturities of long-term debt*		
- from banks		
- Rabobank International [refer note 19(i)]	74.75	42.27
- Rabobank International [refer note 19(ii)]	18.96	7.66
- Yes Bank [refer note 19(iii)]	0.97	0.15
- from other parties		
- Deutsche Investitions-Und Entwicklungsgesellschaft MBH ('DEG') [refer note 19(iv)]	33.41	12.41
- debentures		
- Compulsorily convertible debentures issued to FMO [refer note 19(vi)]	21.25	26.62
Lease Liability [refer note no.44]	83.35	-
Others:		
- accrued salaries and benefits	14.39	16.92
- creditors for capital goods	30.43	7.17
- creditors for expenses	43.02	17.41
- book overdraft	26.64	0.69
- deposits from customers	40.82	35.53
	387.98	**166.82**

* The details of interest rate, repayment terms, nature and value of securities furnished and guarantees given are disclosed under note 19.

21 Provisions

A. Non-current provisions

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
- gratuity (refer note 48)	0.01	2.80
	0.01	**2.80**

B. Current provisions

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for employee benefits		
- compensated absence	6.24	2.86
- gratuity (refer note 48)	0.16	-
	6.40	**2.86**

(i) Movements in provision:

Rs in crore

Particulars	Gratuity	Compensated absences
Balance at 1 April 2018	3.19	1.86
Additional provision recognised	3.72	1.00
Reduction arising from payments	(4.11)	-
Balance at 31 March 2019	**2.80**	**2.86**
Balance at 1 April 2019	2.80	2.86
Additional provision recognised	0.79	3.38
Reduction arising from payments	(3.75)	-
Balance at 31 March 2020	**(0.16)**	**6.24**

22 Other liabilities

A. Other non-current liabilities

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Others		
- rent equalisation reserve	-	10.30
- financial guarantee obligation	-	0.16
	-	**10.46**

B. Other current liabilities

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Statutory dues	8.18	9.29
Rent equalisation reserve	-	1.80
Others		
- advance payments towards unexpired gift vouchers	1.41	1.75
- advance from customers	1.08	0.18
- subsidy advance (refer note 41)	1.37	0.21
	12.05	**13.23**

23 Trade payables

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Total outstanding dues to micro and small enterprises	-	-
Total outstanding dues of creditors other than micro and small enterprises	171.58	9.91
	171.58	**9.91**

All trade payables are 'current'.
The Company's exposure to currency and liquidity risks related to trade payables is disclosed in Note 49.

Dues to Micro, small and medium enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 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. Accordingly, the disclosure in respect of the amounts payable to such enterprises as on reporting date has been made in the financial statements based on information received and available with the Company. The Company has not received any claim for interest from any supplier under the said Act. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
(a) (i) Principal	-	-
(ii) Interest	-	-
(b) The amount of interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during the year*;		
(i) Interest	-	-
(ii) Payment	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) The amount of interest accrued and remaining unpaid at the end of the year	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

* No interest has been paid by the Company during the year.

24 Current tax liabilities

Rs. in Crores

Particulars	As at 31 March 2020	As at 31 March 2019
Opening balance	4.72	17.28
Add: Current tax payable for the year	-	26.79
Less: Tax paid during the year	9.12	(39.35)
Closing balance	**(4.40)**	**4.72**

25 Assets held for sale and liabilities associated with assets held for sale

Particulars	As at 31 March 2020	As at 31 March 2019
Assets held for sale		
Land at Hassan	1.08	-
Tea bagging units	12.29	-
Assets of A N Coffeeday International	0.00	-
Assets of Coffee Day Gastronomie Und Kaffeehandles GmbH	2.32	-
Assets of Coffee Day CZ a.s	3.22	-
	18.92	-
Less: Impairment	2.46	-
	16.46	**-**
Liabilities associated with assets held for sale		
Advance received for sale of land at Hassan	9.32	-
Liabilities of A N Coffeeday International	0.44	-
Liabilities of Coffee Day Gastronomie Und Kaffeehandles GmbH	3.18	-
Liabilities of Coffee Day CZ a.s	4.70	-
	17.65	**-**

26 Revenue from operations

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Sale of products		
- Sale of coffee beans	239.07	398.01
- Sale of food, beverages and other items	1,208.79	1,331.98
- Sale of merchandise items	51.61	69.51
Service income	127.25	113.78
Other operating revenue		
- Advertisement income	20.38	57.68
- Sale of import entitlements	7.23	14.33
- Gain/ (loss) from commodity futures, net	(9.17)	(6.10)
Less: quality claims	(1.38)	(0.69)
Less: sales tax / GST	(95.23)	(104.63)
Less: trade discounts	(39.84)	(78.52)
	1,508.72	**1,795.35**

27 Other income

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest income	12.21	24.66
Interest on income tax refund	-	0.96
Rental income	0.69	0.37
Forex exchange gain, net	-	4.09
Commission income	0.15	0.82
Gain on termination of Lease Contract	29.67	-
Others	6.92	4.05
	49.64	**34.95**

28 Cost of materials consumed

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Opening stock of raw coffee, packing materials, perishables, consumables and merchandise	74.18	62.63
Purchases		
- Purchase of coffee beans	304.25	430.03
- Purchase of perishables, consumables and packing materials	367.78	321.61
- Purchase of merchandise items	12.51	24.64
Stock transfer of F&G division (refer note no. 42)	(4.57)	-
Closing stock of raw coffee, packing materials, perishables, consumables and merchandise	(52.60)	(74.18)
	701.55	**764.73**

29 Changes in inventories of finished goods and work-in-progress

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Opening stock		
Finished goods & Work-in-progress	22.93	18.63
(b) Closing stock		
Finished goods & Work-in-progress	6.43	22.93
	16.50	**(4.30)**

30 Employee benefits expense

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salaries and wages	195.58	223.58
Contribution to provident and other funds	22.28	24.67
Staff welfare expenses	7.03	2.11
	224.89	**250.36**

31 Finance costs

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest expense	206.61	77.06
Other borrowing costs	5.78	3.83
	212.39	**80.89**

32 Depreciation and amortization expense

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Depreciation of property, plant and equipment (refer note 4)	216.68	181.28
Depreciation of right-of-use assets (refer note5)	110.31	-
Amortization of intangible assets (refer note 6)	9.10	6.92
	336.09	**188.20**

33 Other expenses

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Rent (refer note 44)	76.11	248.56
Transportation, traveling and conveyance	81.34	81.42
Power and fuel	59.84	31.04
Café housekeeping and maintenance	21.33	18.95
Brokerage and commission	18.73	17.76
Grinding and curing charges	3.49	7.18
Subcontracting charges	52.52	17.95
Repairs and maintenance		
- buildings	0.02	0.07
- machinery	20.69	11.58
- others	10.48	3.58
Freight and handling charges	3.40	5.09
Legal and professional fees (refer note 33B)	6.09	5.82
Advertising and sales promotion	18.81	5.38
Rates and taxes	4.44	4.27
Communication expenses	12.19	4.03
Office maintenance and utilities	6.06	3.55
Insurance	1.26	1.60
Printing and stationery	1.80	1.54
Loss on sale of assets, net	0.08	-
Expenditure on corporate social responsibility (refer note 33C)	0.08	0.77
Donation	0.51	-
Provision for Supplier Advances	46.17	-
Provision for doubtful debts	28.24	1.40
Provision for doubtful Advance *	26.06	3.50
Impairment of Assets held for sale *	2.46	-
Provision for diminution in value of investment *	1.54	-
Goodwill on consoldiation impaired *	17.90	
Miscellaneous	3.75	3.72
	525.40	**478.76**

* Refer note 43

33B Auditor's remuneration (included in legal and professional charges and excludes goods and service tax)

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
As auditor		
- for statutory audit	0.50	0.30
Reimbursement of expenses	-	-
	0.50	**0.30**

33C Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(a) Amount required to be spent by the company during	1.32	0.83
(b) Amount spent during the year for:		
(i) Construction/ acquisition of any asset	-	-
(ii) On purposes other than (i) above	0.08	0.77

34 Profit / (Loss) from discontinued operations

Rs. in Crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from operations	11.89	18.57
Other income	0.19	0.15
	12.07	**18.72**
Purchase of traded goods	2.02	2.75
Changes in inventories of finished goods and work-in-progress	(0.01)	0.08
Employee benefits expense	6.00	9.06
Finance cost	0.12	0.24
Depreciation and amortization expense	0.74	1.17
Other expenses	8.55	12.09
	17.42	**25.40**
Loss for the year	**(5.35)**	**(6.68)**

Profit / (Loss) from discontinued operations pertaining to previous year also reclassified in line with current year presentation in compliance with Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations"

35 Income tax

A. Amounts recognised in statement of profit and loss

Rs. in crores

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Current income tax:		
Current income tax charge	(0.05)	27.42
Adjustments in respect of current income tax of previous years	-	(0.63)
	(0.05)	**26.79**
Deferred tax:		
Attributable to -		
Origination and reversal of temporary differences	(149.87)	(2.42)
	(149.87)	**(2.42)**
Income tax expense reported in the statement of profit or loss	**(149.92)**	**24.37**

B. Income tax recognised in other comprehensive income

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Effective portion of gains and losses on hedging	-	-
Net gain on remeasurement of defined benefit liability	(0.72)	-
Income tax charged to OCI	**(0.72)**	**-**

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

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Accounting profit before income tax		
- from continuing operations	(458.46)	71.67
- from discontinued operations	(5.35)	(6.68)
Current-year losses of subsidiary companies	0.13	8.00
Adjusted profit before tax	(463.68)	72.99
Indian Statutory Tax rate	**34.94**	**34.94**
Tax at India's Statutory tax rate	(162.01)	25.50
Impact non-deductible expenses for tax purposes	0.36	-
Others	11.73	(1.13)
Income tax expense	**(149.92)**	**24.37**

D. Deferred tax

Deferred tax relates to the following:

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Deferred tax assets/ (liabilities)		
Excess of depreciation allowed under Income Tax Act, 1961 over depreciation as per books	21.75	6.88
Borrowings	(1.04)	(1.42)
Security deposit	6.85	1.06
Employee benefits	2.18	1.00
Rent straight lining	-	4.23
Provision for doubtful debts / advances	20.68	3.11
Right to use assets & lease liability - IndAS 116	45.78	-
Current year tax losses	122.30	-
Deferred tax assets/ (liability)	**218.51**	**14.86**

The company has incurred loss during the year. However, the company is confident of turning around things by taking various decisions including closure of non profitable cafes and supported by increase in average sales per day etc. Accordingly, the company is of the opinion that the company will earn sufficient profit in coming years which are sufficient to set off the losses. Under these circumstances the deferred tax asset is created to the extent there is a reasonable certainty of recovery of the same.

36 Operations and major events

The Board of Director of the Holding Company at their meeting held on 30 August 2019 appointed Mr. Ashok Kumar Malhotra, retired DIG of Central Bureau of Investigation (CBI) who is assisted by Agastya Legal LLP lead by its senior partner Dr. M R Venkatesh and other professionals as decided by Mr. Ashok Kumar Malhotra to investigate the circumstances leading to the statements made in the letter of the former Chairman late V. G. Siddhartha and to scrutinise the books of accounts of the Holding Company and its subsidiaries. The investigation is concluded and the report has been adopted in the board meeting of the holding company held on 24.07.2020. In the synopsis of the report attention is drawn towards the amount recoverable by various subsidiaries (including Coffeeday Global Limited) of the holding compamy from M/s.Mysore Amalgamated Coffee Estates Limited (MACEL).

The company noted the same and forwarded it to the Board of MACEL and have asked them to provide the company with a repayment plan within 15 days for the amount due.

The board of holding company authorised its Chairman to appoint an ex-judge of the Hon'ble Supreme Court or the Hon'ble High Court, or any other person of eminence, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

In the background of above the Board of Directors of holding company M/s.Coffeeday Enterprises Limited, in the board meeting held on 21.08.2020, appointed Retired Hon'ble Justice Sri.K.L.Manjunath, former Judge of Hon'ble High Court of Karnataka, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters.

The holding company M/s.Coffeeday Enterprises Ltd vide its letter dated 21.08.2020 has made a Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015 to the National Stock Exchange of India Ltd, Manager – Listing, and Bombay Stock Exchange Limited, that the company has appointed Retired Hon'ble Justice Sri.K.L.Manjunath former Judge of Hon'ble High Court of Karnataka to suggest and oversee actions for recovery of dues from Mysore Amalgamated Coffee Estates Ltd. The management has decided to make a provision, if required, on the outstanding amount receivable from M/s.Mysore Amalgamated Coffee Estates Ltd of Rs.1,208.30 crores (including due to joint ventures) only after the receipt of report from Justice K L Manjunath.

37 Impact of COVID-19

During the year there is outbreak of pandemic COVID-19 across the globe including India, and caused casualties. This also has prompted nations to go under lockdown, and has impacted the economy as a whole. India is also under complete lock down from last week of the financial year 2019-20 and continued in the financial year 2020-21. The lock down has been extended from time to time with variations.
The extent to which the COVID-19 will impact the financial statement, mianly in respect of trade recivables, is dependent upon future events, which are highly uncertain, including among other things any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread and mitigate its impact whether government mandated or elected by the group. Further the management is confident of resuming the operational units to its full capacity in gradual manner over a period of time and do not forsee any threat to the going concern of the group.

38 Contingent liabilities and commitments (to the extent not provided for)

Rs. in crore

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Contingent		
Claims against the Company not acknowledged as debt in respect to income tax matter, service tax and value added tax matters (refer note i and ii)	135.67	70.22
Commitments:		
Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	-	10.17

Notes:

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

ii) The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. Based on the advice from the Group's legal counsel, management does not expect the outcome of these proceedings to have a materially adverse effect on its financial position. The Company does not expect any reimbursements in respect of the above contingent liabilities.

iii) The company was subjected to search u/s 132 of the Income tax act, 1961. The company has filed the returns of income in response to notice u/s 153A of the act. In December 2019, the assessment has been concluded for AY 2012-13 to AY 2018-19. And demand of total amount of Rs.28.82 crores (Rs. 40.08 crore before section 154 effect) is raised in respect of Income tax search assessments, only in respect of AY 2012-13, AY 2015-16, AY 2016-17, AY 2017-18 & AY 2018-19. Addition in assessment is not related to search materials but is on account of additional depreciation claim and disallowance u/s 14A of the act. The company has filed appeal against the assessment orders before Commissioner of Income Tax (Appeals) - 11, Bangalore. The additions are similar which were added in regular assessment orders u/s 143(3) of the Act in AY 2013-14 and AY 2014-15 wherein relief is given by the Commissioner of Income Tax (Appeals) and upheld by the Income Tax Appellate Tribunal. In view of this the company expects full relief in the appeal and contends that there will be no enforceable demand.

39 Earnings per share (EPS)

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

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

(i) Reconciliation of earnings used in calculating earnings per share:

Rs. in crore (except per share data)

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
From continuing operations:		
Profit for the year from continuing operations as per statement of profit and loss	(313.64)	47.30
Net profit for basic earnings per share	**(313.64)**	**47.30**
Net profit for diluted earnings per share	**(313.64)**	**47.30**

(ii) Reconciliation of basic and diluted shares used in computing earnings per share –

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Number of equity shares at the beginning of the year	190,893,389	171,137,567
Add: Weighted average number of equity shares issued during the year:		
- Due to conversion of debentures	487,305	15,912,909
Number of weighted average equity shares considered for calculation of basic earnings per share	**191,380,694**	**187,050,476**
Add: Dilutive effect of convertible debentures	-	-
Number of weighted average equity shares considered for calculation of diluted earnings per share	**191,380,694**	**187,050,476**

For the year ended 31 March 2020 16,97,570 (March 2019: 25,46,355) compulsorily convertible debentures issued to FMO which are convertible into 12,30,910 (31 March 2019: 18,46,365) equity shares were not included in the calculation of diluted weighted average number of equity shares as their effect would have been anti-dilutive.

(iii) Earnings per share:

- Basic (Rs.)	(16.39)	2.53
- Diluted (Rs.)	(16.39)	2.53

40 Segment information

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, Managing Director of the Group has been identified as the Chief Operating Decision Maker (CODM). The Chief Operating Decision Maker evaluates the Group performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz. Production, procurement and export division and retail operations as its operating segments.

The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the significant policies.

Certain items are not specifically allocable to individual segments as the underlying services are used interchangeably. The Group, therefore, believes that it is not practicable to provide segment disclosures relating to such items, and accordingly such items are separately disclosed as unallocated.
Unallocable expenses comprises of finance cost and certain other corporate costs. Unallocable income comprises of interest income and other income.

(i) Segment revenue:

Rs in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from external customers:		
Production, procurement and export division	241.35	347.12
Retail operation	1,403.80	1,632.07
Inter-segment revenue:		
Production, procurement and export division	0.07	0.70
Retail operation	-	-
Total segment revenue	**1,645.23**	**1,979.89**
Reconciling items:		
- taxes and discounts on sales	(136.44)	(183.84)
- inter-segment revenue	(0.07)	(0.70)
Total revenue as per statement of profit and loss	**1,508.72**	**1,795.35**

(ii) Segment results:

Rs in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Production, procurement and export division	(105.43)	6.50
Retail operation	195.45	335.67
Total segment results	**90.02**	**342.17**
Reconciling items:		
- depreciation	(336.09)	(189.37)
- finance cost	(185.92)	(71.03)
- foreign exchange loss considered as finance cost	(26.48)	(10.10)
- share of loss of joint ventures accounted for by the equity method	(5.10)	-
Profit before tax as per statement of profit and loss	**(463.56)**	**71.67**
Income tax expense	149.92	(24.37)
Profit after tax as per statement of profit and loss	**(313.64)**	**47.30**

Note:
Since, the information about segment assets and segment liabilities are not provided to the CODM for his review, the Group has not presented such information as a part of its segment disclosure which is in accordance with the requirements of Ind AS 108.

Geographical information

(i) Segment Revenue:

Rs in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue from external customers:		
- India	1,386.77	1,535.91
- Europe	109.64	239.35
- Other foreign countries	12.31	20.09
Total segment revenue	**1,508.72**	**1,795.35**

(ii) Segment non-current assets

Particulars	As at 31 March 2020	As at 31 March 2019
- India	1,397.48	1,340.05
- Europe	-	3.04
Total	**1,397.48**	**1,343.09**
Reconciling items:		
- deferred tax assets	218.51	14.86
- non-current financial assets	71.86	86.32
- Other tax assets	0.74	0.71
Total non-current assets	**1,688.59**	**1,444.98**

Revenue from major products and services

The Group's revenue from continuing operations from its major products or services are as follows:

Rs in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Sale of coffee beans	239.07	398.01
Sale of food, beverages and other items	1,208.79	1,353.24
Sale of merchandise items	51.61	69.51
Service income from vending machines	127.25	113.78

Information about major customers

The Group does not derive more than 10% of it's revenues from any single customer.

41 Government grant

The Group is entitled to receive grant from various State Governments under Deen Dayal Upadhyaya Grameen Kaushalya Yojana (erstwhile Aajeevika Skills Development Programme) launched by the Ministry of Rural Development (MoRD), Government of India, towards providing training facilities. As at 31 March 2020, the Company has received cumulatively, total grant of Rs. 13.72 crore (31 March 2019: Rs.13.16 crore).

The Group has incurred a cost of Rs. 1.57 crores (excl. refund of service tax paid in earlier years) (Previous year: Rs.6.06 crore) under various expense heads. The said expenses has been reduced from the proceeds of this grant.

The unutilised amount of of the total grant received as at 31 March 2020 is Rs. 1.37 crore (31 March 2019: 0.21 crore).

Rs. in crore

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Rates and taxes*	(1.65)	0.84
Rent	0.69	3.14
Staff welfare expenses	0.69	1.88
Printing and stationery	-	-
Transportation, traveling and conveyance	0.02	0.01
Power and fuel	0.04	0.05
Legal and professional fees	0.09	0.03
Repairs and maintenance - buildings	0.04	0.06
Others	-	0.05
	(0.08)	6.06
Less: Expenditure from Internally generated funds	0.53	2.96
Service charges and tax deducted at source on grant sanctioned	-	0.58
	0.53	3.54
	(0.60)	**2.52**

* Service tax paid in respect of sanction amount received in earlier years has been refunded by the department to the extent of Rs.1.65 crores (31 March 2019 : Nil).

42 The Group was operating F&G division which is in the business of selling coffee powder and its variants through retail outlets and franchisees. During the month of April 2019, the company has entered into Business Transfer Agreement with Coffee Day Econ Private Limited (CDEPL) to transfer the business of F&G division to CDEPL, mainly to expand the business activities of F & G division. For smooth transition of the business the sales for the month of April 2019 is carried out in the GST registration number of the company, till the time the new company obtained GST registatoin nubmer. However the turnover pertains to CDEPL and has been accounted in their books of accounts.

43 The details of non-recurring expenditure charged to the profit and loss account under the head other expenses during the current year is as below -

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
i) Provision for doubtful Advance	26.06	3.50
ii) Impairment of Assets held for sale	2.46	-
iii) Provision for diminution in value of investment	1.54	-
iv) Goodwill on consoldiation impaired	17.90	-
	47.97	3.50

Note:

i) Provision for doubtful advance includes provision made against capital advance made to related party on account of cessation of operations by the related party.

ii) Impairment of assets held for sale is impairment of the tea bagging units that are classified as held for sale.

iii) Provision for dimunition in the value of investment pertains to the investment in ONS Ventures, Malaysia.

iv) Goodwill on consolidaton has been impaired as the underlying assets are impaired.

44 Leases

Company as a Lessee

a) Effective April 1,2019, the company adopted Ind AS 116 "Leases" and applied to all lease contracts existing on April 1,2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application.

Consequently, the company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee's incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under earlier accounting policies as noted in the previous year fianancial statements.

The company's lease assets primarliy consists of leases for buildings. The company has recognised right-of-use assets and lease liability in respect of these leases on adoption of Ind AS 116. The lease liability is secured by the respective security deposits. The lease liability terms varies between 2 to 20 years, and are payable in monthly installments.

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 12.50%.

b) ***Effects on adoption of Ind AS 116:***

i) On transition, the adoption of the new standard resulted in recognition of 'Right of Use asset' of Rs.570.34 crores, and a lease liability of Rs.715.28 crores. The cumulative effect of applying the standard of Rs.155.96 crores (net off of rent equalisation reserve of Rs.12.10 crores) less taxes Rs.54.50 crores and net Rs.101.46 crores was adjusted with opening balance of retained earnings. The effect of this adoption is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS116 will result in decrease in cash out flows from operating activities and an increase in cash out flows from financing activities on account of lease payments.
ii) On transition the carrying value of lease hold land of Rs.90.02 crores has been reclassified from Property, Plant & Equipment to 'Right of Use asset".
iii) Opening balance of prepaid rent on Buildings as at 01 April, 2019, which were earlier classified under Other current assets and Other non current assets have been adjusted to right-of-use assets by Rs.23.12 crores and depreciated over the lease term.
iv) On pre-mature termination of lease contract the related right-of-use asset and lease liability is de-recognised and the differential amount is recognised in profit and loss acccount.

c) **For details of changes in the carrying value of Right Of Use assets refer note no.5**

d) **The following is the movement in lease liabilities during the year ended 31 March 2020**

Rs. in crores

Particulars	**For the year ended 31 March 2020**
Balance as at 1 April 2019	-
Ind AS 116 transition adjustment as on 1 April 2019	715.28
Additions on account of new leases entered during the year	20.86
Finance cost accrued during the period	79.00
Deletion on termination of leases during the year	(109.44)
Payment of Lease liabilities	(171.97)
Balance as at March 31, 2020	**533.74**

The following is the break-up of current and non-current lease liabilities as at 31 March 2020

Rs. in crores

Particulars	**As at 31 March 2020**
Current Lease Liability	83.35
Non Current Lease Liability	450.38
Total	**533.74**

e) **The table below provides the details of minimum lease payments and their present values:**

Rs. in crores

Particulars	**As at 31 March 2020**	
	Minimum lease payments	**Net present value**
Not later than 1 year	141.96	83.35
Later than 1 year and not later than 5 years	392.88	242.78
More than 5 years	286.70	207.61

f) To the extent the performance of the current period is not comparable with previous results, the reconciliation of effect of application of Ind AS 116 on the profit and loss account is as below -

Rs. in crores

Particulars	**For the year ended 31 March 2020**	**Changes due to application of Ind AS 116**	**For the year ended 31 March 2020 comparable basis**
Gain on termination of Lease Contract (under Other income)	29.67	(29.67)	-
Finance costs	212.39	(79.00)	133.39
Depreciation and amortisation expense	336.09	(109.12)	226.97
Rent (under Other expenses)	76.11	171.97	248.08

g) **Other Notes:**

a) Low value leases and short term leases for which Ind AS 116 has not been applied, rental expenses is recognised in Profit & Loss account for the year ended 31 March 2020 of Rs.76.11 crores.

b) Impact of Covid-19

The lease that the group has entered with lessors are long term in nature and no changes in terms of those leases are expected due to the Covid-19

c) Since this is the initial year of application of Ind AS 116 and the group has adopted modified retrospective approach, previous year comparatives are not applicable.

45 Interest in other entities

A. Subsidiary companies:

The consolidated financial statements of the Group includes subsidiary companies listed in the table below:

Name of the entity	Country of incorporation	Principal activities	Ownership interest held by the group (%)		Ownership interest held by non-controlling interest (%)	
			31 March 2020	31 March 2019	31 March 2020	31 March 2019
A.N Coffeeday International Limited	Cyprus	Investment	100.00	100.00	-	-
Classic Coffee Curing Works	India	Coffee Curing	100.00	100.00	-	-
Coffeelab Limited	India	Retail	100.00	100.00	-	-
Coffee Day Gastronomie Und Kaffeehandles GmbH	Austria	Retail	100.00	100.00	-	-
Coffee Day CZ a.s	Czech Republic	Retail	100.00	100.00	-	-

B. Joint venture company and its subsidiaries

(i) Coffee Day Schaerer Technologies Private Limited ("CDSTPL") manufactures and sells automatic and semi-automatic coffee vending machines, its components and spare parts. Coffee Day Consultancy Services Private Limited is holding company of Coffee Day Econ Private Limited, which is an operational company and is into the retil business of coffee and other essential items.

Name of the entity	Country of incorporation	% of ownership	Relationship	Accounting method	Carrying amount	
					31 March 2020	31 March 2019
Coffee Day Schaerer Technologies Private Limited	India	49.00	Joint venture	Equity method	-	-
Coffee Day Consultancy Services Private Limited and its subsidiary Coffee Day Econ Private Limited	India	48.96	Joint venture	Equity method	19.86	-

(ii) Summarised financial information about the joint venture company and the carrying amount of the Group's interest in the joint venture company:

Rs in crore

Summarised balance sheet	Coffee Day Consultancy Services Pvt. Ltd. As at 31 March 2020	Coffee Day Consultancy Services Pvt. Ltd. As at 31 March 2019	Coffee Day Schaerer Technologies Pvt Ltd As at 31 March 2020	Coffee Day Schaerer Technologies Pvt Ltd As at 31 March 2019
Current assets:				
- Cash and cash equivalents	0.71	-	0.09	0.10
- Other current assets	113.19	-	1.06	1.26
Total	**113.91**	**-**	**1.16**	**1.36**
Non-current assets	**27.33**	-	**0.27**	**0.35**
Current liabilities:				
- Financial liabilities (excluding trade payables)	7.85	-	1.32	0.50
- Trade payables	13.10	-	2.89	2.74
- Other current liabilities	0.83	-	0.02	0.03
Total	**21.78**	**-**	**4.24**	**3.27**
Non-current liabilities:				
- Other financial liabilities	0.12	-	-	-
- Provisions	0.07	-	0.01	0.01
Total	**0.20**	**-**	**0.01**	**0.01**
Net assets	**119.26**	**-**	**(2.82)**	**(1.57)**
Group's share of net assets in %	48.96%	-	49.00%	49.00%
Group's share of net assets	58.39	-	(1.38)	(0.77)
Carrying amount of interest in joint venture	19.86	**-**	**-**	**-**

45 Interest in other entities (continued)

B. Joint venture company (continued)

(ii) Summarised financial information about the joint venture company and the carrying amount of the Group's interest in the joint venture company (continued):

Rs in crore

Summarised statement of profit and loss	Coffee Day Consultancy Services Pvt. Ltd.		Coffee Day Schaerer Technologies Private Limited	
	For the year ended 31 March 2020	For the year ended 31 March 2019	For the year ended 31 March 2020	For the year ended 31 March 2019
Revenue	63.59	-	0.72	2.02
Other income	1.25	-	0.00	0.08
Total income	**64.83**	**-**	**0.72**	**2.10**
Cost of materials consumed	-	-	0.59	1.21
Purchase of stock-in-trade	37.02	-	-	-
Changes in inventories of finished goods and work-in-progress	(0.04)	-	(0.28)	0.29
Employee benefits expense	7.92	-	0.55	0.61
Depreciation and amortization	3.25	-	0.07	0.08
Other expenses	27.06	-	1.04	0.93
Total expenses	**75.21**	**-**	**1.97**	**3.12**
Loss from operations for the year	(10.38)	-	(1.25)	(1.02)
Other comprehensive income	(0.03)	-	-	-
Total comprehensive income	**(10.41)**	**-**	**(1.25)**	**(1.02)**
Group's share of total comprehensive income restricted to the cost of investment	**(5.10)**	**-**	**-**	**-**

46 Consolidated financial information

Additional information required to be disclosed pursuant to paragraph 2 of Division II of Schedule III to the Companies Act, 2013 - 'General instructions for the preparation of consolidated financial statements' as at and for the year ended 31 March 2020 is as follows:

Rs in crores

Name of the entity in the group	Net assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit/ (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent company								
Coffee Day Global Limited	89.12%	860.09	96.69%	(308.39)	121.16%	1.31	96.60%	(307.08)
Indian subsidiaries								
Classic Coffee Curing Works	0.16%	1.59	0.03%	(0.10)	0.00%	-	0.03%	(0.10)
Coffeelab Limited	-0.13%	(1.23)	-0.01%	0.02	0.63%	0.01	-0.01%	0.03
Foreign subsidiaries								
A.N Coffeeday International Limited	9.13%	88.08	0.03%	(0.10)	9.39%	0.10	0.00%	(0.00)
Coffee Day Gastronomie Und Kaffeehandles GmbH	-0.11%	(1.09)	0.52%	(1.66)	-4.21%	(0.05)	0.54%	(1.71)
Coffee Day CZ a.s	-0.23%	(2.23)	1.15%	(3.66)	-26.98%	(0.29)	1.24%	(3.95)
Joint ventures (investment as per the equity method)								
Indian								
Coffee Day Schaerer Technologies Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Coffee Day Consultancy Services Private Limited(and its subsidiary Coffee Day Econ Private Limited)	2.06%	19.86	1.60%	(5.10)	0.00%	-	1.60%	(5.10)
Total	**100.00%**	**965.07**	**100.01%**	**(319.00)**	**100.00%**	**1.08**	**100.01%**	**(317.92)**

Additional information required to be disclosed pursuant to paragraph 2 of Division II of Schedule III to the Companies Act, 2013 - 'General instructions for the preparation of consolidated financial statements' as at and for the year ended 31 March 2019 is as follows:

Rs in crore

Name of the entity in the group	Net assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit/ (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent company								
Coffee Day Global Limited	93.63%	1,288.11	119.72%	48.63	-155.84%	(1.20)	114.59%	47.43
Indian subsidiaries								
Classic Coffee Curing Works	0.12%	1.68	-0.30%	(0.12)	0.00%	-	-0.29%	(0.12)
Coffeelab Limited	-0.09%	(1.27)	-1.26%	(0.51)	-3.90%	(0.03)	-1.30%	(0.54)
Foreign subsidiaries								
A.N Coffeeday International Limited	6.29%	86.54	-0.30%	(0.12)	101.30%	0.78	1.59%	0.66
Coffee Day Gastronomie Und Kaffeehandles GmbH	0.01%	0.08	-4.41%	(1.79)	6.49%	0.05	-4.20%	(1.74)
Coffee Day CZ a.s	0.05%	0.65	-13.47%	(5.47)	151.95%	1.17	-10.39%	(4.30)
Joint ventures (investment as per the equity method)								
Indian								
Coffee Day Schaerer Technologies Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Total	**100.00%**	**1,375.79**	**100.00%**	**40.62**	**100.00%**	**0.77**	**100.00%**	**41.39**

47 Related party disclosures

A. Details of related parties:

I. Parent entity
- Coffee Day Enterprises Limited

II. Joint Venture
- Coffee Day Schaerer Technologies Private Limited
- Coffee Day Consultancy Services Private Limited (CDCSPL)
- Coffee Day Econ Private Limited (subsidiary of CDCSPL)

III. Other related parties with whom transactions have taken place:
- Tanglin Developments Limited
- G V Techparks Private Limited
- Mysore Amalgamated Coffee Estates Limited
- Dark Forest Furniture Company Private Limited
- Mindtree Limited (upto 30.04.2019)
- SICAL Logistics Limited
- Tanglin Retail Reality Developments Private Limited
- Coffee Day Hotels and Resorts Private Limited
- Wilderness Resorts Private Limited
- Karnataka Wildlife Resorts Private Limited
- Way2Wealth Brokers Private Limited
- Way2Wealth Securities Private Limited

IV. Key management personnel of the entity
- V.G. Siddhartha, Managing Director (demised on 31.07.2019)
- Malavika Hegde
- Jayraj Hubli, Chief Financial Officer/ Director
- Venu Madhav A (upto 26.11.2019)
- Shankar Narayan D (w.e.f 26.11.2019)
- S V Ranganath
- Sanjay Nayar (upto 11.11.2019)
- K P Balaraj (upto 07.05.2020)
- Sadananda Poojary - Company Secretary

B. Transactions with related parties:

Rs. in crore

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
I. Parent entity: Coffee Day Enterprises Limited		
Reimbursable expenses incurred by the Company	0.45	0.23
Sale of consumables	0.04	0.06
License Fees Income	0.09	0.10

B. Transactions with related parties (continued):

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
II. Joint Venture		
Purchases of coffee vending machines		
- Coffee Day Schaerer Technologies Private Limited	0.85	2.38
Reimbursable expenses incurred by the Company on behalf of		
- Coffee Day Schaerer Technologies Private Limited	1.02	1.17
- Coffee Day Econ Private Limited	1.84	-
- Coffee Day Consultancy Services Private Limited	0.45	-
Sale of Coffee		
- Coffee Day Econ Private Limited	30.97	-
Invesments in equity shares of		
- Coffee Day Consultancy Services Private Limited	24.96	-
III. Other related parties with whom transactions have taken place:		
Commission income		
- Tanglin Retail Reality Developments Private Limited	-	0.48
- Wilderness Resorts Private Limited	-	0.28
- Tanglin Developments Limited	0.15	0.07
Commission expense		
- Tanglin Developments Limited	0.36	0.05
Transportation and subcontracting charges paid		
- SICAL Logistics Limited	49.16	72.02
Sale of coffee and service income		
- Mindtree Limited	0.11	2.40
- Coffee Day Hotels and Resorts Private Limited	0.13	0.09
- Karnataka Wild Life Resorts Private Limited	0.03	0.03
- Way2Wealth Securities Private Limited	0.01	-
Purchase of clean and raw coffee		
- Mysore Amalgamated Coffee Estates Limited	28.71	70.90
Purchase of fixed assets		
- Dark Forest Furniture Company Private Limited	7.82	31.46
Purchase of Software and maintanance		
- Mindtree Limited	-	3.52

B. Transactions with related parties (continued):

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Advance paid to		
- Dark Forest Furniture Company Private Limited	7.66	25.41
- Mysore Amalgamated Coffee Estates Limited	1,418.31	394.21
- SICAL Logistics Limited	42.37	-
Repayment of advances from		
- Mysore Amalgamated Coffee Estates Limited	378.03	266.54
- SICAL Logistics Limited	25.00	-
Intercorporate deposit given to		
- Tanglin Developments Limited	4.36	-
Intercorporate deposit recovered from		
- Tanglin Developments Limited	4.36	-
Intercorporate received from		
- Tanglin Developments Limited	69.28	-
Intercorporate deposit repaid to		
- Tanglin Developments Limited	1.61	-
Interest received on advances paid		
- Mysore Amalgamated Coffee Estates Limited	-	5.10
Reimbursable expenses incurred by the Company on behalf of		
- Tanglin Developments Limited	0.31	0.36
- Way2Wealth Brokers Pvt Ltd	0.06	0.33
- Dark Forest Furniture Company Private Limited	0.14	-
- Coffee Day Hotels and Resorts Private Limited	0.01	-
- Way2Wealth Securities Pvt Ltd	0.01	-
Rent and Maintanance Expenses Payable by the company		
- Way2Wealth Securities Pvt Ltd	0.10	0.14
Provision for doubtful advances		
- Dark Forest Furniture Company Private Limited	24.52	-
Guarantee taken/ (closed)		
- Tanglin Developments Limited	35.00	100.00
Guarantee given/ (closed)		
- Wilderness Resorts Private Limited	-	(25.00)
- Tanglin Developments Limited	-	45.00
Guarantee received/ (closed)		
- Tanglin Developments Limited	-	(100.00)
IV. Key management personnel of the entity		
Key management personnel compensation (refer note 47D)		
- Jayraj Hubli	1.03	1.26
- Sadananda Poojary *	0.50	0.65
- Venu Madhav A (upto 26.11.2019)	0.71	1.21
- Shankar Narayan D (w.e.f 26.11.2019)	0.29	-
(* net off of reimbursement from group company Rs.0.17 crore (31 March 2019 Rs.0.22 crore)		
Personal guarantee received for loans taken		
- V. G. Siddhartha	164.06	355.95

Late Mr.V.G.Siddhartha has demised on 31st July 2019. The lenders have not made any changes to the terms with respect to his personal guarantee for the loans provided by them to the company.

C. The following is a summary of balances receivable from and payable to related parties:

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
I. Parent entity: Coffee Day Enterprises Limited		
- Other receivables	0.20	-
II. Joint Venture		
Creditors for capital goods		
- Coffee Day Schaerer Technologies Private Limited	0.20	0.02
Reiumbursement of expenses receivable		
- Coffee Day Schaerer Technologies Private Limited	1.19	0.24
Trade Receivable		
- Coffee Day Econ Private Limited	11.39	-
Trade Payable		
- Coffee Day Econ Private Limited	0.01	-
Loans		
- Coffee Day Consutlancy Services Private Limited	0.45	-
III. Other related parties with whom transactions have taken place:		
Trade receivables		
- Mindtree Limited	-	0.45
- Coffee Day Hotels and Resorts Private Limited	0.03	-
- Karnataka Wild Life Resorts Private Limited	0.02	-
Creditors for capital goods		
- Mindtree Limited	-	3.22
Capital advance		
- Dark Forest Furniture Company Private Limited	24.52	24.54
Provision for doubtful advances		
- Dark Forest Furniture Company Private Limited	24.52	-
Supplier advance		
- Mysore Amalgamated Coffee Estates Limited	-	64.82
- SICAL Logistics Limited	48.70	19.66
Other advance		
- Mysore Amalgamated Coffee Estates Limited	1,105.10	-
- G V Techparks Private Limited	0.15	-
Creditors for Expenses		
- Way 2 Wealth Securities Pvt Ltd	0.09	0.01
Trade payables		
- Mysore Amalgamated Coffee Estates Limited	21.09	-
Other receivables		
- Tanglin Developments Limited	-	0.15
- Way2Wealth Brokers Private Limited	0.02	-
- Coffee Day Hotels and Resorts Private Limited	0.01	-
Inter-corporate deposits taken		
- Tanglin Developments Limited	67.67	-
Corporate Guarantees taken		
- Tanglin Developments Limited	84.00	100.00
Corporate Guarantees given		
- Tanglin Developments Limited	-	45.00
V. Key management personnel of the Company:		
Personal guarantee received for loans taken		
- V. G. Siddhartha	966.01	801.95

Late Mr.V.G.Siddhartha has demised on 31st July 2019. The lenders have not made any changes to the terms with respect to his personal guarantee for the loans provided by them to the company.

D. Compensation of key management personnel of the Company:

The remuneration of directors and other members of key management personnel during the year was as follows:

Rs. in crore

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Short-term employee benefits	2.54	3.12
	2.54	3.12

(* net off of reimbursement from group company Rs.0.17 crore (31 March 2019 Rs.0.22 crore)

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. Post employment benefit comprising gratuity and compensated absences are not disclosed as these are determined for the Company as a whole.

E. Terms and conditions

All transactions and outstanding balances with these related parties are priced on an arm's length basis and are to be settled within the credit period allowed as per the policy. None of the balances are secured.

48 Employee benefits obligations

A Defined contribution plan

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognised funds in India. The same is maintained by the LIC New Group Gratuity Cash Accumulation Plan and Kotak Gratuity Group Plan.

B Reconciliation of the projected benefit obligations

Rs. in crore

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Change in projected benefit obligation:		
Obligations at the beginning of the year	18.36	15.39
Service cost	2.74	3.51
Interest cost	1.26	1.09
Actuarial (gains) losses recognised in other comprehensive income:		
- due to changes in financial assumptions	0.25	0.21
- due to changes in demographic assumptions	1.15	-
- due to experience adjustments	(2.68)	0.10
Others	-	0.07
Benefits settled	(3.69)	(2.01)
Divestiture	(1.30)	-
Obligations at year end	**16.09**	**18.36**

Change in plan assets:

Particulars	**For the year ended 31 March 2020**	**For the year ended 31 March 2019**
Plans assets at the beginning of the year, at fair value	15.56	12.20
Expected return on plan assets	1.15	0.95
Actuarial (loss)/gain	0.78	0.25
Contributions	3.83	4.11
Others	-	0.07
Benefits settled	(3.69)	(2.02)
Divestiture	(1.25)	-
Plans assets at year end, at fair value	**16.38**	**15.56**

Reconciliation of present value of obligation and fair value of plan assets:

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Net defined benefit assets	16.38	15.56
Total employee benefit assets (non-current)	**16.38**	**15.56**
Net defined benefit liability	16.09	18.36
Total employee benefit liabilities	**16.09**	**18.36**
Net liability:	**(0.29)**	**2.80**
Non-current	(0.29)	2.80
Current	-	-
	(0.29)	**2.80**

C (i) Expense recognised in statement of profit and loss:

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Current service cost	2.74	3.51
Interest cost	1.26	1.09
Interest income	(1.15)	(0.95)
Net gratuity cost	**2.85**	**3.65**

(ii) Remeasurements recognised in other comprehensive income:

Rs. in crore

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Actuarial (gains) / losses	(1.28)	0.31
(Return)/ loss on plan assets excluding interest income	(0.78)	(0.25)
	(2.06)	**0.06**

D Plan assets comprise of the funds amounting to Rs 16.38 crore (31 March 2019: Rs. 15.56 crore).

E Defined benefit obligation

(i) Actuarial assumptions

Principal actuarial assumptions at the reporting date:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Interest rate	5.74% - 5.89%	6.85% - 7.40%
Salary increase	Next year 0%, thereafter 4%/ 3%	3% - 4%
Attrition rate	20% - 25%	10% - 20%
Mortality table	IALM (2012-14)	IALM (2006-08)

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

(ii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Rs. in crore

Particulars	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Increase	Decrease	Increase	Decrease
Discount rate (100 basis points movement)	15.62	16.43	17.29	19.27
Future salary growth (100 basis points movement)	16.53	15.63	19.23	17.35

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

49 Financial instruments - Fair values and risk measurement

A. Accounting classification and fair value

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

Rs. in crore

Particulars	Carrying value as at 31 March 2020	Fair value (Refer note below)			Total
		Level 1	Level 2	Level 3	
Financial assets measured at amortised cost:					
- Other financial assets (current)	1,107.21	-	-	-	-
- Fixed deposits and margin money with banks	0.56	-	-	-	-
- Trade receivables	101.96	-	-	-	-
- Cash and cash equivalents	20.97	-	-	-	-
- Bank balances	1.98	-	-	-	-
- Security deposits	74.04	-	-	-	-
- Loans (current and non-current)	1.57	-	-	-	-
Total	**1,308.29**	**-**	**-**	**-**	**-**
Financial liabilities measured at amortised cost:					
- Borrowings (current and non-current):	1,412.34	-	-	-	-
- Other financial liabilities (current and non-current)	483.86	-	-	-	-
- Trade payables	171.58	-	-	-	-
Total	**2,067.78**	**-**	**-**	**-**	**-**

Note : The Group has not disclosed the fair values for financial instruments such as other non-current financial assets, trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalent, other current financial assets, loans, borrowings with fluctuating interest rate, other non-current financial liabilities, trade payables and other current financial liabilities as their carrying amounts are a reasonable approximation of fair value.

Rs. in crore

Particulars	Carrying value as at 31 March 2019	Fair value (Refer note below)			Total
		Level 1	Level 2	Level 3	
Financial assets measured at amortised cost:					
- Other financial assets (current)	10.16	-	-	-	-
- Fixed deposits and margin money with banks	0.02	-	-	-	-
- Trade receivables	195.95	-	-	-	-
- Cash and cash equivalents	461.41	-	-	-	-
- Bank balances	7.04	-	-	-	-
- Security deposits	87.37	-	-	-	-
- Loans (current and non-current)	2.08	-	-	-	-
Total	**764.04**	**-**	**-**	**-**	**-**

Rs. in crore

Particulars	Carrying value as at 31 March 2019	Fair value (Refer note below)			Total
		Level 1	Level 2	Level 3	
Financial liabilities measured at amortised cost:					
- Borrowings (current and non-current):	712.85	-	-	-	-
- Other financial liabilities (current and non-current)	229.29	-	-	-	-
- Trade payables	9.91	-	-	-	-
Total	**952.05**	**-**	**-**	**-**	**-**

Note : The Group has not disclosed the fair values for financial instruments such as other non-current financial assets, trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalent, other current financial assets, loans, borrowings with fluctuating interest rate, other non-current financial liabilities, trade payables and other current financial liabilities as their carrying amounts are a reasonable approximation of fair value.

B. Measurement of fair values

The section explains the judgement and estimates made in determining the fair values of the financial instruments that are:
a) recognised and measured at fair value
b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Valuation technique and significant unobservable inputs

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 following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used. Related valuation processes are described in Note 3.

Financial instruments measured at	Type	Valuation Technique	Significant unobservable inputs	Inter relationship between significant unobservable inputs and fair value measurement
Amortised cost	Borrowings at fixed interest rate	The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate.	Not applicable	Not applicable

C. Financial risk management

The Group has exposure to the following risks arising from financial instruments:
- credit risk (refer note ii below)
- liquidity risk (refer note iii below)
- market risk (refer note iv below)

(i) Risk management framework

The Group's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Group's Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

(ii) Credit risk

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

The carrying amount of financial assets represents the maximum credit exposure.

Trade and other receivables:

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

Outstanding customer receivables, which can be classified into receivables from corporates and receivables from retail operations are evaluated as minimal credit risk by the Group. Receivable from corporates are mainly from reputed companies from which we have noted a trend of timely collections. Retail operations pertains to customers who pay at the point of sale at the cafe and xpress outlets. However there is low risk on account of payments made through credit cards and coupons which are recoverable from banks, financial institutions and corporates having minimal credit risk.

Due to this factor, management believes that no additional credit risk is inherent in the Group's trade receivables and other receivables and unbilled revenue. At the balance sheet date, there were no significant concentrations of credit risk.

Expected credit loss (ECL) assessment for customers as at 31 March 2020 and 31 March 2019 :

The Group allocates each exposure to a credit risk is grade based on a variety of data that is determined to be predictive of the risk loss (including but not limited to past payment history, cash flow projections and available press information about the customers) and applying experienced credit judgement.

As explained above, the Group has categorised its receivables into the following parts:
- Receivables from corporate customers: Receivables above 1 year are considered to be credit impaired/ doubtful and provision is created for the balance.
- Receivables from retail operations: Receivables above 6 months are considered to be credit impaired/ doubtful and provision is created for the balance.

The following table provides information about the exposure to credit risk and the expected credit loss for trade receivables:

Rs. in crore

	As at 31 March 2020		As at 31 March 2019	
	Gross Carrying amount	Provision amount	Gross Carrying amount	Provision amount
Unsecured, considered good	101.96	-	195.95	-
Credit imapired	33.65	33.65	5.40	5.40
	135.61	**33.65**	**201.35**	**5.40**

Reconciliation of loss allowance:

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Loss allowance in the beginning of the year	5.40	4.00
Changes in allowance	28.25	1.40
Loss allowance at the end of the year	33.65	5.40

Cash and cash equivalents (including bank balances, fixed deposits and margin money with banks):

Credit risk on cash and cash equivalent is limited as the Group generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

Loans and security deposit:

Expected credit loss for loans and security deposits is as follows:

Rs. in crore

Particulars		**Period ended**	**Asset company**	**Estimated gross carrying amount at default**	**Expected probability of default**	**Expected credit losses**	**Carrying amount, net of impairment provision**
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31 March 2020	Loan	1.57	-	-	1.57
			Security deposits	74.04	-	-	74.04
Loss allowance measured at 12 month expected credit loss	Financial assets for which credit risk has not increased significantly since initial recognition	31 March 2019	Loan	2.08	-	-	2.08
			Security deposits	87.37	-	-	87.37

(iii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the Management of the Group in accordance with practice and limits set by the Group. In addition, the Group's liquidity management policy involves projecting cash flows 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.

Exposure to liquidity risk

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities. The amounts are gross and undiscounted contractual cash flow.

Rs. in crore

As at 31 March 2020	**Carrying amount**	**Total**	**Less than 1 year**	**1–2 years**	**2-5 years**	**More than 5 years**
Non-derivative financial liabilities						
Current borrowings	583.91	583.91	583.91	-	-	-
Non-current borrowings (including current maturities)	1,061.11	1,331.44	283.38	174.51	465.35	408.20
Trade payables	171.58	171.58	171.58	-	-	-
Other financial liabilities (current and non-current)	251.17	251.17	155.29	-	-	95.88
	2,067.78	**2,338.11**	**1,194.17**	**174.51**	**465.35**	**504.08**

Rs. in crore

As at 31 March 2019	**Carrying amount**	**Total**	**Less than 1 year**	**1–2 years**	**2-5 years**	**More than 5 years**
Non-derivative financial liabilities						
Current borrowings	384.00	384.00	384.00	-	-	-
Non-current borrowings (including current maturities)	417.96	456.54	74.74	74.72	191.90	115.18
Trade payables	9.91	9.91	9.91	-	-	-
Other financial liabilities (current and non-current)	140.19	138.01	75.54	-	-	62.47
	952.05	**988.46**	**544.19**	**74.72**	**191.90**	**177.65**

(iv) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the risk management committee. Generally, the Group seeks to apply hedge accounting to manage volatility in profit or loss.

Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of Group. The functional currencies of the Group is primarily INR. The currencies in which these transactions are primarily denominated are Euro and US dollars, etc.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

Amount in crore

Particulars	As at 31 March 2020		As at 31 March 2019	
	EUR	USD	EUR	USD
Trade receivables	-	0.01	-	0.70
Advances recoverable in cash or in kind	-	-	-	-
Other current financial liabilities	-	(0.00)	-	(0.02)
Loan from banks	(1.74)	(4.45)	(1.92)	(3.45)
Net statement of financial position exposure	**(1.74)**	**(4.44)**	**(1.92)**	**(2.77)**
Less: Forward exchange contracts	-	-	-	-
Net exposure	**(1.74)**	**(4.44)**	**(1.92)**	**(2.77)**

The following significant exchange rates have been applied:

Amoun in Rs.

	Year-end spot rate	
INR	31 March 2020	31 March 2019
USD 1	75.82	69.47
EUR 1	80.50	78.29

Sensitivity analysis

A reasonably possible strengthening (weakening) of the euro or US dollar against all other currencies at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Rs. in crore

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31 March 2020				
Euro (4% movement)	(3.95)	3.95	-	-
USD (7% movement)	30.78	(30.78)	-	-
31 March 2019				
Euro (17% movement)	6.01	(6.01)	-	-
USD (0.30% movement)	13.47	(13.47)	-	-

Commodity price risk

The Company purchases coffee on an ongoing basis for its operations. The increased volatility in coffee price has led to the decision to enter into commodity forward contracts. Its operating activities require the ongoing purchase and sale of coffee and therefore require a continuous supply of coffee. The Company's Board of Directors have developed and enacted a risk management strategy regarding commodity price risk and its mitigation. Based on a 12-month forecast of the required coffee, the Company hedges the price using forward commodity contracts. The company is not exposed to any commodity risk as at 31 March 2020 and 31 March 2019.

Interest rate risk

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. The Group had entered into interest rate swap to hedge the interest rate risk.

Exposure to interest rate risk

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows :

Rs. in crore

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Fixed rate instruments:		
Financial assets	1.43	4.41
Financial borrowings	(291.23)	(243.25)
Effect of interest rate swaps	-	-
Fixed rate instruments exposed to interest rate risks	**(289.80)**	**(238.84)**
Variable rate instruments:		
Financial assets	-	-
Financial borrowings	(360.66)	(240.43)
Effect of interest rate swaps	-	-
Variable rate instruments exposed to interest rate risks	**(360.66)**	**(240.43)**

Sensitivity analysis

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 1% in interest rates at the reporting date would have increased (decreased) equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Rs. in crore

Particulars	**Profit or loss**	
	1% increase	**1% decrease**
31 March 2020		
Variable rate instruments	(3.61)	3.61
31 March 2019		
Variable rate instruments	(2.40)	2.40

50 Capital management

For the purpose of the Group’s capital management, capital includes issued equity capital, convertible preference shares, compulsorily convertible debentures, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group’s capital management is to maximise the shareholder value.

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital. The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the effective portion of cash flow hedges. The Group's adjusted net debt to equity ratio at 31 March 2020 and 31 March 2019 was as follows.

Rs. in crore

Particulars	**As at 31 March 2020**	**As at 31 March 2019**
Total liabilities	2,103.89	986.12
Less: Cash and cash equivalents	20.97	461.41
Less: Bank balances other than cash and cash equivalents	1.98	7.04
Adjusted net debt	**2,080.94**	**517.67**
Total equity	965.07	1,375.79
Less: effective portion of cash flow hedges	-	-
Adjusted equity	**965.07**	**1,375.79**
Adjusted net debt to equity ratio	**2.16**	**0.38**

In order to achieve this overall objective, the Group’s capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

As per our report of even date attached.

For **ASRMP & CO**
Chartered Accountants
Firm Registration No.018350S

for and on behalf of the Board of Directors of
Coffee Day Global Limited

CA Sundaresha A S
Partner
Membership No.019728

Malavika Hegde
Director
DIN: 00136524

S V Ranganath
Director
DIN: 00323799

Place: Bangalore
Date: November 9, 2020

Jayraj C Hubli
CFO/ Director
DIN: 00073670

Sadananda Poojary
Company Secretary
M.No.5223

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 12TH ANNUAL GENERAL MEETING OF THE MEMBERS OF COFFEE DAY ENTERPRISES LIMITED WILL BE HELD THURSDAY, 31st DECEMBR 2020 AT 12 P.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

Item No.1: To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March 2020, together with the reports of the Board of Directors and Auditors thereon.

Item No.2: To re-appoint Director in place of Mrs. Malavika Hegde (DIN: 00136524) who retires by rotation and being eligible offers herself for re-appointment.

Item No. 3: Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 read with rule 3 of the Companies (Audit and Auditors) Rules, 2014, and the other applicable provisions of the companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the proposal of the Audit Committee of the Board and recommendations of the Board, M/s Venkatesh & Co., Chartered Accountants (Firm Registration No. 00463S), Chennai, be and is hereby appointed as the Statutory Auditors of the Company to hold office for a period of 5 consecutive years from the conclusion of this 12th Annual General Meeting till the conclusion of the 17th Annual General Meeting to be held in 2025 of the Company at a remuneration of Rs.50 lacs plus applicable taxes as mutually agreed with the Board of directors and re-imbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

B. SPECIAL BUSINESS

<u>Item No. 4: Appointment of Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company.</u>

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as per the recommendation of Nomination and Remuneration Committee and as proposed by the Board in their meeting held on 7th December 2020, approval of the members be and is hereby accorded to appoint Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company, for a period of 5 (five) consecutive years with effect from 31st December, 2020 till 30th December 2025, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 5: Re-appointment of Mr. Albert Josef Hieronimus (DIN: 00063759) as Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as **Special Resolutions:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Albert Josef Hieronimus (DIN:00063759) Additional Director of the Company (Non-executive Independent Director) who held the office of Independent Director up to 16th January 2020 and appointed as additional director of the company on 8th January 2020 w.e.f. 17th January 2020 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, signifying his intention to propose Albert Josef Hieronimus's candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 31st December 2020 upto 30th December 2025."

"**RESOLVED FURTHER THAT** the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Item no 6: Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as Woman Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as **Special Resolutions:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation by Nomination & Remuneration Committee of the Company, Mrs. C H Vasundhandara Devi (DIN: 07789047) an Additional Director of the company (Non-Executive Woman Independent Director), who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from the Member of the Company, proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 31st December, 2020 up to 30th December, 2025."

"RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Item no 7: Appointment of Mr. Giri Devanur (DIN: 00125603) as Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as **Special Resolutions:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation by Nomination & Remuneration Committee of the Company, Mr. Giri Devanur (DIN: 00125603) an Additional Director of the company (Independent Director), who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from the Member of the Company, proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 31st December, 2020 up to 30th December, 2025."

"RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Item no 8: Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as **Special Resolutions:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation by Nomination & Remuneration Committee of the Company, Mr. Mohan Raghavendra Kondi (DIN: 01718628) an additional director of the company (Independent Director), who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from the Member of the Company, proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 31st December, 2020 up to 30th December, 2025."

"**RESOLVED FURTHER THAT** the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised 'Committee' thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

Date:7th December, 2020

By Order of the Board
for **Coffee Day Enterprises Limited**

Registered Office:
23/2, Coffee Day Square
Vittal Mallya Road
Bangalore (KA) - 560001
CIN: L55101KA2008PLC046866

Sd/-
Sadananda Poojary
Company Secretary & Compliance Officer
FCS: 5223

IMPORTANT NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.coffeeday.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Monday, 28th December, 2020 at 09:00 A.M. and ends on Wednesday, 30th December, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and

	Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

      (i) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
      (ii) How to retrieve your 'initial password'?
      (iii) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (iv) In light of the MCA circulars, for remote e-voting, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email-addresses and in consequence to whom the remote e-voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company's Registrar and Share Transfer Agent Link Intime India Private Ltd, by clicking the link: https://linkintime.co.in/emailreg/email_register.html and follow the registration process as guided thereafter. Post successful registration of the e-mail address, the shareholder would get soft copy of this Notice and the procedure for remote e-voting along with the user-id and the password to enable e-voting. In case of any queries, shareholder may write to the Company at investor@coffeedaygroup.com or to NSDL at evoting@nsdl.co.in.

      (v) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Phone: +91 22 4918 6000, Email: mumbai@linkintime.co.in Website: www.linkintime.co.in by following the due procedure

(vi) Those shareholders who have already registered their e-mail address are requested to keep their email addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent Link Intime India Pvt. Ltd, to enable servicing of notices/documents/ annual Reports electronically to their e-mail address.

(vii) Any query/grievances may be please to addressed by Mr. Sadananda Poojary, Company Secretary with respect to the voting by remote electronic means at email id : investors@coffeedaygroup.com or to the NSDL email id : evoting@nsdl.co.in

(viii) The members have to vote through remote e-voting platform only.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to harshavardhan@hrbandco.in with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice :

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@coffeedaygroup.com.

   In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@coffeedaygroup.com

2. Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at investors@coffeedaygroup.com.

6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@coffeedaygroup.com. The same will be replied by the company suitably.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT, RELATING TO SPECIAL BUSINESS TO BE TRANSACTED AT THE AGM, IS ANNEXED HERETO.

ITEM NO.3

Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company

In terms of Section 139 of the Companies Act, 2013 ("the Act"), and the Companies (Audit and Auditors) Rules, 2014, made thereunder, the present Statutory Auditors of the Company, M/s. Venkatesh & Co, Chartered Accountants (Firm Registration No. 00463S), Chennai, will hold office until the conclusion of the ensuing Annual General Meeting who were appointed in casual vacancy caused by BSR & Co. LLP. The Company is required to appoint Auditor for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the seventeenth Annual General Meeting.

The Board of Directors at its meeting held on 7^{th} December 2020, after considering the recommendations of the Audit Committee, had recommended the appointment of M/s. Venkatesh & Co, Chartered Accountants (Firm Registration No. 00463S), Chennai, as the Statutory Auditors of the Company for approval of the members. The proposed Auditors shall hold office for a period of five consecutive terms from the conclusion of the twelfth Annual General Meeting till the conclusion of seventeenth Annual General Meeting of the Company.

M/s. Venkatesh & Co, Chartered Accountants (Firm Registration No. 00463S), Chennai, have given consent to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act, 2013 and the rules made thereunder.

Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution.

Accordingly, approval of the members is sought for appointment of M/s. Venkatesh & Co, Chartered Accountants as the Statutory Auditors of the Company and Proposed fees payable to the new auditors for limited review and audit of annual financial results as well as statutory audit amounts to Rs.50 lacs plus applicable taxes as mutually agreed with the Board of directors.

The erstwhile auditors were paid a sum Rs. 87.9 lacs and the change in the audit fees is on account of drop in business by 30% as compared to the previous financial year.

Brief profile of M/s Venkatesh & Co.,

- Venkatesh & Co is a Chartered Accounting firm established in the year 1979 as an Audit firm in Chennai.
- A firm of Chartered Accountants having more than 40 years' experience with staff strength of 45 including 3 Full time Partners, 5 Chartered Accountants
- Multiple range of services - Statutory Audit, System and Internal Audit, Tax representation for both direct & indirect taxes at all levels, Advisory in Mergers and Acquisitions, Advisory relating to companies venturing into Public Issues in India and Abroad, Fund raising: Debt / Equity and Placements, Management and Capital Structure Planning, Valuation of Companies, Due Diligence, Tax Planning, Project report Preparation, Incorporation & Formation of Companies etc
- Empanelled with - Reserve Bank of India, C & Ag Of India for Audit Of PSU, Insurance Regulatory and Development Authorities, SEBI for Audit of Mutual Funds, Official Liquidator – Madras High Court
- Diverse Client sector wise include – Government sector, Public sector, Insurance sector, Manufacturing sector – Cement, Steel, Textile, Paints, Pharmaceuticals, Leather, Distilleries, Sugar, EPC companies, Construction and Realty sector, Health care sector, Investments & securities sector, Banking sector, Information & technology sector, Agricultural sector, Hospitality and leisure resorts sector & Educational institutions – Schools and engineering colleges etc
- Client profile includes Government companies, Banks – Nationalised & Private, Non-Banking Finance Companies, Listed companies, Public limited companies, Private limited companies, LLP and partnership firms, Societies, Trusts, Association of persons and Individuals.

Interest of Directors and Key Managerial Personnel:

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution

Item No: 4

Appointment of Mrs. Malavika Hegde (DIN: 00136524) as Whole Time Director of the Company.

The Board of Directors of the Company ("the Board") at its meeting held on December 7th, 2020 has, subject to approval of members, appointed Mrs. Malavika Hegde (DIN: 00136524) as a whole time Director of the company for a period of 5 (five) consecutive years from 31st December 2020 till 30th December 2025 on terms and conditions as recommended by the Nomination and Remuneration Committee (the 'NRC Committee') of the Board and approved by the Board. It is proposed to seek members' approval for the appointment of and remuneration payable to Mrs. Malavika Hegde (DIN: 00136524) as a Whole time Director of the Company, in terms of the applicable provisions of the Act. Broad particulars of the terms of appointment of and remuneration payable to Mrs. Malavika Hegde are as under:

a. Salary, Perquisites and Allowances per annum:
Mrs. Malavika Hegde shall not draw any monthly salary for serving on the Board as the Whole time Director including in the subsidiary company (ies).

b. General:

(i) The Whole-time Director will perform her duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board / Managing Director from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board / Managing Director and the functions of the Wholetime Director will be under the overall authority of the Managing Director/Board.

(ii) The Whole-time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

(iii) The Whole-time Director shall adhere to the Company's Code of Conduct.

(iv) Mrs. Malavika Hegde has rich and varied experience in the Coffee industry and has been fully involved in the Management of the Company after the demise of Chairman V.G.Siddhartha. It would be in the interest of the Company to continue to avail her considerable expertise and to appoint Mrs. Malavika Hegde as a Whole-time Director. Accordingly, approval of the members is sought for passing a Ordinary Resolution for appointment of Mrs. Malavika Hegde as a Whole-time Director, as set out in Part-I of Schedule V to the Act as also under sub-section (3) of Section 196 of the Act. Save and except as provided in the foregoing paragraph, Mrs. Malavika Hegde satisfies all the other conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for her appointment.

(v) She is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of appointment of Mrs. Malavika Hegde under Section 190 of the Act.

Details of Mrs. Malavika Hegde are provided in "Annexure" to the Notice pursuant to the provisions of the provisions of Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mrs. Malavika Hegde is interested in the resolution set out at Item No. 4 of the Notice. The relatives of Mrs. Malavika Hegde may be deemed to be interested in the resolution set out at Item No. 4 of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

Re-appointment of Mr. Albert Hieronimus (DIN 00063759) as an Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, at the Extra Ordinary General Meeting held on 17th January, 2015, Mr. Albert Hieronimus was appointed as an Independent Director of the Company for a period of 5 (five) consecutive years for a term up to 16th January, 2020. Mr. Albert Hieronimus has completed his initial term as an Independent Director of the Company on 16th January, 2020, and appointed as by the Board of the Company as an independent Director in their meeting held on 8th January 2020. He is eligible for re-appointment for one more term. He is the member of Audit & Nomination Remuneration Committee of the Company. As on 31st March, 2020, he does not hold any shares of the Company.

As per the recommendation and approval of the Board of Directors in their meeting held on 8th January, 2020 and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on his skills, rich experience, knowledge, contributions, continued valuable guidance to the management made by him during his tenure and outcome of performance evaluation of the Independent Directors, the approval of the Members of the Company needed for re-appointment of Mr. Albert Hieronimus (DIN 00063759) as an Independent Non-Executive Director of the Company for the second term of 5 (five) years w.e.f. 30th December, 2020 up to 29th December, 2025." and he shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. The Company has received a declaration from Mr.Albert Hieronimus, being eligible for re-appointment as Independent Director for the second term providing his consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. The Company has also received a declaration from Mr. Albert Hieronimus confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and under Regulation 16(b) of the Listing Regulations, as amended from time to time and also is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, he fulfils the conditions specified in the Companies Act, 2013 and is independent of the management. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member for proposing the candidature of **Mr.Albert** Hieronimus to be re-appointed as an Independent Non-Executive Director of the Company as per the provisions of the Companies Act, 2013.

A copy of the draft letter for re-appointment of Mr.Albert Hieronimus setting out the terms and conditions of re-appointment is available for inspection between 11.00 a.m. to 1.00 p.m. during office hours on all working days except Sundays and Holidays at the Registered Office of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Mr.Albert Hieronimus as an Independent Director of the Company.

Except Mr.Albert Hieronimus, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations

ITEM NO. 6

Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as a Woman Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, appointment of Independent directors requires approval of members. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mrs. C.H.Vasundhara Devi (DIN: 07789047) as an Additional Director(Non-Executive Woman Independent Director) on the Board of the Company with effect from 7th December 2020. The appointment Mrs. C. H.Vasundhara Devi shall be for a period of 5 years, subject to approval by members in their meeting.

The Company has received a declaration from Mrs. C. H.Vasundhara Devi that she meets criteria of Independence as prescribed both under section 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mrs. C. H.Vasundhara Devi fulfils the conditions for her appointment as an Independent Woman Director and Mrs. C. H.Vasundhara Devi is independent of management and possesses appropriate skills experience and knowledge.

Details of Mrs. C. H. Vasundhara Devi are provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standards on general meetings (SS-2) issued by Institute of Company Secretaries of India.

Except Mrs. C. H. Vasundhara Devi being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board commends the ordinary resolution set out at item no. 5 of the notice for approval of the members.

ITEM NO. 7

Appointment of Mr Giri Devanur (DIN: 00125603) as Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, appointment of Independent directors requires approval of members. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mr. Giri Devanur (DIN: 00125603) as an Additional Director(Non-Executive

Independent Director) on the Board of the Company with effect from 7th December 2020. The appointment Mr. Giri Devanur shall be for a period of 5 years, subject to approval by members in their meeting.

The Company has received a declaration from Mr. Giri Devanur that he meets criteria of Independence as prescribed both under 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mr. Giri Devanur fulfils the conditions for his appointment as Independent Director of the company and Mr. Giri Devanur is independent of management and possesses appropriate skills experience and knowledge.

Details of Mr. Giri Devanur is provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standards on general meetings (SS-2) issued by Institute of Company Secretaries of India.

Except Mr. Giri Devanur being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board commends the ordinary resolution set out at item no. 6 of the notice for approval of the members.

ITEM NO. 8

Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, appointment of Independent directors requires approval of members. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mr. Mohan Raghavendra Kondi (DIN: 01718628) as an Additional Director(Non-Executive Independent Director) on the Board of the Company with effect from 7th December 2020. The appointment Mr. Mohan Raghavendra Kondi shall be for a period of 5 years, subject to approval by members in their meeting.

The Company has received a declaration from Mr. Mohan Raghavendra Kondi that he meets criteria of Independence as prescribed both under 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mr. Mohan Raghavendra Kondi fulfils the conditions for his appointment as Independent Director of the company and Mohan Raghavendra Kondi is independent of management and possesses appropriate skills experience and knowledge.

Details of Mr. Mohan Raghavendra Kondi is provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standards on general meetings (SS-2) issued by Institute of Company Secretaries of India.

Except Mr. Mohan Raghavendra Kondi being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board commends the ordinary resolution set out at item no. 6 of the notice for approval of the members.

Date: 7th December 2020

By Order of the Board
for **Coffee Day Enterprises Limited**

Registered Office:
23/2, Coffee Day Square
Vittal Mallya Road
Bangalore (KA) - 560001
CIN: L55101KA2008PLC046866

Sd/-
Sadananda Poojary
Company Secretary & Compliance Officer
FCS: 5223

ADDITIONAL DETAILS OF DIRECTOR W.R.T. 'ITEM NO. 4, 5, 6, 7 AND 8 OF THE NOTICE SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING OF THE COMPANY [PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015 AND SS-2 ISSUED BY ICSI]

Name of the Director	**Mrs. Malavika Hegde**	**Albert Josef Hieronimus**	**Mrs. C.H.Vasundhara Devi**	**Mr. Giri Devanur**	Mr. Mohan Raghavendra Kondi
Date of Birth/Age	12/06/1967 52 Years	06/04/1947 72Years	16/02/1960 60 Years	20/05/1969 51 Years	30/09/1960 60 Years
Nationality	Indian	Germany	Indian	Indian	Indian
Remuneration sought to be paid	NIL	NIL	NIL	NIL	NIL
Date of Appointment on the Board	20th June, 2008	17th January, 2015	7th December 2020	7th December 2020	7th December 2020
Qualification	B.Com	Doctorate in Business and Social Sciences	• Ph.D., in Economic empowerment of women through self help groups- A • M.A(Economics),	• Master of Science (MS), Technology Management · from Columbia University in the City of New York. • Executive education from Harvard Law School·	Master's in Business Administration B.Com

				• Exec Ed, Innovation Massachusetts Institute of Technology • Engg, Computer Science	
Directorship held in other Public Companies	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	NIL	NIL	NIL
Memberships/ Chairmanships of Committees as per Corporate Governance report held across all other listed Companies	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	NIL	NIL	NIL
Shareholding in the Company	112402 0.05%	NIL	NIL	NIL	NIL
Brief Profile	She is the promoter member of the Company. Holds a directorship in the Company since its incorporation.	He was Chairman in Bosch Limited. He was Independent Director in Mindtree Limited.	She has 34 years of experience in Planning Department, Government of Karnataka. She has served as a directorate of Economics and statistics	He is the co-founder of GenDeep(Greater New York area) He is the Board member of Saara Inc (New York) He is the member of forbes Technology council	He is Independent Financial Advisor He was director in Coffee day Group companies. He was a CEO of Way2wealth Securities Pvt Ltd.

			She has also served as Director of Karnataka State Women Development Corporation, Bengaluru	He was mentor –Executive Master Program- Columbia University. He was Vice Chairman of Gallop He was a CEO of Ameri100	He acted as a Director for Investment Banking in Jardine Fleming India Securities Limited

Date: 7th December 2020

By Order of the Board
for **Coffee Day Enterprises Limited**

Registered Office:
23/2, Coffee Day Square
Vittal Mallya Road
Bangalore (KA) - 560001
CIN: L55101KA2008PLC046866

Sd/-
Sadananda Poojary
Company Secretary & Compliance Officer
FCS: 5223