Independent Auditors' Report on Special Purpose Financial Information Prepared for Consolidation Purposes

To

B S R & Co. LLP,
Mumbai

As requested in your instructions UPL Limited, Group Audit Instructions For the period ended March 31, 2019 dated March 12, 2019, we have audited, for purposes of your audit of the consolidated financial statements of UPL Limited, the accompanying special purpose financial information of Arysta Lifescience Japan Holdings Goudou Kaisha as of and for the two months period ended March 31, 2019. This special purpose financial information has been prepared solely to enable UPL Limited to prepare its consolidated financial statements.

Management's Responsibility for the Financial Information

Management is responsible for the preparation and presentation of this special purpose financial information in accordance with the policies contained in the UPL Limited's disclosed accounting policies, and for such internal control as management determines is necessary to enable the preparation of that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on this special purpose financial information based on our audit. We conducted our audit in accordance with International Standards on Auditing. As requested, our audit procedures also included the additional procedures identified in your instructions. International Standards on Auditing require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the special purpose financial information is free from material misstatement. As requested by you, we planned and performed our audit using the materiality level specified in your instructions, which is different than the materiality level that we would have used had we been designing the audit to express an opinion on the special purpose financial information of the component alone.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial information. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial information, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the special purpose financial information.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion. The conclusions reached in forming our opinion are based on the component materiality level specified by you in the context of the audit of the consolidated financial statements of the group.

MSKA & ASSOCIATES
Chartered Accountants

Opinion

In our opinion, the accompanying special purpose financial information for Arysta Lifescience Japan Holdings Goudou Kaisha as of and for the two months ended March 31, 2019 has been prepared, in all material respects, in accordance with the policies contained in UPL Limited's disclosed accounting policies.

Restriction on Use and Distribution

This special purpose financial information has been prepared for purposes of providing information to UPL Limited to enable it to prepare the consolidated financial statements of the group. As a result, the special purpose financial information is not a complete set of financial statements of Arysta Lifescience Japan Holdings Goudou Kaisha in accordance with the International Financial Reporting Standards ('IFRS') issued by the International Accounting Standards Board and is not intended to *give a true and fair view of / present fairly, in all material respects* the financial position of Arysta Lifescience Japan Holdings Goudou Kaisha as of March 31, 2019 and of its financial performance, and its cash flows for the two months period then ended in accordance with the International Financial Reporting Standards ('IFRS') issued by the International Accounting Standards Board. The special purpose financial information may, therefore, not be suitable for another purpose.

This report is intended solely for B S R & Co. LLP, Mumbai and should not be used by (or distributed to) other parties.

MSKA & Associates
Chartered Accountants
ICAI Firm Registration Number: 105047W

Vinayak M. Padwal

Vinayak M Padwal
Partner
Membership No. F49639
April 23, 2019

MSKA & ASSOCIATES * Chartered Accountants *

ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

BALANCE SHEET AS AT 31st MARCH 2019

(In JYP)

	Notes	As at 31st March 2019	As at 31st January 2019
I. ASSETS			
Non-current assets			
Investments	4	22,967,985,515	22,967,985,515
Total Non-current assets		**22,967,985,515**	**22,967,985,515**
Current assets			
Financial assets			
Cash and cash equivalents	5	1,147,521	1,147,521
Total Current assets		**1,147,521**	**1,147,521**
Total Assets		**22,969,133,036**	**22,969,133,036**
II. EQUITY AND LIABILITIES			
Equity			
(a) Share capital	6	60,000	60,000
(b) Other equity	7	22,966,931,949	22,967,723,036
Total equity		22,966,991,949	22,967,783,036
Liabilities			
Current liabilities			
Financial liabilities			
Other financial liabilities	8	2,141,087	1,350,000
Total current liabilities		2,141,087	1,350,000
Total liabilities		2,141,087	1,350,000
Total equity and liabilities		**22,969,133,036**	**22,969,133,036**

The accompanying notes from 1 to 29 are integral part of the Special Purpose Financial Statements.

In terms of our report attached
For MSKA & Associates
Chartered Accountants

ICAI Firm Registration No.:105047W

Vinayak M. Padwal

Vinayak M Padwal
Partner
Membership No: F49639

Place: Mumbai
Date:

MSKA & ASSOCIATES ★ Chartered Accountants ★

For and on behalf of the Board
ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Hisaya Kobayashi

Place:
Date: April 23, 2019

Masayuki Matsumura

Place:
Date: April 23, 2019

ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Statement of Profit and Loss for the period 1st February 2019 to 31st March 2019

(In JYP)

	Notes	1st February 2019 to 31st March 2019
Revenue from contracts with customers	10	-
Finance income		-
Other income	12	-
Total income		-
Expenses		
Cost of material consumed	13	-
Purchase of stock-in-trade		
Changes in inventories of finished goods, stock-in-trade and work-in-progress		
Employee benefit expense	14	-
Finance costs	15	-
Depreciation and amortisation expense	16	-
Other expenses	17	791,087
Total expenses		791,087
Loss before tax		(791,087)
Tax expense		
Current tax	18	-
Withholding Tax	18	-
Deferred Tax	18	-
Total tax expense		-
Loss for the period		(791,087)
Other comprehensive income		-
Total other comprehensive income for the period		-
Total Comprehensive income for the period		(791,087)
Earnings per share (Face Value JYP 1 per share) (not annualised)		
Basic and diluted earnings per share (JYP)	19	(13.18)

The accompanying notes from 1 to 29 are integral part of the Special Purpose Financial Statements.

In terms of our report attached
For MSKA & Associates
Chartered Accountants

ICAI Firm Registration No.:105047W

Vinayak M. Padwal

Vinayak M Padwal
Partner
Membership No: F49639

Place: Mumbai
Date:

MSKA & ASSOCIATES
Chartered Accountants

For and on behalf of the Board
ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Hisaya Kobayashi

Place:
Date: April 23, 2019

松村将行

Masayuki Matsumura

Place:
Date: April 23, 2019

ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Statement of Cash Flow for the period 1st February 2019 to 31st March 2019

(In JYP)

	1st February 2019 to 31st March 2019
A. Cash flow from operating activities	
Loss before tax	(791,087)
Adjustments for:	
Operating profit before working capital changes	(791,087)
Changes in working capital	
Increase/ (decrease) in other current financial liabilities	791,087
Cash generated used in operations	-
Income tax paid	-
Net cash generated from operating activities (A)	-
B. Cash flow from investing activities (B)	-
C. Cash flow from Financing activities (C)	-
Net increase in cash and cash equivalents (A+B+C)	-
Effect of exchange differences on cash & cash equivalents held in foreign currency	
Cash and cash equivalents at the beginning of the period	1,147,521
Cash and cash equivalents at the end of the period	1,147,521
Cash and cash equivalents comprise (Refer Note 5)	
Balances with banks	
On current accounts	1,147,521
Fixed Deposits with original maturity less than 3 months	
Cash on hand	
Total cash and bank balances at end of the period	1,147,521

The accompanying notes from 1 to 29 are integral part of the Special Purpose Financial Statements.

In terms of our report attached
For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No.:105047W

Vinayak M. Padwal

Vinayak M Padwal
Partner
Membership No: F49639

Place: Mumbai
Date:

MSKA & ASSOCIATES * Chartered Accountants *

For and on behalf of the Board
ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Hisaya Kobayashi

Place:
Date: April 23, 2019

松村将行

Masayuki Matsumura

Place:
Date: April 23, 2019

ARYSTA LIFESCIENCE JAPAN HOLDINGS GOUDOU KAISHA

Statement of changes in Equity for two months ended 31st March 2019

(A) Equity Share Capital (Issued and Subscribed)

(In JYP)

Particulars	Note	Amount
Balance as at 31st January 2019	**6**	**60,000**
Changes in equity share capital		
Balance as at 31st March 2019	**6**	**60,000**

(B) Other equity

(In JYP)

Particulars	Reserves and Surplus		Total
	Currency translation account	Retained earnings	
Balance as at 31st January 2019	**-**	**(2,62,479)**	**(2,62,479)**
Profit for two months ended March 2019		(7,91,087)	(7,91,087)
Other comprehensive income for the period		-	-
During the period	-		
Total comprehensive income for two months ended March 2019	**-**	**(10,53,566)**	**(10,53,566)**
Dividends paid during the period			
Dividend distribution tax			
Balance as at 31st March 2019	**-**	**(10,53,566)**	**(10,53,566)**

Description of the nature and purpose of other equity:

Retained Earnings: This Reserve represents the cumulative profits of the company and effects of remeasurement of defined benefit obligations.

1 (A) Corporate Information

Arysta Lifescience Japan Holdings Goudou Kaisha. ('the Company') is company limited by shares. The Company is incorporated and domiciled in Japan.. Till January 31, 2019, Platform Speciality Products Corporation, are the Company's ultimate holding company, respectively. Effective February 1, 2019, UPL Limited, a company incorporated in India, became ultimate holding company by virtues of acquisition of 100% shareholding of its immediate holding company.

The Special Purpose Financial Statements ("financial information") are presented in Japanese("Yens") which is the Company's functional currency. These Special Purpose Financial Statements are prepared solely for inclusion in the Consolidated Financial Results of UPL Limited (Ultimate Holding Company or Group). UPL Limited follow April to March as its financial year. Hence, for the purpose of Special Purpose Financial Statement, the Company has decided to follow April to March as its financial and accordingly special purpose financial statement are prepared for the period February 1,2019 to March 31, 2019.

(B) Significant accounting policies

1.1 Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

The financial statements have been prepared on a historical cost basis, except for investment properties, certain office properties (classified as property, plant and equipment), derivative financial instruments, debt and equity financial assets and contingent consideration that have been measured at fair value.

The financial statements are presented in Japanese Yen and all values are rounded to the nearest million, except when otherwise indicated.

The financial statements provide comparative information in respect of the previous period. In addition, the Company presents an additional statement of financial position at the beginning of the preceding period when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in financial statements.

1.2 Current versus non-current classification

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the 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 the 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.

1.3 Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence are similar to those necessary to determine control over subsidiaries. The Company's investment in its associate are accounted for using the equity method.

Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Company's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment separately.

The statement of profit or loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Associate's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Company's share of profit or loss of an associate is shown on the face of the statement of profit or loss outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate.
The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.
After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss within 'Share of profit of an associate' in the statement of profit or loss.
Upon loss of significant influence over the associate, the Company measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

1.4 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability

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

The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.
A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.
All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable
For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.
Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed, are summarised in the following notes:

- Disclosures for valuation methods, significant estimates and assumptions
- Quantitative disclosures of fair value measurement hierarchy
- Property, plant and equipment under revaluation model
- Financial instruments (including those carried at amortised cost)
- Contingent consideration

1.5 Revenue from contracts with customers

The Company has adopted IFRS 15 "Revenue from Contracts with Customers" with effect from January 1, 2018 using the cumulative effect method. The effect of adoption on retained earnings at January 1, 2018 was not material. Under the cumulative effect method, the Company has used IFRS 15 to determine when revenue is recognized after January 1, 2018 for contracts with obligations to supply products or provide services that had not been fulfilled by that date.
Company's main source of revenue is product sales. Control of products passes to Company's customers, and revenue for product sales is recognized, at a point in time which is usually upon delivery, subject to reasonable assurance of collectability. Delivery is defined based on the terms of the sale contract. This is consistent with the timing of revenue recognition in accordance with the previous standard, IAS 18. Company also derives revenue from licensing the right to use its intellectual property (IP), principally its seeds germplasm and traits. Each licensing contract the Company enters into has unique terms and certain licensing contracts may involve significant upfront or milestone payments in addition to sales based royalties.
Revenue is measured at the amount of consideration to which Company expects to be entitled in exchange for the products or license rights it transfers to customers. If the consideration is receivable more than 12 months after the transaction date and the effect of discounting is material, the revenue amount recognized is discounted to its present value at the transaction date and the unwinding of this discount is recognized as financial income over the period until the date the consideration is due. Revenue in contracts with non-cash consideration is measured at the fair value of the consideration at contract inception.

1.6 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 directly in equity is recognised in equity and not in the statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.
Deferred tax
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
Deferred tax liabilities are recognised for all taxable temporary differences, except:
• When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
• In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:
• When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
• In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised
The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.
Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.
Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.
Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.
The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

1.7 Foreign currencies

The Company's financial statements are presented in Japanese Yen, which is also the functional currency of the Company.

For each entity, the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Company uses the direct method of consolidation and on disposal of a foreign operation, the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method, if any.

i) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of monetary items that are designated as part of the hedge of the Company's net investment in a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss. Tax charges and credits attributable to exchange differences on those monetary items are also recognised in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

1.8 Property, plant and equipment

Construction in progress is stated at cost, net of accumulated impairment losses, if any.

Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (Note __) and provisions (Note __) for further information about the recognised decommissioning provision.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, as follows:

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal (i.e., at the date the recipient obtains control) 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 statement of profit or loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

1.9 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset (or assets) and the arrangement conveys a right to use the asset (or assets), even if that asset is (or those assets are) not explicitly specified in an arrangement.

Company as a lessee

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

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on

the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit or loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

An operating lease is a lease other than a finance lease. Operating lease payments are recognised as an operating expense in the statement of profit or loss on a straight-line basis over the lease term.

1.10 Financial instruments – initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially 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. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15. Refer to the accounting policies in section (e) Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset, if any.

Subsequent measurement

Financial assets at amortised cost (debt instruments)

The Company measures financial assets at amortised cost if both of the following conditions are met:

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Company's financial assets at amortised cost includes trade receivables, and loan to an associate and loan to a director included under other non-current financial assets.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired

Or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full withou material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in the following notes:

- Disclosures for significant assumptions Note 3
- Trade receivables, including contract assets Note 21

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by IFRS 9.

Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

1.11 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for, as follows:

- Raw materials: purchase cost on a first-in/first-out basis
- Finished goods and work in progress: cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

1.12 Impairment of non-financial assets

Impairment losses of continuing operations are recognised in the statement of profit or loss in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at ___ and when circumstances indicate that the carrying value may be impaired.

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

1.13 Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

1.14 Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle

the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2 Changes in accounting policies and disclousures

New and amended standards and interpretations

The Company applied IFRS 15 and IFRS 9 for the first time. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related Interpretations and it applies, with limited exceptions, to all revenue arising from contracts with its customers. IFRS 15 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

IFRS 15 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The change did not have material impact on the Company's operating, investing and financing cash flows and the basic and diluted EPS.

IFRS 9 Financial Instruments

IFRS 9 Financial Instruments replaces IAS 39 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting.

The change did not have material impact on the Company's operating, investing and financing cash flows and the basic and diluted EPS.

(d) Other adjustments

In addition to the adjustments described above, upon adoption of IFRS 9, other items of the primary financial statements such as deferred taxes, investment in an associate and a joint venture (arising from the financial instruments held by these entities), income tax expense, non-controlling interests and retained earnings were adjusted as necessary.

IFRIC Interpretation 22 Foreign Currency Transactions and Advance Considerations

The Interpretation clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine the date of the transactions for each payment or receipt of advance consideration. This Interpretation does not have any impact on the Company's financial statements.

Amendments to IAS 40 Transfers of Investment Property

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. These amendments do not have any impact on the Company's financial statements.

Amendments to IFRS 2 Classification and Measurement of Share-based Payment Transactions

The IASB issued amendments to IFRS 2 Share-based Payment that address three main areas: the effects of vesting conditions on the measurement of a cash-settled share-based payment transaction; the classification of a share-based payment transaction with net settlement features for withholding tax obligations; and accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification from cash settled to equity settled. On adoption, entities are required to apply the amendments without restating prior periods, but retrospective application is permitted if elected for all three amendments and other criteria are met. The Company's accounting policy for cash-settled share based payments is consistent with the approach clarified in the amendments. In addition, the Company has no share-based payment transaction with net settlement features for withholding tax obligations and had not made any modifications to the terms and conditions of its share-based payment transaction. Therefore, these amendments do not have any impact on the Company's financial statements.

3 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Revenue from contracts with customers

The Company applied following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

• *Identifying performance obligations in sale of products.*

Company's main source of revenue is product sales. Control of products passes to Company's customers, and revenue for product sales is recognized, at a point in time which is usually upon delivery, subject to reasonable assurance of collectability. Delivery is defined based on the terms of the sale contract. This is consistent with the timing of revenue recognition in accordance with the previous standard, IAS 18. Company also derives revenue from licensing the right to use its intellectual property (IP), principally its seeds germplasm and traits. Each licensing contract the Company enters into has unique terms and certain licensing contracts may involve significant upfront or milestone payments in addition to sales based royalties.

Revenue is measured at the amount of consideration to which Company expects to be entitled in exchange for the products or license rights it transfers to customers. If the consideration is receivable more than 12 months after the transaction date and the effect of discounting is material, the revenue amount recognized is discounted to its present value at the transaction date and the unwinding of this discount is recognized as financial income over the period until the date the consideration is due. Revenue in contracts with non-cash consideration is measured at the fair value of the consideration at contract inception.

• *Determining the timing of satisfaction of performance obligation*

1. Once product is ready for delivery and shipped performance obligation is satisfied.

2. Revenue from franchise royalties is recognised in the accounting period in which the services are rendered by the franchisee and the royalty fee is charged per agreement.

• *Principal versus agent considerations*

The Company enters into contracts with its customers to acquire, on their behalf, special fire prevention equipment produced by foreign suppliers. Under these contracts, the Company provides procurement services (i.e., coordinating the selection of suitable suppliers and managing the ordering and delivery of the imported equipment). The Company determined that it does not control the goods before they are transferred to customers, and it does not have the ability to direct the use of the equipment or obtain benefits from the equipment. The following factors indicate that the Company does not control the goods before they are being transferred to customers. Therefore, the Company determined that it is an agent in these contracts.

4 INVESTMENTS

(In JYP)

Particulars	31st March 2019		31st January 2019	
	Non-current	Current	Non-current	Current
Investments stated at cost				
Investment in Group entities	22,96,79,85,515	-	22,96,79,85,515	-
Investments stated at amortised cost				
	22,96,79,85,515	**-**	**22,96,79,85,515**	**-**
Aggregate book value of:				
Quoted investments	-	-	-	-
Unquoted investments	22,96,79,85,515	-	22,96,79,85,515	-
Aggregate market value of:				
Quoted investments	-	-	-	-
Unquoted investments	-	-	-	-
Aggregate amount of impairment in value of Investments	-	-	-	-

5 CASH AND CASH EQUIVALENTS

(In JYP)

Particulars	31st March 2019	31st January 2019
Balances with banks		
On current accounts	11,47,521	11,47,521
Total	**11,47,521**	**11,47,521**

6 SHARE CAPITAL

(In JYP)

Particulars	31st March 2019	31st January 2019
Issued, Subscribed and paid up 60,000 (Previous period 60,000) Equity Shares of JPY 1/- each, fully paid-up	60,000	60,000
Total Share Capital	**60,000**	**60,000**

(a) Reconciliation of equity shares outstanding at the beginning and at the end of the period

Particulars	31st March 2019	31st January 2019
Outstanding at the beginning of the period	60,000	60,000
Add / (Less):		
Add / (Less):		
Outstanding at the end of the period	**60,000**	**60,000**

(b) Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares having a par value of JPY __/- per share. Each shareholder is entitled 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 the case of interim dividend. In the event of liquidation of company, the equity shareholders are entitled to receive the remaining assets of the company after distributions of all preferential amounts, in proportion to their shareholding.

10 REVENUE FROM CONTRACTS WITH CUSTOMERS

(In JYP)

Segments	31st March 2019			31st January 2019
	Segment 1	Segment 2	Total	
Sales of products	-		-	-
Total revenue from contracts with customers	-	-	-	-

11 FINANCE INCOME

(In JYP)

Particulars	31st March 2019	31st January 2019
Interest income on:		
Interest income	-	-
Total other income	**-**	**-**

12 OTHER INCOME

(In JYP)

Particulars	31st March 2019	31st January 2019
Dividend income on:		
Income from investments	-	-
Other non-operating income:		
Royalty Revenue	-	-
Foreign exchange gain/(loss) - (Net)	-	-
Profit / (Loss) on sale of Property, Plant and Equipment (Net)	-	-
Management fees income	-	-
Other miscellaneous income	-	-
Total other income	**-**	**-**

13 COST OF MATERIAL CONSUMED

(In JYP)

Particulars	31st March 2019	31st January 2019
Cost of material consumed	-	-
Inventory at the beginning of the period		
Add: Purchases		
Less: Inventory at the end of the period		
Cost of material consumed	**-**	**-**

14 EMPLOYEE BENEFITS EXPENSE

(In JYP)

Particulars	31st March 2019	31st January 2019
Salaries, wages and bonus	-	-
Staff welfare expenses	-	-
Pension expense	-	-
Total employee benefits expense	**-**	**-**

15 FINANCE COSTS

(In JYP)

Particulars	31st March 2019	31st January 2019
Interest expense:	-	-
on Cash credit and working capital demand Loans		
on Others		
Other borrowing costs	-	-
Total finance costs	**-**	**-**

16 DEPRECIATION AND AMORTISATION EXPENSE

(In JYP)

Particulars	31st March 2019	31st January 2019
Depreciation on Property, Plant and Equipment	-	-
Amortisation of Intangible Assets	-	-
Total depreciation and amortisation expense	**-**	**-**

17 OTHER EXPENSES

(In JYP)

Particulars	31st March 2019	31st January 2019
Rent	-	-
Royalty	-	-
Warehousing and freight Cost	-	-
Packaging cost	-	-
Repairs and maintenance	-	-
Communication expenses	-	-
Travelling and coveyance	-	-
Professional fees	-	-
Insurance Charges	-	-
Rates and taxes	-	-
Marketing and advertising expenditure	-	-
Entertainment Expense	-	-
Allowances for doubtful debts and advances	-	-
Impairment during the period	-	-
Audit Expenditure	7,91,087	-
Research and development expenditure	-	-
Utility	-	-
Inventory Write-off	-	-
Management Fee	-	-
Transfer Pricing Expense	-	-
Donation	-	-
Other expenses	-	-
Total other expenses	**7,91,087**	**-**

18 INCOME TAX

18.1 DEFERRED TAX LIABILITIES (NET)

(In JYP)

Particulars	Deferred tax liabilities/ (assets) As at 31st January 2019	Charge/ (credit) to Statement of Profit and Loss	Charge/ (credit) to OCI	Deferred tax liabilities/ (assets) As at 31st March 2019
On expenses allowed on payment basis under Income Tax Act, 1961 (Net)		-		-
On fair value of financial instruments		-		-
On property, plant and equipment		-		-
On loan from Related Party		-		-
Deferred tax (asset) / liability, Net	**-**	**-**	**-**	**-**

18.2 INCOME TAX RECOGNISED IN PROFIT OR LOSS

(In JYP)

Particulars	31st March 2019	31st January 2019
Current tax	-	-
Withholding Tax	-	-
Deferred Tax	-	-
Total income tax expense	**-**	**-**

18.3 INCOME TAX RECOGNISED/(CREDITED) IN OTHER COMPREHENSIVE INCOME

(In JYP)

Particulars	31st March 2019	31st January 2019
Current tax		
In respect of current period		
Total	-	-

18.4 THE RECONCILIATION OF ESTIMATED INCOME TAX EXPENSE AT TAX RATE TO INCOME TAX EXPENSE REPORTED IN STATEMENT OF PROFIT OR LOSS IS AS FOLLOWS:

(In JYP)

Particulars	31st March 2019	31st January 2019
Profit before tax	(7,91,087)	-
Applicable Income tax rate	33.24%	
Expected income tax expense	(2,62,957)	-
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Deferred tax asset not recognised on tax losses	2,62,957	
Income tax expense	-	-
Effective tax rate	-	

19 EARNING PER SHARE (EPS)

Basic EPS is calculated by dividing the profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is calculated by dividing the profit attributable to ordinary equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of ordinary shares outstanding during the period plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

The following table reflects the income and share data used in the basic and diluted EPS calculations:

(In JYP)

Particulars	**31st March 2019**
Profits attributable to equity holders	(7,91,087)
Weighted average number of Ordinary Shares for basic EPS	60,000
Weighted average number of Ordinary Shares adjusted for the effect of dilution*	60,000
Basic Earnings per share of face value 1	(13.18)
Diluted Earnings per share of face value 1	(13.18)

*The weighted average number of shares takes into account the weighted average effect of changes in treasury shares during the period.
There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these financial statements.

20 CONTINGENT LIABILITY AND COMMITMENTS

There are no contingent liabilities as at March 31, 2019.

21 Related Party Disclosures

21.1 **Names of the related parties :**

Name of Related Party	**Nature of Relationship**
UPL Limited	**Ultimate Parent Company**

21.2 **Details of transactions with related party in the ordinary course of business for the period ended:**
The Company has not entered in to any transaction with related party duirng the year

22 Standards issued but not yet effective

These financial statements are special purpose financial statements prepared on account of acquisition of the Company by UPL Limited w.e.f. January 31, 2019. The Company's normal accounting period is April to March. Therefore, the standards effective for annual periods beginning on or after January 1, 2019 shall not be applicable to this special purpose financial statements. These standards shall be effective and adopted by the Company from annual periods beginning from April 1, 2019.

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

IFRS 16 Leases

IFRS 16 was issued in January 2016 and it replaces IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases-Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.
Lessor accounting under IFRS 16 is substantially unchanged from today's accounting under IAS 17. Lessors will continue to classify all leases using the same classification principle as in IAS 17 and distinguish between two types of leases: operating and finance leases.
IFRS 16, which is effective for annual periods beginning on or after 1 January 2019, requires lessees and lessors to make more extensive disclosures than under IAS 17.

Transition to IFRS 16
The Company plans to adopt IFRS 16 retrospectively to each prior reporting period presented. The Company will elect to apply the standard to contracts that were previously identified as leases applying IAS 17 and IFRIC 4. The Company will therefore not apply the standard to contracts that were not previously identified as containing a lease applying IAS 17 and IFRIC 4.

The Company will elect to use the exemptions proposed by the standard on lease contracts for which the lease terms ends within 12 months as of the date of initial application, and lease contracts for which the underlying asset is of low value. The Company has leases of certain office equipment (i.e., personal computers, printing and photocopying machines) that are considered of low value.

IFRS 17 Insurance Contracts

In May 2017, the IASB issued IFRS 17 Insurance Contracts (IFRS 17), a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, IFRS 17 will replace IFRS 4 Insurance Contracts (IFRS 4) that was issued in 2005. IFRS 17 applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply. The overall objective of IFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in IFRS 4, which are largely based on grandfathering previous local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

• A specific adaptation for contracts with direct participation features (the variable fee approach)
• A simplified approach (the premium allocation approach) mainly for short-duration contracts

IFRS 17 is effective for reporting periods beginning on or after 1 January 2021, with comparative figures required. Early application is permitted, provided the entity also applies IFRS 9 and IFRS 15 on or before the date it first applies IFRS 17. This standard is not applicable to the Company.

IFRIC Interpretation 23 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12 and does not apply to taxes or levies outside the scope of IAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:
• Whether an entity considers uncertain tax treatments separately
• The assumptions an entity makes about the examination of tax treatments by taxation authorities
• How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
• How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed. The interpretation is effective for annual reporting periods beginning on or after 1 January 2019, but certain transition reliefs are available. The Company will apply the interpretation from its effective date. Since the Company operates in a complex multinational tax environment, applying the Interpretation may affect its financial statements. In addition, the Company may need to establish processes and procedures to obtain information that is necessary to apply the Interpretation on a timely basis.

Amendments to IFRS 9: Prepayment Features with Negative Compensation

Under IFRS 9, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to IFRS 9 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract.

The amendments should be applied retrospectively and are effective from 1 January 2019, with earlier application permitted. These amendments have no impact on the financial statements of the Company.

Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The amendments address the conflict between IFRS 10 and IAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that the gain or loss resulting from the sale or contribution of assets that constitute a business, as defined in IFRS 3, between an investor and its associate or joint venture, is recognised in full. Any gain or loss resulting from the sale or contribution of assets that do not constitute a business, however, is recognised only to the extent of unrelated investors' interests in the associate or joint venture. The IASB has deferred the effective date of these amendments indefinitely, but an entity that early adopts the amendments must apply them prospectively. The Company will apply these amendments when they become effective.

Amendments to IAS 19: Plan Amendment, Curtailment or Settlement

The amendments to IAS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:
• Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event
• Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss. An entity then determines the effect of the asset ceiling after the plan amendment, curtailment or settlement. Any change in that effect, excluding amounts included in the net interest, is recognised in other comprehensive income.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 January 2019, with early application permitted. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Company.

Amendments to IAS 28: Long-term interests in associates and joint ventures

The amendments clarify that an entity applies IFRS 9 to long-term interests in an associate or joint venture to which the equity method is not applied but that, in substance, form part of the net investment in the associate or joint venture (long-term interests). This clarification is relevant because it implies that the expected credit loss model in IFRS 9 applies to such long-term interests.

The amendments also clarified that, in applying IFRS 9, an entity does not take account of any losses of the associate or joint venture, or any impairment losses on the net investment, recognised as adjustments to the net investment in the associate or joint venture that arise from applying IAS 28 Investments in Associates and Joint Ventures.

The amendments should be applied retrospectively and are effective from 1 January 2019, with early application permitted. Since the Company does not have such long-term interests in its associate and joint venture, the amendments will not have an impact on its financial statements.

Annual Improvements 2015-2017 Cycle (issued in December 2017)

These improvements include:

• IFRS 3 Business Combinations

The amendments clarify that, when an entity obtains control of a business that is a joint operation, it applies the requirements for a business combination achieved in stages, including remeasuring previously held interests in the assets and liabilities of the joint operation at fair value. In doing so, the acquirer remeasures its entire previously held interest in the joint operation.

An entity applies those amendments to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 January 2019, with early application permitted. These amendments will apply on future business combinations of the Company.

• IFRS 11 Joint Arrangements

A party that participates in, but does not have joint control of, a joint operation might obtain joint control of the joint operation in which the activity of the joint operation constitutes a business as defined in IFRS 3. The amendments clarify that the previously held interests in that joint operation are not remeasured.

An entity applies those amendments to transactions in which it obtains joint control on or after the beginning of the first annual reporting period beginning on or after 1 January 2019, with early application permitted. These amendments are currently not applicable to the Company but may apply to future transactions.

• IAS 12 Income Taxes

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognises the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after 1 January 2019, with early application is permitted. When an entity first applies those amendments, it applies them to the income tax consequences of dividends recognised on or after the beginning of the earliest comparative period. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

• IAS 23 Borrowing Costs

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after 1 January 2019, with early application permitted. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

23 Events after the reporting period

No events to disclose

24 CATEGORIES OF FINANCIAL INSTRUMENTS

(In JYP)

Particulars	As at	
	31st March 2019	31st January 2019
A) Financial assets		
a) Measured at amortised cost		
Non-Current		
Current		
i) Cash and Cash equivalents	11,47,521	11,47,521
Sub-Total	**11,47,521**	**11,47,521**
b) Measured at cost		
Non-Current		
i) Investments	22,96,79,85,515	22,96,79,85,515
Sub-Total	**22,96,79,85,515**	**22,96,79,85,515**
Total Financial Assets	**22,96,91,33,036**	**22,96,91,33,036**

(In JYP)

Particulars	As at	
	31st March 2019	31st January 2019
B) Financial liabilities		
a) Measured at amortised cost		
i) Other current financial liabilities	21,41,087	13,50,000
Sub-Total	**21,41,087**	**13,50,000**
Total Financial Liabilities	**21,41,087**	**13,50,000**

25 FAIR VALUE MEASUREMENT

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Fair value measurement hierarchy for liabilities as at 31st March 2019:

Particulars	Date of Valuation	Fair Value measurement using			
		Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value:					
Investments	31-Mar-19	22,96,79,85,515		-	22,96,79,85,515

There were no transfers between Level 1 and Level 2 during two months ended 31st March 2019

26 Fair Values

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

(In JYP)

Particulars	31st March 2019		31st January 2019	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Investments	22,96,79,85,515		22,96,79,85,515	
Total	**22,96,79,85,515**	**-**	**22,96,79,85,515**	**-**
Financial liabilities				
Other financial liabilities	21,41,087		13,50,000	
Total	**21,41,087**	**-**	**13,50,000**	**-**

27 Financial instruments risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivables, and cash and short-term deposits that derive directly from its operations. The Company also holds investments in debt and equity instruments and enters into derivative transactions.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, debt and equity investments and derivative financial instruments.

As at March 31, 2019 the Company does not have any financial instrument which is expose to Market risk.

28 Capital Management

For the purpose of the Company's capital management, capital includes issued capital 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 manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 20% and 40%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits, excluding discontinued operations.

(In JYP)

Particulars	**31st March 2019**	**31st January 2019**
Other payables	21,41,087	13,50,000
Less: cash and short-term deposits	(11,47,521)	(11,47,521)
Net debt	**9,93,566**	**2,02,479**
Equity	22,96,69,91,949	22,96,77,83,036
Total capital	**22,96,69,91,949**	**22,96,77,83,036.00**
Capital and net debt	**22,96,79,85,515**	**22,96,79,85,515**
Gearing ratio (%)	**0%**	**0.00%**

29 Financial Statements Approval

The financial statements of the company were authorised for issued in accordance with a resolution of the directors on April 23, 2019.