Looks Health Services Limited

CIN: L93030MH2011PLC222636

Date: 06th September, 2021

To
The Manager- CRD
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001
Scrip code - 534422

Sub.: Submission of Notice alongwith Annual Report of 10th Annual General Meeting (AGM) for the Financial Year 2020-2021

Dear Sir/Madam,

With reference to the above mentioned captioned subject and Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached Notice of 10th Annual General Meeting (AGM) along with Annual Report of Looks Health Services Limited for the financial year 2020-2021

Further with respect to Circulars of Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) the Notice of 10th Annual General Meeting (AGM) along with Annual Report for the financial year 2020-2021 is sent through electronic mode to all the Members of the Company who have registered their e-mail address with the Company / Depository Participant(s).

The same is also available on the website of the Company at www.looksclinic.in and on the website of Stock Exchange, BSE Limited at www.bseindia.com and on the website of NSDL i.e. www.evoting.nsdl.com. respectively.

Kindly take the same on record.

Thanking You.

Yours Faithfully,

For Looks Health Services Limited

(Kanchan Kaku) Company Secretary

Encl: a/a





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CORPORATE INFORMATION

ISIN	<u>CIN</u>	SCRIP CODE
INE204N01013	L93030MH2011PLC222636	534422

BOARD OF DIRECTORS

Mr. Pritesh Doshi	:	Chairman cum Managing Director
Ms. Pallavi Jadhav	:	Managing Director (Resigned w.e.f. 05 th September 2020)
Ms. Renukka Marwah	:	Managing Director (Appointed w.e.f 05 th September 2020 and Resigned w.e.f. 31 st March 2021)
Mr. Devendra Sanghvi	:	Independent Director
Ms. Quincy Sanadhya	:	Independent Director (Resigned w.e.f. 31st March 2021)
Ms. Sejal Jain		Independent Director (Appointed w.e.f. 01st April 2021)
Mr. Milinath Gavas	:	Chief Financial Officer (Appointed w.e.f. 01st April 2021)

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Suchit Sharma	:	Resigned with effect from 16th October, 2020
Ms. Kanchan Kaku	:	Appointed with effect from 01st April, 2021

REGISTERED OFFICE

5 & 9, Floor – 1 & 2, Plot-27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai -400001. Website: www.looksclinic.in

Email: lookshealthserv@gmail.com Phone No: 97734 13916

SECRETARIAL AUDITOR	STATUTORY AUDITORS	INTERNAL AUDITORS
VKM & ASSOCIATES	PAREKH SHAH & LODHA	M/S. DHRUVAPRAKASH & CO.
116, Trinity Bldg, 1st Floor, 227, Dr. C H Street, Behind Parsi Dairy, Marine	BKC Centre, 31-E, Laxmi Industrial Estate, New Link Road, Andheri (W),	B-408, Naman Midtown, Senapati Bapat Marg, Elphinstone Road
Lines (E), Mumbai -400002.	Mumbai – 400053	(West) Mumbai - 400013.
Tel:22077267	Tel No 022-30706021/44	Tel: 022-2438 2100
Email: vkmassociates@yahoo.com	Email: pslca1988@gmail.com	Email: cadpshetty@gmail.com

REGISTRAR & TRANSFER AGENT

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

A/505 Dattani Plaza, Andheri Kurla Road, Safeed Pool, Andheri (East), Mumbai - 400072 Tel: 022-49721245, 022-28511022 Email: admin@skylinerta.com

BANKERS

HDFC Bank Limited

NOTICE

NOTICE is hereby given that the **Tenth Annual General Meeting** of the Members of **Looks Health Services Limited** will be held at the Registered Office of the Company situated at 5 & 9, Floor - 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai -400001 on Thursday, 30th day of September, 2021 at 02:30 P.M. to transact the following business:

ORDINARY BUSINESS:

- 1. To consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2021 including Audited Balance Sheet and Profit & Loss A/c together with the Auditors' Report & Board's Report thereon.
- **2.** To Appoint a director in place of Mr. Pritesh Doshi (DIN: 05155318) who retires by rotation and being eligible offers himself for reappointment.
- 3. To appoint M/s. Parekh Shah & Lodha as Statutory Auditors of the Company

To consider and if thought fit, to pass with or without modifications, the following Resolution as an **Ordinary resolution**:

"RESOLVED THAT pursuant to Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, M/s. Parekh Shah & Lodha, Chartered Accountants (Firm Registration No. 107487W) be and is hereby appointed as the Statutory Auditors of the Company to hold office for first term of five consecutive years from the conclusion of this Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company and the Board of Directors are hereby authorised to fix the remuneration payable to them as set out in the explanatory statement annexed to the Notice convening this 10th Annual General Meeting of the Company."

SPECIAL BUSINESS:

4. To appoint Mr. Pritesh Doshi (DIN: 05155318) as Managing Director of the Company

To consider and if thought fit, to pass with or without modifications, the following Resolution as a **Special resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and Schedule V of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or reenactment thereof) and provisions of the Articles of Association of the Company, Mr. Pritesh Doshi, holding DIN 05155318, be and is hereby appointed as Managing Director on the Board of the Company with effect from 01st April, 2021 and he shall be designated as a Managing Director and shall hold office for a period of 5 years from the date of his appointment till 31st March, 2026 on the terms and conditions contained in the Agreement executed by and between Mr. Pritesh Doshi and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) can alter and vary terms and conditions of the said appointment, within the permissible statutory provisions, in such manner as may be agreed to between the Board and Mr. Doshi.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to above resolution including filing of necessary forms with Registrar of Companies for and on behalf of the Company."

5. To appoint Ms. Sejal Jain (DIN: 09092276) as Non-Executive Independent Director of the Company

To consider and if thought fit, to pass with or without modifications, the following Resolution as an **Ordinary resolution:**

RESOLVED THAT pursuant to the provisions of sections 149,150,152 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Ms. Sejal Jain (DIN: 09092276), was appointed as an additional director (Independent Non-Executive Director) w.e.f. 01st April, 2021 in terms of section 161 of the Companies Act, 2013, and who has submitted a declaration that she meets the criteria for independence as provided in the Act and Listing Regulations, who holds office up to the date of this Annual General Meeting in terms of Section 160(1) of the Act be and is hereby appointed as an Non-Executive Independent director of the Company to hold office for a term of five consecutive years with effect from 01st April, 2021 31st March, 2026 on terms and conditions as set out in Explanatory Statement and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to above resolution including filing of necessary forms with Registrar of Companies and for and on behalf of the Company."

By Order of the Board For Looks Health Services Limited

Sd/-Kanchan Kaku Company Secretary & Compliance Officer

Date: 06th September, 2021

Place: Mumbai

NOTES: -

- 1. The Annual General Meeting will be held at the said venue by strictly adhering to the Social Distancing Norms and other Safety Protocols including face masks, hand sanitization, Infrared Thermometer etc. as per the guidelines/advisories/SOP's issued by the Ministry of Health & Family Welfare, Govt. of India and the State Govt. amid COVID-19 Pandemic.
- 2. Statement pursuant to Section 102(1) of the Companies act, 2013 setting out the material facts concerning each item of Special Business to be transacted at the AGM is annexed hereto.
- 3. Information as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / reappointment at the AGM is provided as part of this report.
- 4. As required under SS-2 issued by ICSI, a route map, including a prominent landmark, showing directions to reach the AGM venue is annexed to Annual Report and forms part of this Notice.
- 5. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TENTH ANNUAL GENERAL MEETING ('AGM') IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON HIS / HER BEHALF ONLY ON A POLL. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.
 - In terms of Section 105 of the Companies Act, 2013 and Rules framed thereunder, a person can act as a proxy on behalf of the Members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Members.
- 6. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp not been cancelled, will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.
- 7. The proxy-holder shall prove his identity at the time of attending the Meeting.
- 8. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a duly certified copy of the Board Resolution in terms of Section 113 of the Act, together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting, to the Company.
- 9. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
- 10. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting and vote.
- 11. Members are requested to bring their Original photo ID (like PAN Card, AADHAR Card, Voter Identity Card, etc., having photo identity) while attending the meeting.
- 12. In case of joint holders attending the meeting, only such joint holder who is highest in the order of names will be entitled to vote.

- 13. Due to Casual Vacancy caused by resignation of M/s. Kriplani Milani & Co., Chartered Accountants, e-voting through postal ballot was conducted and Members of the Company had approved the appointment of M/s. Parekh Shah & Lodha, Chartered Accountants, as the Statutory Auditors of the Company to hold office untill the conclusion of this Annual General Meeting of the Company. Their appointment for the 01st Term of Five Years in the Notice of this Annual General Meeting is placed before the members for their Approval
- 14. Pursuant to Section 91 of the Act, the Register of Members and Share Transfer books will remain closed from Thursday, 23rd day of September, 2021 to Thursday, 30th day of September 2021(both days inclusive).
- 15. The Registers under the Companies Act, 2013 will be available for inspection at the Registered Office of the Company during business hours between 11.00 am to 1.00 pm on all working days except on holidays. The said Registers will also be available for inspection by the members at the AGM.
- 16. In case of any queries regarding the Annual Report, members may write to lookshealthserv@gmail.com to receive an email response. Members desiring any information relating to the financial statements at the meeting are requested to write to us at least ten (10) days before the meeting to enable us to keep the information ready.
- 17. Members are requested to forward all communications/ correspondence/grievances to the Registrar & Share Transfer Agent (RTA) and are further requested to always quote their DP ID/ Client ID in all correspondences with the Company.
- 18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participant with whom they have their demat account(s).
- 19. Non Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable, if such details were not furnished earlier.
- 19. To facilitate other shareholders whose email id are not registered, to receive this notice electronically and cast their vote electronically, special arrangement has been made with its Registrar & Share Transfer Agent for registration of email addresses in terms of the General Circular No. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, dated 15/06/2021, NO.33/2020 dated 28/09/2020, 39/2020 dated 31/12/2020, 10/2021 dated 23rd June, 2021 issued by Ministry of Corporate Affairs respectively. The process for registration of email addresses is as under:
 - Pursuant to the aforesaid Circular issued by Ministry of Corporate Affairs, shareholders who have not registered their email address may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, M/s. Skyline Financial Services Private Limited, by clicking the link: http://www.skylinerta.com/EmailReg.php. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting at the ensuing AGM. In case of any queries, shareholder may write to admin@skylinerta.com.
- 20. The Notice calling the AGM alongwith Annual Report has been uploaded on the website of the Company at www.looksclinic.in. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the same is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
 - The Notice for AGM along with instructions for e-voting along with Assent / Dissent Form, Attendance Slip and Proxy Form and Annual Report is being sent to all the Members in electronic form, to the e-mail addresses registered with their Depository Participants.

- 21. Members whose names appear on the Register of Members/List of Beneficial Owners as on Thursday, 23rd day of September, 2021 will be considered for the purpose of voting.
- 22. The permanent registration of E-mail ID provided shall be updated subject to successful verification of your signatures as per record available with the RTA of the Company.
- 23. The Ministry of Corporate Affairs (MCA), Government of India, through its Circular Numbers 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively has allowed Companies to send official documents to their shareholders electronically as part of its Green Initiatives in Corporate Governance.
- 24. We request you to register your e-mail address with the Company's RTA, if not yet registered, to ensure that the annual report and other documents reach you on your preferred e-mail.

25. E-Voting process:

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to its members to cast their votes electronically on all resolutions set forth in the Notice convening the 10th Annual General Meeting to be held on Thursday, 30th day of September 2021. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The facility for voting, either through ballot / polling paper shall also be made available at the venue of the 10^{th} AGM. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed M/s. VKM & Associates, Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed **Thursday**, 23rd day of **September**, 2021 as the 'Cut-off Date'. The remote e-voting /voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. **Thursday**, 23rd day of **September**, 2021 only. The e-voting facility is available at the link www.evoting.nsdl.com

PROCEDURE/ INSTRUCTIONS FOR E-VOTING ARE AS UNDER:

How do I vote electronically using NSDL e-Voting system?

<u>The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:</u>
<u>Step 1: Access to NSDL e-Voting system</u>

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-

- Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
- 3. 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

- 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginorwww.cdslindia.com and click on New System Myeasi.
- 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote.
- 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration
- 4. Alternatively, the user can directly access e-Voting page by

	providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

<u>Important note:</u> Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP 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************************************	
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. Password details for shareholders other than Individual shareholders 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.
 - b) 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.
 - c) How to retrieve your 'initial password'?
 - (i) 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'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process** for those shareholders whose email ids are not registered.
- 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) <u>Physical User Reset Password?</u>" (If you are holding shares in physical mode) option available on <u>www.evoting.nsdl.com</u>.
 - 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 etc.
 - 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.

Step 2: Cast your vote electronicallyon NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
- 3. 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.
- 4. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 6. 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 vkmassociates@yahoo.com 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 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company 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 lookshealthserv@gmail.com.
- 2. 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 lookshealthserv@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- 3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

GENERAL INSTRUCTIONS:

- i. The e-voting period commences on Sunday, 26th day of September, 2021 (09.00 a.m. IST) and ends on Wednesday, 29th day of September, 2021 (05.00 p.m. IST). During this period, Members holding shares of the Company, as on Thursday, 23rd day of September, 2021 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
- ii. The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the Meeting through electronic voting system or poll paper.
- iii. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.nsdl.com.
- iv. M/s. VKM & Associates, Company Secretaries, Mumbai has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting through polling paper and remote e-voting process in a fair and transparent manner.
- v. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, within 2 (two) working days of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- vi. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.looksclinic.in and on the website of NSDL www.evoting.nsdl.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

By Order of the Board For Looks Health Services Limited

Sd/-Kanchan Kaku Company Secretary & Compliance Officer

Date: 06th September, 2021

Place: Mumbai

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO 3: -

As per the provisions of Companies Act, 2013 read with rules made thereunder, due to Casual Vacancy caused by Resignation of M/s. Kriplani Milani & co., Chartered Accountants, M/s Parekh Shah & Lodha, Chartered Accountants (Firm Registration No. 107487W) were appointed for the F.Y. 2020-2021 through Postal Ballot conducted from 08th October, 2020 to 06th November, 2020 and M/s Parekh Shah & Lodha, Chartered Accountants (Firm Registration No. 107487W) Statutory Auditors of the Company shall hold office upto the conclusion of the 10th Annual General Meeting (AGM). The Audit Committee and Board of Directors at their meeting held on 06th September, 2021 of the Company have recommended appointment of M/s Parekh Shah & Lodha as Statutory Auditors of the Company for first term of five (5) consecutive years from the conclusion of the 10th AGM till the conclusion of 15th AGM of the Company.

Additional information about Statutory Auditors pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided below:

Details	Particulars
Proposed fees payable to the statutory auditor Audit	For F.Y. 2021-2022: Rs.35000/-
fees in connection with the audit of the accounts of	
the Company for the financial year 2021-2022:	
Terms of appointment	M/s Parekh Shah & Lodha is proposed to be appointed for a first term of five (5) consecutive years from the conclusion of the 10th AGM till the conclusion of 15th AGM of the Company
Basis of recommendation for appointment including	The firm is a Partnership firm established in 1988 offering
the details in relation to and credentials of the statutory auditor(s) proposed to be appointed	audit and assurance services which are registered with the Institute of Chartered Accountants of India (ICAI).
	The registered office of the Firm is at BKC Centre, 31-E, Laxmi Indl. Estate, New Link Road, Andheri (W), Mumbai -400053.
	Chartered accountant profession in India is governed by the Chartered Accountants Act,1949 (the 'Act') and as per the provisions of the Act, firms are subject to peer reviews which are conducted regularly by Institute of Chartered Accountants of India (ICAI). The Firm has a valid Peer Review certificate.
	The Firm serves large clients like listed companies, large unlisted companies, banks, financial institutions, etc. The Firm complies with the relevant requirements of quality control as per International Standard on Quality Control 1, Quality Control for Firms that Perform Audits and Reviews of Financial Statements, Due Diligence Services, Inspection and Investigations, Valuation Services and Other Assurance and Related Services Engagements; and Indian SQC 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Services Engagements.

The Board recommends the passing of the Ordinary Resolution as set out at item no. 03 of the accompanying notice for member's approval.

None of the Directors or Key Managerial Personnel and their relatives are concerned or interested in passing of the above said resolution.

ITEM NO 4: -

The Board of Directors of Company in the meeting held on 01st April, 2021 had approved the resignation of the former Managing Director, Ms. Renukka Marwah and thereafter, in the same meeting, on the recommendation of Nomination and Remuneration Committee, accorded their consent for the appointment of Mr. Pritesh Doshi as Managing Director.

Mr. Pritesh Doshi, aged 31 Years, has earned his Graduation (B.Com). He possesses vast knowledge and rich experience Administrative and Financial Matters.

He is also appointed as Director in the four other Companies such as Maxgainz Finserve Private Limited, Sur-man Securities Private Limited, Ascent Shares and Stock Brokers Limited, Rribada Films Private Limited. He is also the member of the respective Committees in the Company.

The terms & conditions of his appointment are as follows: -

- a) Remuneration: an amount not exceeding Rs.20,000/- p.m. (i.e. Rs. 2,40,000/- p.a.) as Basic Salary
- b) Period of Appointment: 01st April, 2021 to 31st March, 2026.
- c) The appointment may be terminated by either party by giving one months' notice in writing on such termination or as may be mutually agreed between the parties.
- d) He shall perform such duties as shall from time to time be entrusted upon her by the Board of Directors in accordance with the provisions of Companies Act, 2013 and the Listing Regulations with the Stock Exchange.

As per provisions of Sections 196 & 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made there under, the appointment and remuneration payable to Mr. Pritesh Doshi as Managing Director needs to be approved by the shareholders of the Company in general meeting. Details as per Regulation 36(3) of SEBI(LODR) Regulations, 2015 is annexed herewith as Annexure-A.

Except, Mr. Pritesh Doshi, none of the Directors and Key Managerial Personnel of your Company or relatives of Directors/Key Managerial Personnel are concerned or interested in the said resolution.

The Board recommends the Special Resolution as set out at item no. 4 of the Notice for your approval.

ITEM NO 5: -

The Board of Directors appointed Limited Ms. Sejal Jain (DIN: 09092276) as an Additional Director of the Company with effect from 01st April, 2021 on the recommendation of the Nomination and Remuneration Committee in accordance with the provisions of Section 149, 161 of the Companies Act, 2013. As per the provisions of Section 161(1) of the Act, she holds office of Additional Director only up to the date of this Annual General Meeting of the Company and is eligible for appointment as Director. The Company has received a notice under Section 160(1) of the Act proposing her candidature for the office of Director of the Company. Ms. Prapti Shah is not disqualified from being appointed as an Non- Executive Independent Director in terms of Section 164 of the Companies Act, 2013 and has also given a declaration that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16(1)(b) and 25 of SEBI (LODR) Regulations, 2015.

Brief resume of Ms. Sejal Jain, nature of her expertise in specific functional areas and name of the companies in which she holds directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (LODR) Regulations, 2015 are provided in the Corporate Governance Report which forms part of this Annual Report and details as per Regulation 36(3) of SEBI(LODR) Regulations, 2015 is annexed herewith as Annexure-A.

The Board recommends the passing of the Ordinary Resolution as set out at item no. 05 of the accompanying notice for member's approval.

None of the Directors or Key Managerial Personnel and their relatives, except Ms. Sejal Jain, are concerned or interested in passing of the above said resolution.

By Order of the Board For Looks Health Services

Sd/-Kanchan Kaku Company Secretary & Compliance Officer Date: 06th September, 2021

Place: Mumbai

Annexure A

ADDITIONAL INFORMATION ON DIRECTORS

As Required Under Regulation 36 (3) Of the SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015, Companies Act 2013 And Secretarial Standard at Ensuing Annual General Meeting is as follows:

Name of the Director	Mr. Pritesh Doshi	Ms. Sejal Jain
DIN	05155318	09092276
Date of Birth/ Age	23/06/1990, 31 Years	30/03/1988, 33 Years
Nationality	Indian	Indian
Date of First Appointment	24/12/2011	01/04/2021
Designation	Managing Director	Non-Executive Independent Director
Specialized Expertise	Good experience in Administrative & Financial Matters	Possesses rich experience in Administrative & Business Management
Qualifications	B.Com	Under Graduate
Remuneration last drawn	Rs. 2,40,000/- p.a	NIL
Remuneration Proposed to be paid	Rs. 2,40,000/-p.a	NIL
Terms and Condition of appointment/ re-appointment	As per letter of Appointment	As per letter of Appointment
Directorship of other Companies as at 31/03/2021.	4	1
Chairmanship/Membership of other Committees as at 31/03/2021.	3	3
No. of Board meeting attended during year	7	N/A
No. of Shares held in Company as on 31/03/21.	122500 Equity Shares	NIL
Relationship with existing Directors of the Company	None	None

By Order of the Board For Looks Health Services Limited

Sd/-

Kanchan Kaku

Company Secretary & Compliance Officer

Date: 06th September, 2021

Place: Mumbai

BOARD'S REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

Dear Shareholders,

Your Directors have great pleasure in presenting the 10th Board's Report together with the Audited Balance Sheet as at 31st March, 2021 and Profit & Loss Account for the year ended on that date.

1. FINANCIAL STATEMENTS & RESULTS:

Highlights of Financial Results:

The Company's performance during the year ended 31st March, 2021 as compared to the previous financial year, is summarized below:

(Amount in Rupees)

(Amount in Ru		
Particular	For the financial year ended 31st March, 2021	For the financial year ended 31st March, 2020
Revenue from operations	146,299	7,766,403
Other Income	5,714,526	5,300,628
Total Income	58,60,825	13,067,031
Less: Total Expenses	6,820,901	13,917,139
Profit/ (Loss) before tax	(1,009,028)	(151,830)
(Less): Tax Expenses	716,609	14,011
Profit / (Loss) after Tax	(1,725,637)	(165,841)
Other comprehensive (loss)/income for the year	-	-
Total comprehensive income for the year	(1,725,637)	(165,841)
No. of Equity Shares	10500000	10500000
EPS	(0.16)	(0.02)

FINANCIAL PERFORMANCE:

The total income of the Company for the year under review stood at Rs.5,860,825 /- (previous year Rs. 13,067,031/-). During the year the Company suffered a loss of Rs. 1,725,637. /- (previous year loss of Rs. 165,841/-).

IMPACT OF CORONA VIRUS ON GOING CONCERN

Uncertainty is always a part of the business environment. It has been over a year since Covid-19 pandemic hit us hard, and we are still dealing with disruptions in all geographies. We hope the situation to improve with vaccine coverage across the world. Due to Covid-19 restrictions the company is facing difficulties to carry on operations and has closed all its Clinics due to increasing operational costs and there is no business. Further Company is closely watching the developments on restrictions and will take decision to open clinics only upon clear visibility on Covid19 restrictions and guidelines. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. The Company observed all the government advisories and guidelines thoroughly throughout the year.

DIVIDEND:

In view of the losses incurred during the year under review, your Directors do not recommend dividend for this year.

SHARE CAPITAL:

As on March 31, 2021, the paid up equity share capital of the company was INR 10,50,00,000/- i.e. 10500000 equity shares of INR 10 each. There was no change in Paid-up Share Capital of the Company during the Financial Year 2020-21.

BOARD OF DIRECTORS

As on March 31, 2021, the Board comprised of two Executive Directors-Mr. Pritesh Doshi- Whole-Time Director and Ms. Renukka Marwah- Managing Director and two Non-Executive Independent Directors. The Company has received necessary declarations from the Independent Directors stating that they meet the prescribed criteria for independence. Based on the confirmations/disclosures received from the Directors under Section 149(7) of the Companies Act 2013 and on evaluation of the relationships disclosed, the following Non-Executive Directors are considered as Independent Directors:

- a) Mr. Devendra Sanghvi
- b) Ms. Quincy Sanadhya

DECLARARTION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from all the Independent Directors of the Company under subsection (7) of Section 149 of the Companies Act, 2013 confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015.

ANNUAL PERFORMANCE EVALUATION BY THE BOARD:

SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015, mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of directors on various parameters such as:

- i. Board dynamics and relationships
- ii. Information flows
- iii. Decision-making
- iv. Relationship with stakeholders
- v. Company performance and strategy
- vi. Tracking Board and committee's effectiveness
- vii. Peer evaluation

Pursuant to the provisions of the Companies Act, 2013 a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of the independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board works with the nomination and remuneration committee to lay down the evaluation criteria.

The Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committees of the Company. The Board has devised questionnaire to evaluate the performances of each of executive, non-executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings;
- ii. Quality of contribution to Board deliberations;
- iii. Strategic perspectives or inputs regarding future growth of Company and its performance;
- iv. Providing perspectives and feedback going beyond information provided by the management;
- v. Ability to contribute to and monitor our corporate governance practices.

CHANGES IN BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Your Company's Board is duly constituted and is in compliance with the requirements of the Companies Act, 2013, the Listing Regulations and provisions of the Articles of Association of the Company. Your Board has been constituted with requisite diversity, wisdom and experience commensurate to the scale of operations of your Company.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Articles of Association of the Company, Mr. Pritesh Doshi (DIN: 05155318), who retires by rotation and being eligible, has offered himself for re-appointment.

Your Board recommends re-appointment of the above Director. The following changes occurred in the Company:

- 1. Ms. Pallavi Jadhav resigned w.e.f 05th September 2020, and further to occupy the position of Managing Director, the Board of Directors in its meeting held on 05th September 2020, appointed Ms. Renukka Marwah as the Additional Director, subject to the ratification of her appointment as a Managing Director, by the members of the Company in the ensuing Annual General Meeting.
- 2. Ms. Renukka Marwah resigned as Managing Director of the Company w.e.f. 31st March, 2021 and to occupy her position Mr. Pritesh Doshi was re-designated from Whole-time Director and Chief Financial Officer to Managing Director.
- 3. The Board of Directors in its meeting held on 01st April, 2021, appointed Ms. Sejal Jain as the Additional Director, subject to the ratification of her appointment as an Independent Director, by the members of the Company in the ensuing Annual General Meeting.
- 4. Mr. Milinath Gavas was appointed as Chief Financial Officer by the Board of Directors in its meeting held on 01st April, 2021.
- 5. The Board acknowledged the resignation of Mr. Suchit Sharma as Company Secretary and Compliance Officer of the Company w.e.f. 16th October 2020. Further, Ms. Kanchan Kaku was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 01st April, 2021.

Additional Information on directors recommended for appointment/re-appointment as required under Regulation 36 (3) of the SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015 at ensuing Annual General Meeting are given in the Notice convening 10th Annual General Meeting.

The Company has formulated code of conduct on appointment of directors and senior management. This code of conduct can be accessed on the website of the Company at the link https://looksclinic.in/wp-content/uploads/2021/05/Code-of-Conduct-for-Board-of-Directors-Senior-Management.pdf

MEETINGS OF THE BOARD:

Seven meetings of the Board of Directors were held during the year. The details of number of meetings of the Board held during the financial year 2020-21 are provided in Corporate Governance Report which forms an integral part of this Report. The gap between any two meetings never exceeded 120 days (except during relaxation granted by Ministry of Corporate Affairs and Securities and Exchange Board of India).

COMMITTEES OF THE BOARD:

There are currently three Committees of the Board, as follows:

- 1. Audit Committee
- 2. Stakeholders' Relationship Committee
- 3. Nomination and Remuneration Committee

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in Corporate Governance Report which forms an integral part of this Report.

DIRECTORS' RESPONSIBILITY STATEMENT:

As required under Section 134(3)(c) of the Companies Act, 2013 and according to the information and explanations received by the Board, your Directors state that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the directors have 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 of the company for that period;
- c. the directors have 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 have prepared the annual accounts on a going concern basis;
- e. the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EXTRACT OF ANNUAL RETURN:

An extract of Annual Return is available on the website of the Company viz. www.looksclinic.in.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the financial year under review, the provisions related to CSR were not applicable to the Company.

CORPORATE GOVERNANCE:

Corporate Governance is about maximizing shareholders value legally, ethically and sustainably. At Looks Health Services Limited, the goal of Corporate Governance is to ensure fairness for every stakeholder. We believe Corporate Governance is critical to enhance and retain investor trust. Our Board exercises its judiciary responsibilities in the widest sense of the term. We also endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions. As per regulation 34 of the Listing Regulations, a separate section on corporate governance practices followed by your Company, together with a certificate from M/s. VKM & Associates, Practicing Company Secretary, on compliance with corporate governance norms under the Listing Regulations, is provided as **Annexure -I** to this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Management Discussion and Analysis Report, which gives a detailed account of state of affairs of the Company's operations forms part of this Annual Report as **Annexure-II**.

STOCK EXCHANGE:

The Equity Shares of the Company are listed at BSE Limited. The Company has paid the Annual listing fees for the year 2020-2021 to the said Stock Exchange.

PUBLIC DEPOSITS:

During the year under review, the Company has not accepted deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Pursuant to Section 186 of Companies Act, 2013 and Schedule V of the Listing Regulations, disclosure on particulars relating to loans, advances, guarantees and investments are provided as part of the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All Related Party Transactions entered during the year were in Ordinary Course of the Business and on Arm's Length basis. No Material Related Party Transactions, entered during the year by your Company as per Section 188 of the Companies Act, 2013 which require approval of the member. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) of the Companies Act, 2013 in Form AOC-2 is not applicable. Further disclosure of transactions with related parties is set out as part of the financial statements.

The Policy on materiality of related party transactions and also on dealing with related party transactions as approved by the Board may be accessed on the website of the Company at the link-http://looksclinic.in/wp-content/uploads/2019/07/policy-on-material-related-party.pdf

PARTICULARS OF REMUNERATION:

Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel Rules, 2014, details of the ratio of remuneration of each Director to the median employee's remuneration are appended to this report as **Annexure -III**.

During the year under review, no employee was in receipt of remuneration exceeding the limits as prescribed under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has adopted a Vigil mechanism / Whistle blower Policy to deal with instance of fraud and mismanagement, if any. The Company has established a mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of our Code of Conduct and Ethics. The mechanism also provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in the exceptional cases. The details of the Vigil Mechanism Policy are explained in the report of Corporate Governance and also posted on the website of the Company. We affirm that during the financial year 2020-2021, no employee or director was denied access to the Audit Committee. https://looksclinic.in/wp-content/uploads/2021/05/Whistle-Blower-Policy.pdf

REMUNERATION POLICY:

Pursuant to provisions of Section 178 of the Companies Act, 2013 and SEBI (Listing and Obligation Disclosure Requirements) Regulations 2015 and on the recommendation of the Nomination and Remuneration Committee, the Board has adopted a Policy on criteria for appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration. The salient features of the Remuneration Policy are stated in the Report on Corporate Governance which forms part of this Annual Report.

The policy can be accessed at the Link-

https://looksclinic.in/wp-content/uploads/2021/05/criteria-of-making-payment-to-non-executive-directors.pdf

INFORMATION UNDER THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and 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 thereunder. There was no complaint on sexual harassment during the year under review.

The following is reported pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a. Number of complaints filed during the financial year
b. Number of complaints disposed off during the financial year
c. Number of cases pending as on end of the financial year
i. NIL
i. NIL

The policy can be accessed on the website of the Company at the link: https://looksclinic.in/wp-content/uploads/2021/05/Policy-on-Sexual-Harassment.pdf

RISKS AND AREAS OF CONCERN:

The Company has laid down a well-defined Risk Management Policy to identify the risk, analyze and to undertake risk mitigation actions. The Board of Directors regularly undertakes the detailed exercise for identification and steps to control them through a well-defined procedure.

AUDITORS:

• STATUTORY AUDITORS:

On 28th September, 2020, M/s. Kriplani Milani & Co., Chartered Accountants, Mumbai (having FRN: 130461W) tendered their resignation and to fulfill the casual vacancy of Statutory Auditor the Audit Committee, recommended M/s. Parekh Shah and Lodha, Chartered Accountants (FRN: 107487W) to fill the casual vacancy caused due to resignation.

Company conducted a e-voting through postal ballot and on the basis of votes received M/s. Parekh Shah and Lodha, Chartered Accountants (FRN: 107487W) were appointed as Statutory Auditors of the Company to hold office up to the conclusion of 10th Annual General Meeting to be held in the year 2021.

Audit Committee at its meeting held on 06th September, 2021 recommended appointment of M/s. Parekh Shah and Lodha, Chartered Accountants (FRN: 107487W) for a first term of five consecutive years up to the conclusion of 15th Annual General Meeting to be held in the year 2026.

The Auditor's Report for the year ended 31st March, 2021 does not contain any qualification, reservation or adverse remark. Pursuant to provisions of Section 143(12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review. The Auditor's Report is enclosed with Financial Statements in this Annual Report.

• INTERNAL AUDITOR:

The Company has re-appointed M/s. Dhruvaprakash & Co, Chartered Accountants (FRN.: 117674W) as its Internal Auditor. The Internal Auditor has given his reports on quarterly basis to the Audit Committee.

Based on the report of internal audit, management undertakes corrective action in the respective areas and strengthens the levels of Internal Financial and other operational controls.

• SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has re-appointed M/s. VKM & Associates, Practicing Company Secretaries, to conduct Secretarial Audit of the Company. The Report of the Secretarial Audit in Form MR-3 for the financial year ended March 31, 2021 is enclosed as <u>Annexure-IV</u> to this Report.

There are no qualifications, reservations or adverse remarks made by the Secretarial Auditor in the report.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY:

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

<u>PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN</u> EXCHANGE EARNINGS AND OUTGO:

Pursuant to Section 134(3)(m) of the Companies act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, details regarding the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo for the year under review are as follows:

A. CONSERVATION OF ENERGY:

- Steps taken or impact on conservation of energy The Operations of the Company do not consume energy
 intensively. However, the Company continues to implement prudent practices for saving electricity and other
 energy resources in day-to-day activities.
- Steps taken by the Company for utilizing alternate sources of energy Though the activities undertaken by the Company are not energy intensive, the Company shall explore alternative sources of energy, as and when the necessity arises.
- The capital investment on energy conservation equipment Nil

B. TECHNOLOGY ABSORPTION:

- **a.** The efforts made towards technology absorption The Company continues to take prudential measures in respect of technology absorption, adaptation and take innovative steps to use the scarce resources effectively.
- **b.** The benefits derived like product improvement, cost reduction, product development or import substitution- Not Applicable
- **c.** In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) Not Applicable
- d. The expenditure incurred on Research and Development Not Applicable

The Particulars of Foreign Exchange and Outgo for the year under review are as follows:

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Foreign exchange earning	Nil	Nil
Foreign exchange Outgo	Nil	Nil

CHANGES IN THE NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business carried on by the Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There have been no material changes and commitments, affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There was no significant or material order passed by any regulator or court or tribunal, which impacts the going concern status of the Company or will have bearing on company's operations in future.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their gratitude and deep appreciation for the continued support and cooperation received by the Company from the shareholders, company's clients, suppliers, bankers and employees and look forward for their continued support in the future as well.

By Order of the Board For Looks Health Services Limited

Sd/-

Pritesh Doshi Chairman cum Managing Director

DIN: 05155318

Date: 06th September, 2021

Place: Mumbai

ANNEXURE-I

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

The Company's Corporate Governance Philosophy is based on trusteeship, transparency, empowerment, control and ethical corporate citizenship. The Company believes that the practice of each of these create a right culture and fulfils the true purpose of Corporate governance.

Your company has consistently aimed at developing such policies and implementing best-in-class actions that make it a good model of corporate governance. The Company has adopted a Code of Conduct for its board of directors and senior management personnel of the Company. These codes are available on the Company's website. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The Company is in compliance with the requirements of Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, with regard to corporate governance.

2. BOARD OF DIRECTORS

The Board of Directors of the Company consists of directors having rich knowledge and experience in the industry and related sectors for providing strategic guidance and direction to the Company.

- i. The Board of Directors of the Company has optimum combination of Executive and Non-Executive/Independent Directors. As on 31st March, 2021, the Board of Directors comprised of 4 (Four) directors out of which 2 (Two) were Non-Executive/ Independent Directors and 2 (Two) Executive Directors. The Chairman of the Board is Executive Director.
- ii. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.
- iii. 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 is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2021 have been made by the Directors. None of the Directors are related to each other.
- iv. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act and are independent of the Management. They have registered their names in the Independent Directors database.
- v. Ms. Quincy Sanadhya resigned from the post of Non--Executive Independent Director due to pre-occupation as she is not able to devote time to your Company and the same is intimated to Bombay Stock Exchange under Regulation 30 of SEBI (LODR) Regulations, 2015 vide our Letter dated 01st April, 2021.
- vi. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on March 31, 2021 are given herein below. Other directorships do not include directorships of foreign companies and companies under Section 8 of the Act. Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.

vii. During the financial year 2020-2021, 7 (Seven) meetings of Board of Directors were held on viz. 15th April, 2020, 30th June, 2020, 21st August, 2020, 05th September, 2020, 05th October, 2020, 12th November, 2020, 13th February, 2021.

The details of composition of the Board of Directors, their attendance at each Board meeting held during the financial year 2020-2021 and at the last Annual General Meeting, their directorships in other companies and positions in various Committees are as follows:

	_	No. of Board	No. of Board	Whether attended	in the ('omnany)		ition	Directorship in other listed entity (Category of	
Name of the Director	Category	Meetings	Meetings	last	No. of	Committee		Directorship)	
		Held	Attended	AGM	Director ships	Chairman ship(s)	Member ship(s)		
Mr. Pritesh Doshi	C/P/WTD/ED	7	7	Yes	4	-	-	-	
Ms. Pallavi Jadhav #	MD/ED	7	4	No	-	-	-	-	
Ms. Renukka Marwah^	MD	7	3	No	2	-	4	1.Unistar Multimedia Limited (I/NED) 2. Clio Infotech Limited (I/NED)	
Ms. Quincy Sanadhya -	I/NED	7	6	No	-	-	•	-	
Mr. Devendra Sanghvi	I/NED	7	7	Yes	1	2	0	Clio Infotech Limited (I/NED)	
Ms. Sejal Jain*	I/NED	7	-	No	1	0	2	Clio Infotech Limited (I/NED)	

[#] Ms. Pallavi Jadhav resigned as Managing Director w.e.f. 05/09/02020

Notes:

- 1. C Chairman, P Promoter, I Independent Director, MD- Managing Director, WED- Whole Time Director, NED Non Executive Director, ED Executive Director.
- 2. Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.
- 3. The directorship held by directors as mentioned above do not include Directorship in foreign companies and companies registered under Section 8 of the Companies Act, 2013.
- 4. The Company Secretary in consultation with Chairman of the Company and Managing Director/ Executive Director, drafts the Agenda for each Board meeting along with explanatory notes and distributes these in advance

[^] Ms. Renukka Marwah was appointed as Managing Director w.e.f. 05/09/2020 and resigned w.e.f. 31/03/2021

⁻ Ms. Quincy Sanadhya resigned w.e.f. 31/03/2021

^{*}Ms. Sejal Jain was appointed as Additional director (Non-Executive Independent Director) w.e.f. 01/04/2021

to the Directors. The Company has well defined process for placing vital and sufficient information before the Board. Any matter requiring discussion or decision or approval of the Board or Committee, is communicated to the Company Secretary well in advance so that the same could be included in the Agenda for the respective meetings. The Board meets at least once in a quarter and maximum time gap between two meetings did not exceed one hundred and twenty days.

- 5. During the year, a separate meeting of the Independent Directors of the Company was held on 13th February, 2021 to review the performance of Non-Independent Directors (including the Chairman) and the Board as whole and the quality, quantity and timeliness of flow of information between the Company management and the Board. The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company.
- 6. The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.
- 7. The Company undertakes necessary induction programme for new Directors and ongoing training for existing Directors. The new directors are briefed about the Company processes and to familiarize them with the business activities of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise.

The induction process is designed to:

- build an understanding of the Company processes and
- fully equip Directors to perform their role on the Board effectively

Upon appointment, Directors receive a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. The details of familiarization programme of the Independent Directors are available on the Company's website at www.looksclinic.in

- 8. During the year 2020-21, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.
- 9. None of the directors are related to each other.
- 10. Details of equity shares of the Company held by the Directors as on March 31, 2021 are given below:

Name	Category	Number of equity shares
Mr. Pritesh Doshi	Non-Independent, Executive	1,22,500

Key Board qualifications, expertise and attributes

The Company's Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensure that the Company's Board is in compliance with the highest standards of corporate governance.

The following are the core skills/expertise/competencies identified by the Board in the context of the business of the Company and which are available with the Board are as under:

SKILLS	Mr. Pritesh	Ms. Renukka	Mr. Devendra	Ms. Quincy
	Doshi	Marwah	Sanghvi	Sanadhya
General Management and Business Operations	$\sqrt{}$	$\sqrt{}$	$\sqrt{}$	-
Leadership	$\sqrt{}$		~	\checkmark
Senior Management Expertise	$\sqrt{}$			\checkmark
Public Policy/Governmental Regulations	$\sqrt{}$	-	$\sqrt{}$	\checkmark
Accounting/Finance/Legal	$\sqrt{}$	-	$\sqrt{}$	$\sqrt{}$
Risk Management	$\sqrt{}$	-	-	$\sqrt{}$
Human Resources Management	-	$\sqrt{}$	-	-
Corporate Governance	V	√	√	V
Business Development	$\sqrt{}$	-	$\sqrt{}$	V

3. COMMITTEES OF THE BOARD

The Board of Directors of the Company has constituted the following Committees:

- A. Audit Committee
- B. Stakeholders' Relationship Committee
- C. Nomination and Remuneration Committee

A. Audit Committee

- a) The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013.
- b) The purpose of the Audit Committee is to ensure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, compliance and legal requirements and other associated matters.

c) Terms of reference

The terms of reference of the Audit Committee broadly are as under:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to the statutory auditors for any other services rendered by the statutory auditors.
- Appointment, removal and terms of remuneration of internal auditor.
- Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference, but not restricted to:
 - i. Matters required to be included in the Director's Responsibility Statement' to be included in our Board's report in terms of Section 134(5) of the Companies Act, 2013;
 - ii. Changes, if any, in accounting policies and practices and reasons for the same;
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. Significant adjustments made in the financial statements arising out of audit findings;
 - v. Compliance with listing and other legal requirements relating to the financial statements;
 - vi. Disclosure of any related party transactions;
 - vii. Qualifications in the draft audit report.
 - **viii.** Recommending the appointment/re-appointment/removal of statutory auditors, fixation of audit fees and also approval of payments for any other services.
- Reviewing with management, Statutory and internal auditor's adequacy of the internal control systems.
- Discussing with internal and statutory auditors of any significant findings and follow-up thereon and reviewing the reports furnished by them.
- Reviewing the Company's financial and risk management policies.
- Carrying out such other function as may be specifically referred to the Committee by the Board of Directors and/ or other Committees of Directors of the Company.
- Scrutiny of inter-corporate loans and investments
- Approval or any subsequent modification of transactions of the Company with related parties
- Valuation of undertakings or assets of the company, wherever it is necessary; Evaluation of internal financial controls and risk management systems
- Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed
- The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company
- d) The audit committee shall review the information required as per SEBI Listing Regulations.

- e) The quorum of the Committee is two independent members present or one third of the total members of the Committee, whichever is higher.
- f) During the financial year 2020-2021, the members of Audit Committee met 6 (Six) times on 30th June, 2020, 21st August, 2020, 05th September, 2020, 05th October, 2020, 12th November, 2020 and 13th February, 2021.

The Composition and attendance of the members of the Audit Committee during the financial year 2020-2021 was as follows:

Name	Designation	Number of Meetings Held	Number of Meetings Attended
Mr. Devendra Sanghvi	Chairman	6	6
Mr. Pritesh Doshi	Member	6	6
Ms. Quincy Sanadhya -	Member	6	6
Ms. Sejal Jain*	Member	6	N.A.

⁻ Ms. Quincy Sanadhya resigned w.e.f. 31/03/2021

g) The audit committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings.

B. Nomination & Remuneration Committee

a) The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Companies Act, 2013.

b) Terms of reference

The broad terms of reference of the nomination and remuneration committee are as under:

- Recommend to the Board the setup and composition of the Board and its committees, including the
 "formulation of the criteria for determining qualifications, positive attributes and independence of a
 director." The committee will consider periodically reviewing the composition of the Board with the
 objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and
 experience.
- Recommend to the Board the appointment or reappointment of directors.
- Devise a policy on Board diversity.
- Recommend to the Board appointment of Key Managerial Personnel ("KMP" as defined by the Act) and executive team members of the Company (as defined by this Committee).
- Carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual directors. This shall include "Formulation of criteria for evaluation of Independent Directors and the Board". Additionally, the Committee may also oversee the performance review process of the KMP and executive team of the Company.
- Recommend to the Board the Remuneration Policy for directors, executive team or Key Managerial Personnel as well as the rest of the employees.
- On an annual basis, recommend to the Board the remuneration payable to the directors and oversee the remuneration to executive team or Key Managerial Personnel of the Company.
- Oversee familiarisation programmes for directors.
- Oversee the Human Resource philosophy, Human Resource and People strategy and Human Resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the Board, Key Managerial Personnel and executive team).

^{*}Ms. Sejal Jain was appointed as Additional director (Non-Executive Independent Director) w.e.f. 01/04/2021

- Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.
- c) During the financial year 2020-2021, the members of Nomination and Remuneration Committee met twice on 15th April, 2020, 05th September, 2020.
- d) The composition and attendance of the members of the Nomination and Remuneration Committee during the financial year 2020-2021 was as follows:

Name	Designation	Number of Meetings Held	Meetings Attended
Mr. Devendra Sanghvi	Chairman	2	2
Mr. Pritesh Doshi	Member	2	2
Ms. Quincy Sanadhya	Member	2	2
Ms. Sejal Jain*	Member	2	N.A.

⁻ Ms. Quincy Sanadhya resigned w.e.f. 31/03/2021

Details of remuneration/sitting fees paid to the Directors and number of shares held by them in the Company during the financial year 2020-2021 are as follows:

Name of the Director	Category	Salary	Perquisites or Allowances	Stock Options	Sitting Fees*	Total	No. of shares held
Mr. Pritesh	Chairman &	Rs.1,40,000/-	-	-	-	Rs.1,40,000/-	122500
Champalal Doshi	Whole time						
	Director&CFO						
Ms. Pallavi Jadhav#	Managing	Rs.21,500/-	-	-	-	Rs.21,500/-	-
	Director						
Ms. Renukka	Managing	-	-	-	-	-	-
Marwah#	Director						
Ms. Quincy	Independent	-	-	-	-	-	
Sanadhya^-	Director						
Mr. Devendra	Independent	-	-	-	-	-	
Sanghvi^	Director						
Ms. Sejal Jain^*	Independent	-	-	-	-	-	-
	Director						

^None of the Independent Directors are paid any sitting fees for attending the Board or Committee meeting.

e) Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgment.

^{*}Ms. Sejal Jain was appointed as Additional director (Non-Executive Independent Director) w.e.f. 01/04/2021

⁻ Ms. Quincy Sanadhya resigned w.e.f. 31/03/2021

^{*}Ms. Sejal Jain was appointed as Additional director (Non-Executive Independent Director) w.e.f. 01/04/2021 # Ms. Pallavi Jadhav resigned w.e.f 05/09/2020 on her place Ms. Renukka Marwah was appointed as Managing Director and she resigned w.e.f. 31/03/2021

f) Nomination & Remuneration policy:

The Company follows a comprehensive policy for selection, re-commendation, appointment of Directors and other senior managerial employees and also on the remuneration, and such other related provision as applicable.

1. Selection:

- Any person to be appointed as a Director on the Board of Director of the Company or as KMP or Senior Management Personnel, including Independent Directors, shall possess appropriate skills, experience and knowledge in one or more fields of sciences, actuarial sciences, banking, finance, economics, law, management, sales, marketing, administration, research, corporate governance or technical operations.
- Any person to be appointed as a Director on the Board of the Company shall possess the relevant experience and shall be able to provide policy directions to the Company, including directions on good corporate governance.
- While appointing any person as Chief Executive Officer, Managing Director or a Whole-time director
 of the Company, his / her educational qualification, work experience, industry experience, etc. shall
 be considered.

2. Remuneration:

- Remuneration of Executive Directors:
 - i. At the time of appointment or re-appointment, the Executive Directors shall be paid such remuneration as may be mutually agreed between the Company (which includes the Nomination & Remuneration Committee and the Board of Directors) and the Executive Directors within the overall limits prescribed under the Companies Act.
 - ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
 - iii. The remuneration of the Executive Directors is broadly divided into fixed component.
 - iv. The fixed compensation shall comprise salary, allowances, perquisites, amenities and retiral benefits.
- In determining the remuneration (including the fixed increment and performance bonus) the Nomination & Remuneration Committee shall consider the following:
 - i. The relationship of remuneration and performance benchmarks
 - ii. Balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
 - iii. Responsibility of the Executive Directors and the industry benchmarks and the current trends;
 - iv. The Company's performance vis-à-vis the annual budget achievement and individual performance.

Remuneration of Non-Executive Directors:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings. A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies Appointment and Remuneration of Managerial Personnel Rules, 2014.

The Independent Directors of the Company shall not be entitled to participate in Stock Option Scheme of the Company, if any, introduced by the Company

Remuneration of Senior Management Employees:

In determining the remuneration of the Senior Management employees (i.e. KMPs and Executive Directors) the Nomination & Remuneration Committee shall consider the following:

- i. The relationship of remuneration and performance benchmark;
- ii. The components of remuneration which includes salaries, perquisites and retirement benefits;
- iii. The remuneration including annual increment and performance incentive which is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, industry benchmark and current compensation trends in the market.

The Executive Directors will carry out the individual performance review based on the standard appraisal matrix and after taking into account the appraisal score card and other factors mentioned hereinabove, recommends the annual increment to the Nomination & Remuneration Committee for its review and approval.

C. Stakeholder Relationship (Investor Grievance) Committee:

a) The stakeholders' relationship committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and the provisions of Section 178 of the Companies Act, 2013.

b) Terms of Reference

The Committee is specifically responsible for the redressal of shareholders'/investors' grievances pertaining to non-receipt of Annual Report, dividend payments, share transfers and other miscellaneous complaints and recommends measures for overall improvement in the quality of investor services.

The Committee also overviews the performance of the Registrar and Share Transfer Agents of the Company relating to investors services and recommend measures for improvements.

c) During the financial year 2020-2021, the members of Stakeholders' Relationship Committee met 1 (One) time on 13th February, 2021. The Composition and attendance of the members of the Stakeholders' Relationship Committee during the financial year 2020-2021 was as follows:

Name	Designation	Number of Meetings Held	Number of Meetings Attended
Mr. Devendra Sanghvi	Chairman	1	1
Mr. Pritesh Doshi	Member	1	1
Ms. Quincy Sanadhya -	Member	1	1
Ms. Sejal Jain*	Member	1	N.A.

⁻ Ms. Quincy Sanadhya resigned w.e.f. 31/03/2021

d) Name, Designation and address of Compliance Officer

Ms. Kanchan Kaku

Company Secretary and Compliance Officer Looks Health Services Limited 5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai – 400001

Phone No.: 97734 13916

Email: lookshealthserv@gmail.com Website: www.looksclinic.in

^{*}Ms. Sejal Jain was appointed as Additional director (Non-Executive Independent Director) w.e.f. 01/04/2021

e) Mr. Devendra Sanghvi being the Chairman of all Committees is heading all the Committees

f) Details of Status of Investors' Complaints during the year 2020-2021 are as follow:

Opening at the beginning of the year	Received	Resolved	Pending at
	during the year	during the year	the end of the year
NIL	NIL	NIL	NIL

4. GENERAL BODY MEETINGS:

a) Annual General Meetings:

Details of date, time and location of the last three Annual General Meetings (AGMs) are given below:

Year	AGM	Date and Time	Venue	
		of AGM		
2019-20	9 th	30th Sept, 2020	5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas	
		02:30 P.M.	Master Lane, Hutatma Chowk, Fort, Mumbai – 400001	
2018-19	8th	30th Sept, 2019	A/203, Green Villa, above Pizza Hut,	
		01:30 P.M.	Lokhandwala Complex, Andheri West, Mumbai- 400053	
2017-18	7 th	28th Sept, 2018	A/203, Green Villa, above Pizza Hut,	
		01: 30 P.M	Lokhandwala Complex, Andheri West, Mumbai- 400053	

b) Details of Special Resolution passed in the last three Annual General Meetings:

Date of AGM	Purpose of Resolution
30th September, 2020	1. To appoint Ms. Renukka Marwah as Managing Director of the Company
30th September, 2019	N/A
28 th September, 2018	 Appointment of Ms. Pallavi Jadhav as managing Director of the Company. Re-appointment of Mr. Pritesh Doshi as Whole time director cum CFO of the Company.

No special resolution was proposed to be passed through postal ballot during the financial year 2020-21. Further, no Special Resolution is proposed to be passed through Postal Ballot as on the date of this report.

5. MEANS OF COMMUNICATIONS:

- a. The quarterly, half-yearly and annual results of the Company are forwarded to BSE Limited where the shares of the Company are listed and published in "Business Standard" (English) and "Mumbai Lakshadeep" (Marathi). The results are also displayed on the Company's website at www.looksclinic.in
- b. The Management Discussion and Analysis for the year ended 31st March, 2021 is part of Annual Report and annexed separately.
- c. The Company has not made any presentations/press release to Institutional Investors or to the Analysts during the year under review.

6. GENERAL SHAREHOLDER'S INFORMATION:

a. Annual General Meeting for Financial year 2020-2021:

Date	 30th September, 2021
Day	Thursday
Time	 02:30 P.M.
Venue	 5 &9, Floor - 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane,
	Hutatma Chowk, Fort, Mumbai - 400001

b. Financial Calendar:

Financial Year	:	1st April to 31st March
AGM in	:	September

c. Provisional Calendar for the Financial Year - 2021-2022:

Subject Matter	Tentative Dates of the Board Meeting		
First Quarter Results	On 13th August, 2021.		
Second Quarter Results	By 14th November, 2021.		
Third Quarter Results	By 14th February, 2022.		
Fourth Quarter/ Yearly Results	By 30th May, 2022.(Audited Results)		

d. Date of Book Closure/Record Date:

From <u>Thursday, 23rd day of September, 2021</u> to <u>Thursday, 30th day of September 2021</u> (both days inclusive).

e. Listing on Stock Exchange:

The Equity Shares of the Company are listed on the BSE Limited. Listing Fees as applicable have been paid.

f. Stock Code & ISIN:

Stock Code: 534422, Demat ISIN Number in NSDL & CDSL: INE204N01013

g. Corporate Identity Number (CIN) of the Company: L93030MH2011PLC222636

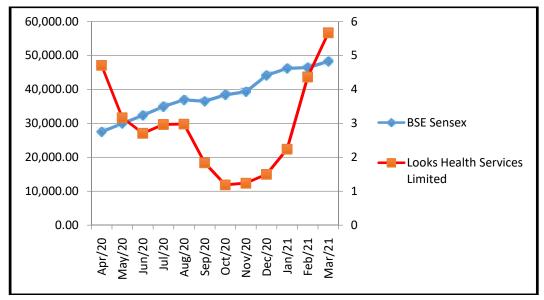
h. Market Price Data:

High & Low price of the Equity Shares of the Company at BSE Ltd. during each month for the year 2020-2021 as compared to BSE SENSEX points are as follows:

Month	Price on BSE (Rs.)*		BSE Sensex (Points)*	
	High	Low	High	Low
Apr-20	4.71	4.71	33,887.25	27,500.79
May-20	4.50	3.17	32,845.48	29,968.45
Jun-20	3.15	2.71	35,706.55	32,348.10
Jul-20	3.30	2.97	38,617.03	34,927.20
Aug-20	3.46	2.98	40,010.17	36,911.23
Sep-20	2.84	1.84	39,359.51	36,495.98
Oct-20	1.75	1.19	41,048.05	38,410.20
Nov-20	1.43	1.24	44,825.37	39,334.92
Dec-20	2.14	1.50	47,896.97	44,118.10
Jan-21	4.29	2.24	50,184.01	46,160.46
Feb-21	5.80	4.37	52,516.76	46,433.65
Mar-21	6.39	5.67	51,821.84	48,236.35

*Source: www.bseindia.com

i. Performance of Looks Health Services Limited Share Price in comparison with BSE Sensex:



*Source: www.bseindia.com

j. Registrars and Transfer Agents details:

Skyline Financial Services Private Limited A/505 Dattani Plaza, A.K. Road, Safeed Pool Andheri East, Mumbai-400072.

Tel: 022-49721245

Email: admin@skylinerta.com Website: <u>www.skylinerta.com</u>

k. Share Transfer System:

All shares sent or transferred in physical form are registered by the Registrar & Share Transfer Agents within 15 days of the lodgment, if documents are found in order. Shares under objection are returned within two weeks. All requests for dematerialization of shares processed and the confirmation are given to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 21 days.

1. Shareholding Pattern as on 31st March, 2021:

i. Distribution Schedule as on 31st March, 2021:

Slab of Share	es Holding	Number of	% total Total Number of		% to total	
From	То	Share Holders	number of holders	Shares	Number of Shares	
1	5000	174	50.43	24411.00	0.23	
5001	10000	36	10.43	258630.00	2.46	
10001	20000	15	4.35	4.35 22378.00		
20001	30000	16	4.64	4.64 39812.00		
30001	40000	3	0.87	0.87 10600.00		
40001	50000	4	1.16	18885.00	0.18	
50001	100000	12	3.48	94364.00	0.90	
100001 and	d above	88	85	10263687.00	97.75	
TOTA	AL	345	100.00	10500000	100.00	

ii. Categories of equity shareholding as on March 31, 2021:

Categories	No of Shareholders	No. of Shares	% of shareholding
Promoters (A)	2	2222500	21.17
Public Shareholding (Non-Institutions)			
NBFCs Registered with RBI	0	0	0.00
Non- Resident Indians	2	1199	0.01
Bodies Corporate	20	2661811	25.35
Resident Indian HUF	22	263661	2.51
Indian Public	299	5350829	50.96
Public Shareholding (Non-Institutions) (B)	320	8277500	78.83
Total (A+B)	345	10500000	100.00

m. Dematerialization of Equity Shares and Liquidity

As on 31st March, 2021, 100% of the equity shares of the Company are held in dematerialized form with NSDL and CDSL. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE204N01013.

n. Outstanding ADR / GDR/ Warrants/ Convertible Instruments and their impact on Equity:

Your Company has not issued any ADRs/GDRs/Warrants or any Convertible Instruments.

o. Address for Investor Correspondence

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, and please write to:

Ms. Kanchan Kaku

Company Secretary and Compliance Officer Looks Health Services Limited 5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk,

Fort, Mumbai – 400001 Phone No.: 97734 13916

Email: lookshealthserv@gmail.com Website: www.looksclinic.in

7. DISCLOSURES:

Related Party Transaction:

There were no materially significant related party transactions, pecuniary transactions or relationship between the Company and its Directors during the financial year ended 31st March, 2021 that may have potential conflict with the interest of the Company at large. The transactions with the related parties, as per the requirements of the Accounting Standard (AS) 18, are disclosed in the Notes on Accounts, forming part of the Annual Report. The policy on dealing with Related Party Transaction is available on Company's website at www.looksclinic.in.

CEO/CFO Certification:

Certificate regarding CEO/CFO Certification in terms of the Regulation 17 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also annexed to this report.

Statutory Compliance, Penalties and Strictures:

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

Vigil Mechanism Policy/Whistle Blower Policy:

The Company promotes ethical behavior in all its business activities and adopted Vigil Mechanism/Whistle Blower Policy to report unethical and fraudulent behavior. Under the said policy the employee, vendors and customers can report any suspected or confirmed incident of fraud, misconduct, unethical behavior etc. to the Company. This will ensure fraud-free work & ethical environment.

The mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and direct access to the Chairman of the Audit Committee is also available in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.

The Whistle Blower Policy is available on the website of the Company viz., https://looksclinic.in/wp-content/uploads/2021/05/Whistle-Blower-Policy.pdf.

Reconciliation of Share Capital Audit:

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is proposed to be carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

By Order of the Board For Looks Health Services Limited

Sd/-Pritesh Doshi Chairman cum Managing Director DIN: 05155318

Date: 06th September, 2021

Place: Mumbai

<u>DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS</u> AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I, **Pritesh Doshi**, Managing Director of the Company, declare that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct during the year ended 31st March, 2021.

By Order of the Board For Looks Health Services Limited

Sd/-Pritesh Doshi Chairman cum Managing Director

DIN: 05155318

Date: 06th September, 2021

Place: Mumbai

CERTIFICATE REGARDING COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To,
THE MEMBERS OF
LOOKS HEALTH SERVICES LIMITED

We have examined the compliance of conditions of Corporate Governance by Looks Health Services Limited, for the year ended on 31st March 2021, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the mandatory conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

We state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For VKM & Associates Practising Company Secretaries

Sd/-Vijay Kumar Mishra Partner FCS No. 5023 C P No.: 4279

UDIN: F005023C000901886

Place: Mumbai

Date: 06th September, 2021

ANNEXURE-II

MANAGEMENT DISCUSSION & ANALYSIS REPORT

1. <u>Industry Structure and Development:</u>

With the changing dimension of beauty, influence of media, film industry and fashion, the market is predicted to fuel over in the near future. Health factors such as rise in accidents and obesity and people have become more prone about their health because of the ongoing situation of COVID-19 Pandemic which have led to the growth of the market. Moreover, technological factors which include the development of advanced materials like silicone implants is also expected to spur the market growth in domestic as well as in global market. Moreover, with the increasing popularity of digital photography, introduction to self-monitoring apps, high demand to increase one's self-esteem and affordability of cosmetic surgeries in developing countries can substantially increase the volume of cosmetic surgery procedures.

India is viewed as one of the most progressive countries for cosmetic surgical procedures and this trend is expected to continue in the near future. This is mainly due to the fact that cosmetic surgery has evolved beyond the traditional concept of being a 'risky or 'impractical procedure that was demanded by women who were overly conscious about their appearance. Today, people in India understand that cosmetic surgery is a highly specialized and advanced niche of plastic surgery that helps people attain happiness with fewer risks and greater affordability.

In the past, cosmetic surgeries in India were associated with celebrities and people of the affluent class. However, today, these surgeries are increasingly becoming popular and are being undertaken by the middle class. Increasingly, both men and women from the upper middle class group are opting for cosmetic procedures to look attractive in order to get lucrative jobs, best possible marriage partners and primarily get rid of any deformity that they feel impacts their self confidence and self-esteem. Moreover, traditionally, men and women in their late 20s and early 30s were the key clients of cosmetic surgeons. However, a new trend has emerged where teenagers are approaching cosmetic/ aesthetic surgeons to get some cosmetic procedure done.

The changing lifestyle and urbanization, growing awareness of cosmetic surgery procedures, availability of better infrastructure and the rising economic capacity are all driving the cosmetic surgeries market in India.

2. Opportunities & Threats:

The Cosmetics market is especially rich in opportunities since most products still have low penetration rates among the population. For instance, only 23% of households use skin care products. There is vast potential of growth.

As per research findings, cosmetics market, once female dominated, has started earning high revenues from male counterparts as well, by catering to male-specific needs. The revenue generated through male cosmetic market has increased the total revenue of Indian cosmetic industry.

Meanwhile, the recent COVID 19 pandemic, social taboos against body part violation, non-essential nature of cosmetic surgery and high cost associated with such surgeries are some of the major factors restricting the market growth in domestic as well as in global market.

3. Segment wise performance:

Company operates only in one segment viz. Cosmetic & Non Cosmetic Treatments.

4. Outlook:

It was indeed a tough year with COVID-19 pandemic disrupting life and businesses across the world. Our business was disrupted too with the initial lockdowns leading to closure of both of our Clinics situated at Goa

and Mumbai. The company is taking all necessary measures to re-open clinics as soon as the restrictions ease out and start carrying out the operations in order to achieve impressive realization of opportunities in the market.

5. Risks & Concerns:

First and foremost, the Company is truly committed towards all of its customers' needs through this demanding time. The Company did witness a meltdown in the growth of our industry due to the enormous impact of COVID 19 pandemic, lockdown implementation measures, etc.

However, despite the situation of COVID 19, people will continue to have hair loss problems, scalp related issues or skin related issues and they will continue to look for guided assistance, assessment and its treatment. Being rest assured, the Company has been there for care and support and it will continue to do so!

The major risks identified by the management are regulatory, competition, supply chain disruption, cyber & data security along with economic and political risks. The Company believes that an organization cannot be risk averse but has to persistently foresee and implement ways of mitigating these risks. The Company occasionally faces the risk of an economic downturn but looking at the growth prospects for the Cosmetic Industry, this risk can be controlled, if not mitigated. In order to ensure long term corporate sustainability and success it is essential that the Company accept these risks, place proper mechanisms and find solutions to reduce as well as mitigate these risks. Thus, the Company is well aware of these risks and challenges and has put in place mechanisms to mitigate the same.

6. Internal Control System & their Adequacy:

The Company has a well-defined system of internal audit. It is in place so as to independently review and strengthen the internal controls. The Audit Committee of the Company reviews the reports of the internal auditors quarterly and recommends steps for further improvement of the internal controls. They ensure that assets are safeguarded and protected against loss or unauthorised disposal. It is also designed for effectiveness and efficiency of operations, compliance or regulations backed by strong audit framework at all the locations.

7. Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be forward-looking statements. Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Important factors that could make a difference to the Company's operations include economic and political condition in India and in the countries in which the Company operates volatility in currency rates, changes in Government regulations and policies, tax laws, statutes and other incidental factors. The Company does not undertake to update these statements.

8. Financial Performance:

> Share Capital:

The Paid up Share Capital of the Company as on 31st March, 2021 stands at Rs. 105,000,000/- divided into 10,500,000 equity shares of Rs. 10/- each fully paid up.

Reserves and Surplus:

The Reserves and Surplus is Rs. 44,468,385/-as on the end of the Current year.

> Total Income:

During the year under consideration, total income is Rs. 5,860,825/-.

9. Employee Relations:

Company has smooth relations with its employees during the year under review.

10. Our Strategy:

During the Financial Year under Review, Company has closed both the clinics in Mumbai & Goa due to ongoing pandemic restrictions. Company is developing strategies in order to re-open the clinic as soon as the restrictions ease out. Further once the economy starts moving & new expansion strategy is properly implemented, Company is highly upbeat about the business prospects of the Company.

Material Development in Human Resource

The Company's Human Resource Development's efforts aim to make Looks a preferred place to work. This is being achieved through various initiatives including skill development, personality enhancement and employee engagement through internal communications to foster happiness at work.

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

Particulars	FY - 2020- 2021	FY - 2019- 2020	0 Reasons		
Debtors Turnover	0.00	0.00	No debtors outstanding		
Inventory Turnover	N/A	N/A	Not Applicable as Revenue from		
			Operations is purely from Service Activity		
Interest Coverage Ratio	(77.17)	(22.52) times	s Due to higher interest payout		
Current Ratio	12.11 times	1.47 times	The current ratio improved due to lessen		
			liabilities & better cash realization.		
Debt Equity Ratio	0.00	0.00	No debtors outstanding		
Operating Profit Margin (%)	38.12%	17.73 %	Improvement is mainly on account of		
			higher margins charged on lower sales		
Net Profit Margin (%)	(1179.53)	(2.14) %	% Loss is mainly due to Lower Sales and		
			standard operating expenses		

11. Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof:

Return on Net worth FY 2020-21: (1.51)% Return on Net worth FY 2019-20: (0.11) %

Return on Net worth is decreased by 941.92% during the Financial Year 2020-2021.

There is decrease in revenue from operations by 98.11% in FY 2020-2021, on the other side company has tried to control the expenses, as a result expenses are reduced by 51.00% which has resulted in net decrease in net worth by 0.13%.

By Order of the Board For Looks Health Services Limited

Sd/-Pritesh Doshi Chairman cum Managing Director DIN: 05155318

Date: 06th September, 2021

Place: Mumbai

ANNEXURE- III

Details of the ratio of remuneration of each Director to the median employee's Remuneration

i. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year: -

Sr.	Name of the Director	Ratio of remuneration to the median
no		remuneration of the employees
1	Mr. Pritesh Champalal Doshi	0.47 : 1
2	Ms. Pallavi Jadhav	0.07 : 1
3	Ms. Renukka Marwah	N/A
4	Ms. Quincy Sanadhya	N/A
5	Mr. Devendra Sanghvi	N/A

ii. The percentage increase in remuneration of each director, CFO, CEO, Company Secretary or Manager, if any, in the financial year:

Sr. no	Name of the Directors and KMP	% Increase over last F.Y.		
1	Mr. Pritesh Champalal Doshi	N.A		
2	Ms. Pallavi Jadhav	N.A		
3	Ms. Renukka Marwah	N.A		

- iii. The percentage increase in the median remuneration of employees in the financial year: NIL
- iv. The average number of permanent employees on the rolls of the Company: 8
- v. Average percentile increase already made in the salaries of employees other than the managerial personnel 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:

The average increase in the remuneration of other employees is 0%

vi. Statement Pursuant to Rule 5(2) Of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: N.A.

We hereby confirm that the remuneration is as per the remuneration policy recommended by Nomination and Remuneration Committee of the Company and adopted by the Company.

By Order of the Board For Looks Health Services Limited

Sd/-

Pritesh Doshi

Chairman cum Managing Director

DIN: 05155318

Date: 06th September, 2021

Place: Mumbai

ANNEXURE- IV

FORM MR-3 SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

To,
The Members,
Looks Health Services Limited
5 & 9, Plot - 27/33, Floor 1 & 2,
Beaumon Chambers, Nagindas Master Lane,
Hutatma Chowk, Fort,
Mumbai - 400001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by "LOOKS HEALTH SERVICES LIMITED" (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 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 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, 2021 according to the provisions of:

- 1. The Companies Act, 2013 (the Act) and the rules made there under;
- 2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- 3. The Depositories Act, 1996 and the Regulations and Bye-laws framed hereunder;
- 4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- 5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 1992 (SEBI Act);
- 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, 2009 Not applicable as the Company has not issued any shares during the year under review;
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 Not applicable as the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review;
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 Not applicable as the Company has not issued any debt securities which were listed during the year under review;
- f) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents) Regulations,
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 Not applicable as the Company has not delisted / propose to delist its equity shares from any Stock Exchange during the year under review;

6. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back or propose to buy-back any of its securities during the year under review;

Other Laws applicable to the Company;

- i. The Factories Act, 1948
- ii. The Payment of Wages Act, 1936.
- iii. The Minimum Wages Act, 1948.
- iv. The Employee Provident Fund and Miscellaneous Provisions Act, 1952.
- v. The Payment of Gratuity Act, 1972.
- vi. The Bombay Shops and Establishments Act, 1948.
- vii. The Maharashtra Labour Welfare Fund Act, 1953.
- viii. The Environment (Protection) Act, 1986.
- ix. The Public Liability Insurance Act, 1991.
- x. The Maharashtra Pollution and Control Board Circulars and its Standing Orders.

We have also examined compliance with the applicable clause of the following;

- I. The Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- II. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that: -

> The Board of Directors of the Company is duly constituted with the 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

Ms. Pallavi Jadhav resigned w.e.f 05th September 2020, and further to occupy the position of Managing Director, the Board of Directors in its meeting held on 05th September 2020, appointed Ms. Renukka Marwah as the Additional Director, subject to the ratification of her appointment as a Managing Director, by the members of the Company in the ensuing Annual General Meeting.

Ms. Renukka Marwah resigned as Managing Director of the Company w.e.f. 31st March, 2021 and to occupy her position Mr. Pritesh Doshi was re-designated from Whole-time Director and Chief Financial Officer to Managing Director.

Mr. Milinath Gavas was appointed as Chief Financial Officer by the Board of Directors in its meeting held on 01st April, 2021.

The Board acknowledged the resignation of Mr. Suchit Sharma as Company Secretary and Compliance Officer of the Company w.e.f. 16th October 2020. Further, Ms. Kanchan Kaku was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 01st April, 2021.

- 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 clarification on the agenda items before the meeting and for meaningful participation at the meeting.
- > Decisions at the Board Meetings and Committee Meetings were taken unanimously and are captured and recorded as part of the minutes of the meetings.

We 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.

For VKM & Associates Company Secretaries

Sd/-Vijay Kumar Mishra Partner FCS No.: 5023

C P No.: 4279

UDIN: F005023C000541636

Place: Mumbai Date: 29th June, 2021

Note: 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,
Looks Health Services Limited
5 & 9, Plot - 27/33, Floor 1 & 2,
Beaumon Chambers, Nagindas Master Lane,
Hutatma Chowk, Fort,
Mumbai - 400001

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

Management's Responsibility

1. It is the Responsibility of Management of the Company to maintain Secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

- 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 the 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.
- 4. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
- 5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on a test basis.

Disclaimer

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

For VKM & Associates Company Secretaries

Sd/-Vijay Kumar Mishra Partner FCS No.: 5023 C P No.:4279

UDIN: F005023C000541636

Place: Mumbai Date: 29th June, 2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS (Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Looks Health Services Limited
5 & 9, Floor – 1 & 2, Plot - 27/33,
Beaumon Chambers,
Nagindas Master Lane,
Hutatma Chowk, Fort,
Mumbai – 400001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Looks Health Services Limited having CIN L93030MH2011PLC222636 and having registered office at 5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai – 400001. (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Pritesh Doshi	05155318	24-11-2011
2.	Ms. Renukka Marwah	07322611	05-09-2020
3.	Mr. Devendra Sanghvi	02251590	01-09-2018
4.	Ms. Quincy Sanadhya	07862853	04-07-2017

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. 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.

For VKM & Associates
Practising Company Secretary

Sd/-Vijay Kumar Mishra Partner M. No. F-5023 C.P. No.4279

UDIN: F005023C000815591 Date: 21st August, 2021

Place: Mumbai

CERTIFICATION BY MD/CFO

(Issued in accordance with the Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To, The Board of Directors Looks Health Services Limited

Dear Sirs,

We hereby certify that:

- a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2021 and that to the best of our knowledge and belief;
 - 1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) No transaction is entered into by the company during the year which is fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee:
 - 1. Significant changes in internal control over financial reporting during the year.
 - 2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3. Instances of significant fraud of which we have become aware and the involvement there in, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours Sincerely,

Sd/-Mr. Pritesh Doshi Managing Director DIN: 05155318

Place: Mumbai
Date: 29th June 2021

Sd/-Mr. Milinath Gavas Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To
The Members of
LOOKS HEALTH SERVICES LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of **Looks Health Services Limited** ("the Company"), which comprise the balance sheet as at March 31, 2021, and the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its Profit / Loss and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

We have determined the matters below to be key audit matters to be communicated in our report:

Key audit matters

Expected credit loss allowances

Recognition and measurement of impairment of financial assets involve significant management judgement. With the applicability of Ind AS 109, credit loss assessment is now based on expected credit loss (ECL) model. The Company's impairment allowance is derived from estimates including the historical default and loss ratios. Management exercises judgement in determining the quantum of loss based on a range of factors. The most significant areas are loan staging criteria, calculation of probability of

How the matter was addressed in our Audit

In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance:

 We evaluated management's process and tested key controls around the determination of extent of requirement of expected credit loss allowances, including recovery process & controls implemented in the company for trade receivables and other financial assets. It was explained to default / loss and consideration of probability weighted scenarios and forward-looking macroeconomic factors. There is a large increase in the data inputs required by the ECL model. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. In some cases, data is unavailable and reasonable alternatives have been applied to allow calculations to be performed.. As per management opinion, there is no expected credit loss in several financial assets including the trade receivables and other financial assets of the Company and all are on fair value, based on the assessment and judgement made by the board of the company.

Appropriateness of Current and Non-Current Classification

Revenue Recognition

The principal business of the company is providing dental and other cosmetic/non-cosmetic services & sale of supporting medicine. Revenue from services is recognized upon rendering of service & receipt of payment at clinic. Revenue from sale is recognized upon transfer of significant risk and reward & transfer of control of goods to customers.

We identified revenue recognition as a key audit matter because there is a risk of revenue considering the judgments involved in the revenue recognition for services.

- us by the management that the control exists relating to the recovery of receivables, including those aging for large periods and in the opinion of the board there is no requirement making expected credit loss allowance.
- We have also reviewed the management response and representation on recovery process initiated for sample receivables, and based on the same we have place reliance on these key controls for the purposes of our audit.

For the purpose of current & non-current classification the Company has considered its normal operating cycle as 12 Months and the same is based on services provided, acquisition of assets or inventory, their realization in cash and cash equivalents. The classification is either done on basis of documentary evidence and if not then on the basis of managements best estimate of period in which asset would be realized or liability would be settled.

In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance:

- Assessed the appropriateness of the revenue recognition accounting policies, by comparing with applicable accounting standards.
- Evaluated the design of controls and operating effectiveness of the relevant controls with respect to revenue recognition and accounting for services/sales.
- Performed substantive testing by selecting samples of revenue transactions recorded during the year by verifying the underlying documents.
- Carried out analytical procedures on revenue recognized during the year to identify unusual variances.
- Performed confirmation procedures on trade receivable balances at the balance sheet date on a sample basis.
- 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.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our 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.

Management's responsibility for the financial statements

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

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the financial statements, whether
due to fraud or error, design and perform audit procedures responsive to those risks, and

- obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on other legal and regulatory requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- (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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - a. The Company does not have any pending litigations which would impact its financial position, other than those mentioned in Note25to the 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 has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise

For PAREKH SHAH & LODHA

Chartered Accountants

Firm Registration No.: 107487W

Sd/-

Ashutosh Dwivedi

(Partner) M. No.: 410227

UDIN: 21410227AAAADO3581

Place: Mumbai Date: 29/06/2021

ANNEXURE A TO AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors Report of even date]

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- 1. In respect of its fixed assets
 - a) The Company has maintained the proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification;
 - c) As explained to us, the title deeds of all the immovable properties are held in the name of the company.
- 2. In respect of its inventories

The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.

- 3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Hence Paragraph 3 (iii) of the Order is not applicable.
- 4. According to the information and explanations given to us and based on our examination of the records of the Company, in respect of loans, investments, guarantees and security given/ made by the company, during the year, the company has complied with the provisions of section 185 & 186 of the Companies Act, 2013.
- 5. The Company has not accepted any deposits from the public covered under the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. Further no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal on the company. Hence, Paragraph 3(v) of the Order is not applicable.
- 6. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 for any of the products of the Company.
- 7. In respect of Statutory Dues:
 - a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities in India.
 - b) According to the information and explanation given to us, there was no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date, they became payable.

- c) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of any disputes.
- 8. According to the records of the company examined by us and as per the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to any financial institution, banks or government. The company has also not issued debentures. Hence Paragraph 3 (viii) of the Order is not applicable.
- 9. According to the records of the company examined by us and as per the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year and the term loans raised during the year were applied for the purpose for which those were raised.
- 10. During the course of our examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.
- 11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Sec 197 read with Schedule V to the Act.
- 12. 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.
- 13. According to the information and explanations given to us and based on our 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 etc., as required by the applicable accounting standards
- 14. The company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) is not applicable.
- 16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For PAREKH SHAH & LODHA

Chartered Accountants

Firm Registration No: 107487W

Firm Registration No.: 107487W

Sd/-Ashutosh Dwivedi (Partner) M. No.: 410227

UDIN: 21410227AAAADO3581

Place: Mumbai Date: 29/06/2021

ANNEXURE B TO AUDITORS' REPORT

[Referred to in Clause (f) in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors Report of even date]

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of LOOKS HEALTH SERVICES LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in general, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were found operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company. However the same needs to be further improved and formally documented in view of the size of the company and nature of its business, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For PAREKH SHAH & LODHA

Chartered Accountants Firm Registration No.: 107487W

Sd/-Ashutosh Dwivedi (Partner) M. No.: 410227

UDIN: 21410227AAAADO3581

Place: Mumbai Date: 29/06/2021

BALANCE SHEET AS AT 31ST March, 2021

(Currency: Indian Rupees)

		(0	Currency: Indian Rupees)
		Year Ended on Mar	Year Ended on Mar
Particulars	Notes	31,2021	31,2020
ASSETS			
Non-current assets			
Property Plant and Equipment	2	9,254,063	12,864,473
Intangible Assets	3	-	-
Financial assets			
- Other Financial Assets	4	76,122,445	76,202,026
Non-Financial Assets			
- Other Non-Financial Assets	5	63,000,000	63,000,000
Total Non Current Assets		148,376,509	152,066,498
Current assets			
Inventories	6	-	11,500
Financial assets			
- Cash and cash equivalents	7	1,165,707	66,714
Non- Financial assets			
- Other Current Asset	8	963,949	667,145
Total Current Assets		2,129,656	745,359
Total Assets		150,506,168	152,811,857
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	9	105,000,000	105,000,000
Other equity	10	44,468,385	44,666,292
Total Equity		149,468,385	149,666,292
Non-current liabilities -			
Financial liabilities			
- Other financial Liabilites	11	-	2,248,715
Deferred tax Liabilities (Net)	12	861,912	142,302
Total Non Current Liabilities		861,912	2,391,017
Current liabilities -			
Financial liabilities			
- Trade payables	13	37,838	258,950
- Other financial liabilities	14	55,237	374,200
Non-Financial liabilities			
- Provisions	15	82,796	121,398
Total Current Liabilities		175,871	754,548
TOTAL CAPITAL		450 500 450	450.044.055
TOTAL Liabilities		150,506,168	152,811,857

Significant Accounting Policies 01 See accompanying notes to the financial statements 02-52

As per our Report of even date

For Parekh Shah & Lodha

Chartered Accountants (Firm Reg. No. 107487W)

Sd/-Ashutosh Dwivedi

(Partner) M.No. 410227

UDIN: 21410227AAAADO3581

Place : Mumbai Date - 29/06/2021

For and on behalf of the Board

Sd/-Sd/-

Mr. Pritesh Doshi Mr. Devendra Sanghvi

(Managing Director) (Director) DIN: 05155318 DIN:02251590

Sd/-Mr. Milinath Gavas Sd/-CS Kanchan Kaku (Company Secretary) (Chief Financial Officer)

ICSI Member No: A58681

Place: Mumbai Date - 29/06/2021

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2021

(Currency: Indian Rupees)

		Year Ended on Mar 31,	Year Ended on Mar 31,	
Particulars	Notes	2021	2020	
INCOME				
Revenue From Operations	16	146,299	7,766,403	
Other Income	17	5,714,526	5,300,628	
Total Income		5,860,825	13,067,031	
EXPENSES				
Purchase of Stock-in-Trade	18	78,526	580,844	
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	19	11,500	25,500	
Employee benefit expense	20	2,852,531	5,334,278	
Operating Expenses	21	510	423,262	
Finance Cost	22	176,059	271,857	
Depreciation and amortization Expenses	23	2,229,857	2,378,471	
Other Expenses	24	1,471,918	4,902,925	
Total Expenses		6,820,901	13,917,139	
			İ	
PROFIT BEFORE EXCEPTIONAL ITEMS, EXTRAORDINARY ITEMS AND TA	AX	-960,076	-850,108	
Less: Exceptional Item				
Impairment of Fixed Asssets and Prior period Exp		48,952	698,278	
PROFIT BEFORE TAX		-1,009,028	-151,830	
Tax Expenses -				
Current Tax		69,000	72,000	
Deferred tax	41	552,122	-58,093	
Prior year tax adjustments (net)		95,487	104	
Total Tax Expenses		716,609	14,011	
Profit for the Year (After Tax)		-1,725,637	-165,841	
Tion for the real (filer ray)	 	1,720,007	-100,041	
Other Comprehensive Income				
A(i) Items that will not be reclassified to profit or loss		-	-	
(ii) Income tax related to items that will not be reclassified to profit or loss		-	-	
B (i) Items that will be reclassified to profit or loss		-	-	
(ii) Income tax related to items that will be reclassified to profit or loss		-	-	
Total Comprehensive Income for the year		-1,725,637	-165,841	
Earnings Per equity share of face value of Rs 10 each		, ,,,,,	1	
Basic(in Rs)	46	-0.16	-0.02	
Diluted (in Rs)	46	-0.16	-0.02	
Significant Accounting Policies	01			

See accompanying Notes to the Financial Statements

02-52

As per our Report of even date

For Parekh Shah & Lodha

Chartered Accountants

(Firm Reg. No. 107487W)

Sd/-

Ashutosh Dwivedi (Partner)

M.No. 410227

UDIN: 21410227AAAADO3581

Place : Mumbai Date - 29/06/2021 For and on behalf of the Board

Sd/-Mr. Pritesh Doshi Sd/-

Mr. Devendra Sanghvi

(Managing Director) (Director) DIN: 05155318 DIN:02251590

Sd/-CS Kanchan Kaku Sd/-Mr. Milinath Gavas (Company Secretary) (Chief Financial Officer)

ICSI Member No: A58681

Place : Mumbai Date - 29/06/2021

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

Particulars		Current Year 2020-21 (Rs.)	Current Year 2019-20 (Rs.)
Cash flow from/(used in) operating activities	1 1		
Profit before tax		-1,009,028	-151,830
Adjustment for:			
Exception item		2,240,506	-
Finance Cost		164,070	244,505
Interest income on deposits and dividend income		-5,714,526	-5,248,231
Depreciation and amortization		2,229,857	2,378,471
(Profit)/Loss from sale of Property, plant and equipment		658,278	-
Operating profit before working capital changes		-1,430,843	-2,777,084
Movement in working capital:			
(Increase)/decrease in Inventories		11,500	25,500
(Increase)/decrease in other Current Assets	1 1	-396,679	-138,681
Increase/(decrease) in trade payables		-221,112	-698,854
Increase/(decrease) in other liability		-318,963	-301,377
Increase/(decrease) in provision		-35,602	-136,798
Cash generated/(used) in operations		-2,391,699	-4,027,294
Income taxes paid		-428,588	-528,465
Net Cash flow from operating activities	(A)	-2,820,288	-4,555,759
Cash flow from/(used) investing activities -			
Payments Property, plant and equipment		9,501	-2,613,500
Interest received		5,714,526	5,248,231
(Increase)/decrease in other financial Assets		608,044	-1,711,442
(Increase)/decrease in Trade Advances		-	535,958
Cash generated/(used) in investing activities	(B)	6,332,071	1,459,247
Cash flow from/(used in) financing activities -			
Increase/(decrease) in other financial liability		-2,248,715	2,248,715
Finance Cost		-164,070	-244,505
Cash generated/(used) in financing activities	(C)	-2,412,785	2,004,210
Net increase/(decrease) in cash and cash equivalents	(A+B+C)	1,098,993	-1,092,302
Cash and cash equivalent at beginning of year		66,714	1,159,015
Unrealised exchange difference	† †	-	-
Total Cash and cash equivalent at beginning of year		66,714	1,159,015
Cash and cash equivalent at end of year		1,165,707	66,714
Unrealised exchange difference at year end		-	-
Total Cash and cash equivalent at end of year		1,165,707	66,714

Note- Cash Flow Statement has been prepared under the indirect method as set out in IND AS 7 - "Cash Flow Statements" prescribed under the Companies Act (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013

As per our Report of even date

For Parekh Shah & Lodha

Chartered Accountants (Firm Reg. No. 107487W)

Sd/-

Ashutosh Dwivedi (Partner)

M.No. 410227

UDIN: 21410227AAAADO3581

Place : Mumbai Date - 29/06/2021 For and on behalf of the Board

Sd/- Sd/-

Mr. Pritesh Doshi Mr. Devendra Sanghvi

(Managing Director) (Director) **DIN:** 05155318 **DIN:** 02251590

Sd/- Sd/-

CS Kanchan Kaku Mr. Milinath Gavas (Company Secretary) (Chief Financial Officer)

ICSI Member No: A58681

Place : Mumbai Date - 29/06/2021

Statement of Changes in Equity (Currency: Indian Rupees)

(a) Equity share capital	As at	31 March 2021	As at 31 March 2020		
	No. of Shares	Amount	No. of Shares	Amount	
Balance at the beginning of the reporting period Balance	10,500,000	105,000,000	10,500,000	105,000,000	
Changes in equity share capital during the year	-	-	-	-	
Balance at the end of the reporting period	10,500,000	105,000,000	10,500,000	105,000,000	

(b) Other equity

	Reserve	es & Surplus	
Particulars	Securities Premium Account	Retained Earnings	Total
Balance at 31 March 2019	45,000,000	734,978	45,734,978
Profit for the year		-165,841	- -165,841
Other adjustments - Lease Asset adjustments	-	-902,845	-902,845
Total Comprehensive Income for the year	-	-1,068,686	-1,068,686
			-
Balance at 31 March 2020	45,000,000	-333,708	44,666,292
Balance at 1 April 2020	45,000,000	-333,708	44,666,292
Profit for the year	-	(1,725,637)	(1,725,637)
Other adjustments - Lease Asset adjustments	-	1,527,730	1,527,730
Total comprehensive income for the year	-	(197,907)	(197,907)
Balance At 31st March 2021	45,000,000	-531,615	44,468,385

As per our Report of even date

For Parekh Shah & Lodha

Chartered Accountants (Firm Reg. No. 107487W)

Sd/-

Áshutosh Dwivedi

(Partner) M.No. 410227

UDIN: 21410227AAAADO3581

Place: Mumbai Date - 29/06/2021 For and on behalf of the Board

Sd/-Mr. Pritesh Doshi

Sd/-Mr. Devendra Sanghvi

(Managing Director) (Director) DIN: 05155318 DIN:02251590

Sd/-CS Kanchan Kaku Sd/-Mr. Milinath Gavas (Company Secretary) (Chief Financial Officer)

ICSI Member No: A58681

Place : Mumbai Date - 29/06/2021

Note 1 Significant accounting policies

1 Basis of preparation of financial statements

The financial statements are prepared in accordance with Ind AS notified under section 133 of the Companies Act 2013, read with relevant rules issued thereunder.

The financial statement of the Company for year ended March 31, 2021 were authorised for issue in accordance with a resolution of the Board of Directors.

Basis of measurement

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

- Certain financial assets and liabilities (Shares, Derivative instruments etc) that are measured at fair value
- Share based payments

2 Functional and presentation currency

Items included in the financial statements of Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian rupee is the functional currency of the Company.

3 Use of estimates

The preparation of financial statements in conformity of Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, income and expenses during the period. 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 future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognised in the financial statements are:

Valuation of financial instruments

Valuation of derivative financial instruments

Useful life of property, plant and equipment

Useful life of investment property

Provisions

Recoverability of trade receivables

Summary of significant accounting policies -

4 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 $% \left(1\right) =\left(1\right) +\left(1\right) =\left(1\right) +\left(1\right) +$
- 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.

4.01 Fair value measurement

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 Ouoted (unadiusted) market prices in active markets for specific or 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 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.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

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.

Disclosures for valuation methods, significant estimates and assumptions.

Financial instruments (including those carried at amortised cost).

4.02 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Interest and dividend income -

The interest and dividends are recognised only when no uncertainty as to measurability or collectability exists. Interest on fixed deposits is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

4.03 Inventories

Inventory comprise of Shares and Cost of shares includes cost of purchase & other direct broker costs incurred in purchasing Shares.

4.04 Foreign currency transactions and translation

- Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets
 and liabilities denominated in foreign currencies are translated in functional currency at closing rates of exchange at the
 reporting date.
- ii) Exchange differences arising on settlement or translation of monetary items recognised in statement of profit and loss.

4.05 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 Company determines the tax as per the provisions of Income Tax Act 1961 and other rules specified thereunder

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.

4.06 Deferred tax

Deferred tax is provided in full 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.

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.

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 (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

4.07 a) Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. Property, plant and equipment and capital work in progress cost include expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

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

Subsequent Cost

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is de-recognised and charged to the statement of Profit and Loss. The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit and Loss

b) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment loss. The system software which is expected to provide future enduring benefits is capitalised. The capitalised cost includes license fees and cost of implementation/system integration.

Depreciation and amortisation

The depreciation on tangible assets is provided at the rates and in manner prescribed under Part C of Schedule II to the Companies Act 2013.

The company Follow WDV Method of Depreciation

Computer software is amortised over a period of 5 years.

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.

Derecognition of assets

An item of property plant & equipment and any significant part initially recognised is derecognised 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 is included in the income statement when the asset is derecognised.

4.08 Investment property

Property that is held for long term rental yield or for capital appreciation or both, and that is not occupied by the Company, is classified as Investment property. Investment properties measured initially at cost including related transitions cost and where applicable borrowing cost. Subsequent expenditure is capitalised to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintainance costs are expensed when incurred. When part of an investment property is incurred the carrying amount of replaced part is derecognised.

Investment properties other than land are depreciated using SLM method over the estimated useful life of assets prescribed by the Schedule II to the Companies Act 2013 i.e. 60 years for office premises. Investment properties include: (i)Office premises.

4.09 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

4.10 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The contingent liability is not recognised in books of account but its existence is disclosed in financial statements.

4.11 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset. unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

4.12 Provisions

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 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 and 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.

4.13 Financial instruments

Initial recognition

The company recognise the financial asset and financial liabilities when it becomes a party to the contractual provisions of the instruments. All the financial assets and financial liabilities are recognised at fair value on initial recognition, except for trade receivable which are initially recognised at transaction price. Transaction cost that are directly attributable to the acquisition of financial asset and financial liabilities, that are not at fair value through profit and loss, are added to the fair value on the initial recognition.

Subsequent measurement

(A) Non derivative financial instruments

(i) Financial Assets at amortised cost

A financial assets is measured at the amortised cost if both the following conditions are met :

- $a) \ \ The \ asset \ is \ held \ within \ a \ business \ model \ whose \ objective \ is \ to \ hold \ assets \ for \ collecting \ contractual \ cash \ flows, \ and$
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.

(ii) Financial Assets at Fair Value through Profit or Loss/Other comprehensive income

Instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

If the company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

(iii) Financial liabilities

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

(a) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. However, the Company has borrowings at floating rates. Considering the impact of restatement of Effective interest rate, transaction cost is being amortised over the tenure of loan and borrowing.

(b) Trade & other pavables

After initial recognition, trade and other payables maturing within one year from the Balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

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.

4.14 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits 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, as they are considered an integral part of the Company's cash management.

4.15 Earnings per share

Basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year, adjusted for bonus element in equity shares issued during the year.

Diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year after giving effect to all dilutive potential equity shares.

5 New Accounting Standard -

Leases (Ind AS 116) -

Ind AS 116 is applicable for financial reporting periods beginning on or after 1 April 2019 and replaces existing lease accounting guidance, namely Ind AS 17. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The nature of expenses related to those leases will change as Ind AS 116 replaces the operating lease expense (i.e., rent) with depreciation charge for ROU assets and interest expense on lease liabilities. There are recognition exemptions for short-term leases and leases of low-value items.

Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. The Company is in the process of analysing the impact of new lease standard on its financial statements.

The Company is proposing to use the "Modified Retrospective Approach" for transitioning to Ind AS 116. Accordingly, comparatives for the year ended 31st March 2019 will not be retrospectively adjusted.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Note 2

Property, Plant and Equipment

	Tangible Assets							
Particulars	AC	Furniture and fixtures	Medical Equipment	Computer & Accessories	Electrical Equipment	Vehicle	Right to Use (Leased Office Premise)	Total
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Gross Block (At cost)								
As at 31 March 2019	1,050,184	3,685,296	24,621,606	976,252	1,714,653	18,000	-	32,065,991
Additions	-	-	-	-	-	-	1,710,655	1,710,655
Deductions/Adjustments	743,591	1,833,196	9,388,754	958,351	1,308,977	8,001	-	14,240,870
As at 31 March 2020	306,593	1,852,100	15,232,852	17,901	405,676	9,999	1,710,655	19,535,776
Additions	-	-	-	-	-	-	-	-
Deductions/Adjustments	306,593	1,852,100	361,155	17,901	405,676	-	1,710,655	4,654,080
As at 31 March 2021	-	-	14,871,697	-	-	9,999	-	14,881,696
Depreciation/amortisation								
As at 31 March 2019	1,028,229	2,413,223	12,526,808	976,250	1,576,606	12,586	-	18,533,702
For the year	10,446	306,835	1,421,805	-	59,633	1,535	570,218	2,370,471
Deductions/Adjustments	743,591	1,833,196	9,388,754	958,351	1,308,977	8,001	-	14,240,870
As at 31 March 2020	295,084	886,862	4,559,859	17,899	327,262	6,120	570,218	6,663,303
For the year	10,420	314,496	1,421,277	-	54,468	1,532	427,664	2,229,857
Deductions/Adjustments	305,504	1,201,358	361,155	17,899	381,730	-	997,882	3,265,527
As at 31 March 2021	-	-	5,619,981	-	-	7,652	-	5,627,633
Net Block								
At 31 March 2020	11,509	965,238	10,672,993	-	78,414	3,879	1,140,437	12,864,473
At 31 March 2021	-	-	9,251,716	-	-	2,347	-	9,254,063

Note: 3 Intangible assets

Description	Computer Software
Cost as at 31 March 2019	187,715
Additions	-
Deletions	169,275
Cost as at 31 March 2020	18,440
Additions	-
Deletions	18,440
Cost as at 31 March 2021	_
Accumulated amortisation as at 31 March 2019	187,715
Amortisation for the period	-
Deletions	169,275
Accumulated amortisation as at 31 March 2020	18,440
Amortisation for the period	-
Deletions	18,440
Accumulated amortisation as at 31 March 2021	_
Net carrying amount as at 31 March 2020	-
Net carrying amount as at 31 March 2021	-

Particulars Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 4		
Other Financial Assets		
Unsecured considered good unless stated otherwise:		
a. Loans and Advances		
Inter-Corporate Deposit (Unsecured)	-	1,500,000
Loans Given to Non-Corporate Entities (Unsecured)	74,000,000	72,892,544
b. Security Deposits		
Lease Deposit	1,500,000	1,650,000
VAT Deposit	-	65,500
a Ralanca Evam Povonya Authority		
c. Balance From Revenue Authority	(22.445	02.002
Income Tax Refund	622,445	93,982
Total	76,122,445	76,202,026

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 5 Other Non-Financial Assets		
a. Trade Advance Trade Advances for Supply of Goods/ Assets	63,000,000	63,000,000
Total	63,000,000	63,000,000

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 6		
Inventories		
Stock in Trade (Valued at Lower of Cost or NRV)	-	11,500
Total	-	11,500

As at 31st March' 2021	As at 31st March' 2020
32,278	51,306
	15,408 66,714
	31st March' 2021

Particulars	As at 31st March' 2021	As at 31st March' 2020
Note: 8		
Other Current Asset		
Prepaid Expenses	693	-
Balance With Revenue Authorities		
Income Tax refund due for current year	428,589	528,464
GST Credit	151,268	138,681
Deposit against Appeal (MVAT)	374,999	-
Advance Profession Tax Paid	8,400	-
Total	963,949	667,145

	Particulars	As at	As at
		31st March' 2021	31st March' 2020
	Note: 9 Share Capital		
a	Authorised :		
	Equity Shares of Re. 10/- each 120,00,000 (PY 120,00,000) Equity Shares of Rs.10/- Each TOTAL	120,000,000 120,000,000	120,000,000 120,000,000
b	Issued and Subscribed and Paid up: 105,00,000 (Previous year 105,00,000) Equity shares fully paid up TOTAL	105,000,000 105,000,000	105,000,000 105,000,000
c	Reconciliation of number of shares outstanding at the beginning and end of the year:		
	Equity share: Outstanding at the beginning of the year Add/(Less): Adjustments during the year Equity shares allotted as fully paid bonus shares by capitalisation of re Equity Shares bought back during the year	10,500,000 - - -	10,500,000 - - -
	Outstanding at the end of the year	10,500,000	10,500,000

d Terms / Rights attached to each classes of shares

Terms / Rights attached to Equity shares

The Company has only one class of equity shares with voting rights having a par value of Re 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting, except in case of interim dividend.

During the year ended 31 March 2021, the amount of dividend per equity share recognised as distributions to equity shareholders is NIL (previous year NIL).

In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e Shareholders holding more than 5% shares in the company is set out below:

Equity share	As at 31st March' 2021		As a	
	No. of Shares	0/0	No. of Shares	%
MAXGAINZ FINSERVE PVT LTD	2,100,000	20.00%	2.100.000	20.00%
HITESH KUMAR IAIN	533,400	5.08%	533,400	5.08%
INNOVATE DERIVATIVES PRIVATE LIMITED	547.896	5.22%	547.896	5.22%

- f The company had not issued any bonus share for consideration other than cash and no share had bought back during the period of five years immediately preceding the reporting date.
- During the year no share was reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.

Particulars	As at 31st March' 2021	As at 31st March' 2020
Note: 10		
Other Equity		
Reserves & Surplus		
Securities premium reserve - at the beginning of the year	45,000,000	45,000,000
Add: Addition during the year	-	-
At the end of the year	45,000,000	45,000,000
Retained earnings - at the beginning of the year	-333,708	734,978
Add: Addition during the year	-1.725.637	-165.841
Add: Provision For Impairment of Asset	111 201001	-
Add/(Less): IND-AS 116 Lease Asset adjustments	1.527.730	-902.845
At the end of the year	-531,615	-333,708
Total Reserves & Surplus	44,468,385	44,666,292
Other comprehensive income	_	-
Add: Addition during the year	-	-
At the end of the year	-	-
Total Other comprehensive income	-	-
Total Other Equity	44,468,385	44,666,292

The Description of the nature and purpose of each reserve within equity is as follows:

- a) Securities Premium Reserve: Securities premium reserve is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs, etc.
- b) Retained earnings: Retained earnings represents undistributed profits of the company

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 11		
Other Non - Current financial liabilities -		
Lessor A/c. (Leased Asset Liability)	-	2,248,715
Total	-	2,248,715

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 12 DEFERRED TAX LIABILITIES (NET)		
The movement on the deferred tax account is as follows:		
At the start of the year	369,942	428,035
Charge/(credit) to statement of Profit and Loss	552,122	-58,093
At the end of the year	922,065	369,942
MAT Credit Entitlement	-60,153	-227,640
Total	861,912	142,302

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 13 Trade Payable		
Trade Payable	37,838	258,950
Total	37,838	258,950

Notes:

Please also refer Note 48-Dues to micro, small and medium enterprises, of the Financial Statements regarding dues to Dues to micro and small enterprises

Particulars	As at 31st March' 2021	As at 31st March' 2020
Note: 14		
Other financial Liabilities		
Audit Fees Payable	55,237	73,400
Staff Salary Payable	-	300,800
Total	55,237	374,200

Notes:

 $Please \ also \ refer \ Note \ 48 \ -Dues \ to \ micro, \ small \ and \ medium \ enterprises, of \ the \ Financial \ Statements \ regarding \ dues \ to \ Dues \ to \ micro \ and \ small \ enterprises$

Particulars	As at	As at
	31st March' 2021	31st March' 2020
Note: 15		
Current Provisions		
Statutory Dues Payable		
PT Payable	1,200	23,300
TDS Payable	12,596	26,098
Income Tax Provision	69,000	72,000
Total	82,796	121,398

Particulars	As at 31st March' 2021	As at 31st March' 2020	
Note: 16			
Income from Operation Sale of Medicine	59,790	_	
Sales of Services	86,509	7,766,403	
Total	146,299	7,766,403	

Particulars	Year Ended on 31st March' 2021	Year Ended on 31st March' 2020
Note: 17		
Other Income		
Interest income:		
On Loans & Advances	5,714,526	5,248,231
On Bank FDR	-	52,397
Total	5,714,526	5,300,628

Particulars	Year Ended on	Year Ended on
	31st March' 2021	31st March' 2020
Note: 18		
Purchase of Stock-in-Trade		
Purchase	78,526	580,844
Total	78,526	580,844

Particulars	Year Ended on	Year Ended on
	31st March' 2021	31st March' 2020
Note: 19		
Changes in inventories		
Stock-in-Trade		
Opening Stock	11,500	37,000
Closing Stock	-	11,500
Total	11,500	25,500

Particulars	Year Ended on	Year Ended on
	31st March' 2021	31st March' 2020
Note: 20		
Employee Benefit Expenses		
Salary & Other Allowances	2,691,031	4,434,278
Directors' remuneration	161,500	900,000
Total	2,852,531	5,334,278

Particulars	Year Ended on 31st March' 2021	Year Ended on 31st March' 2020
Note: 21		
Operating Expenses		
Hospital Charges	-	122,510
Clinic Expenses	510	300,752
Total	510	423,262

Particulars		
	31st March' 2021	31st March' 2020
Note: 22		
Finance Cost		
Bank Charges	11,561	27,352
Credit Card Charges	428	-
Interest expenses on -		
Leased Assets	151,788	235,215
Loans	12,282	9,290
Total	176,059	271,857

Particulars	Year Ended on 31st March' 2021	Year Ended on 31st March' 2020
Note: 23 Depreciation	2,229,857	2,378,471
Total	2,229,857	2,378,471

Particulars	Year Ended on	Year Ended on
	31st March' 2021	31st March' 2020
Note: 24		
Other Expenses -		
Advertisement	80,129	1,375,696
Audit Fees	35,000	30,000
Professional Fees	66,500	35,000
Travelling Exp	-	35,167
Electricity Expenses	6,340	222,355
Society Maintenance	-	19,493
Telephone Exp.	199	7,478
Share Connectivity Exp	162,452	69,985
Annual Listing Fees	300,000	300,000
Conveyance Fees	-	5,716
Printing, Stationery & Postage	-	30,039
Office Expenses	-	16,650
Bad Debt	-	2,636,484
Roc Filing & other Appeal Filing Exp.	4,100	16,700
PT Late Return Filing Penalty	1,000	-
VAT Appeal Fees	1,030	-
Interest On Late Payment	16,147	-
Balance W/off	127,802	1
Shop & Establisment Exp	-	38,000
Software Renewal Exp.	12,941	16,673
Business Promotion	-	9,712
Web Portal & Domain Charges	-	31,049
Books & Periodicals and News paper	-	6,728
Loss On Sale of Asset	658,278	-
Total	1,471,918	4,902,925

Note No

25 Contingent liability, to the extent not provided for

Particulars	As at	As at
	31 March 2021	31 March 2020
	(Rs.)	(Rs.)
Disputed MVAT liabilities (Amount Paid Rs 347,999/- (P.Y. Nil))	347,999	-

Note:

- a) There are no other contingent liabilities as at the balance sheet date.
- b) 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. The Board does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.
- c) Capital commitment for value of contracts yet to be executed Rs. Nil (P.Y. Nil)

26 Employee benefit obligations

Since Company does not have minimum no. of employees required to mandatorily attract Employee Benefit regulations, Company has not provided for the same.

27 Segmental Information

The Company operates in a single reportable segment i.e. medical services, which has similar risks and returns for the purpose of IND-AS - 108 on 'Segment Reporting'. The Company operates in single geographical segment, i.e. domestic.

28 Financial Instruments

Financial instrument by category

The carrying value and fair value of financial instrument by categories as of 31 March 2021 were as follows

Particulars	At amortised cost	At fair value through profit and loss	At fair value through OCI	Total Carrying value	Total fair value
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Assets:					
Cash and cash equivalents	1,165,707	-	-	1,165,707	1,165,707
Other financial assets	76,122,445	-	-	76,122,445	76,122,445
Total	77,288,153	-	-	77,288,153	77,288,153
Liabilities:					
Trade and other payables	37,838	-	-	37,838	37,838
Other financial liabilities	55,237	-	-	55,237	55,237
Total	93,075	•	ı	93,075	93,075

The carrying value and fair value of financial instrument by categories as of March 31, 2020 were as follows

Particulars	At amortised cost	At fair value through profit and loss	At fair value through OCI	Total Carrying value	Total fair value
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Assets:					
Cash and cash equivalents	66,714	-	-	66,714	66,714
Other financial assets	76,202,026	-	-	76,202,026	76,202,026
Total	76,268,740	-	-	76,268,740	76,268,740
Liabilities:					
Trade and other payables	258,950	-	-	258,950	258,950
Other financial liabilities	2,622,915	-	-	2,622,915	2,622,915
Total	2,881,865	-	-	2,881,865	2,881,865

- (1) Assets that are not financial assets, in the opinion of the management are not included.
- (2) Other liabilities that are not financial liabilities, in the opinion of the management are not included.
- (3) In the opinion of the management, based on the details available with the company, all the financial assets and liabilities are tested for valuation, to identify their fair value, as prescribed in Indian Accounting Standards, and are measured at fair value, to the extent possible. The assets/ liabilities, which are not possible to be measured at fair value, in the opinion of the management, in the opinion of the management, are presented in the financial statements at their book value, without any adjustment towards fair valuation.

29 Fair value hierarchy

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

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2021:

Particulars As at 31 March 2021	As at	Fair value measurement at end of the reporting year using		
	Level I (Rs.)	Level 2 (Rs.)	Level 3 (Rs.)	
Assets /Liabilities measured at fair value				
Financial Assets:				
Non current investments	-	-	-	-
Forward contract receivable	-	-	-	-
Financial Liabilities:				
Forward contract payable	-	-	-	-
Security deposits	-	-	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2020:

Particulars	As at 31 March 2020	• • • • • • • • • • • • • • • • • • • •			
	(Rs.)	Level I (Rs.)	Level 2 (Rs.)	Level 3 (Rs.)	
Assets /Liabilities measured at fair value					
Financial Assets:					
Non current investments	-	-	-	-	
Forward contract receivable	-	-	-	-	
Financial Liabilities:					
Forward contract payable	-	-	-	-	
Security deposits	-	-	-	-	

There have been no transfers among Level 1, Level 2 and Level 3 during the period.

The management assessed that cash and cash equivalents, Trade receivable and other financial asset, trade payables and other financial liabilities approximate their carrying amount largely due to short term maturity of these instruments.

30 Financial risk management objectives and policies

The risk management policies of the Company 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 Management has overall responsibility for the establishment and oversight of the Company's risk management framework.

In performing its operating, investing and financing activities, the Company is exposed to the Credit risk, Liquidity risk and Market risk.

31 Carrying amount of financial assets and liabilities:

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the period by categories:

Particulars	As at 31 March 2021 (Rs.)	As at 31 March 2020 (Rs.)
Financial assets -		
Cash and cash equivalent	1,165,707	66,714
Other financial assets	76,122,445	76,202,026
At end of the year	77,288,153	76,268,740
Financial liabilities -		
Trade payables	37,838	258,950
Other financial liabilities	55,237	2,622,915
At end of the year	93,075	2,881,865

32 Credit risk on financial assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counterparties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings.

Cash and cash equivalents balances generally represent short term deposits with a less than 180-day maturity.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 90-360 days. But some customers take a longer period to settle the amounts.

33 Exposure to credit risk

Financial asset for which loss allowance is measured using expected credit loss model

Particulars	31 March 21	As at 31 March 20 (Rs.)
Financial assets -		
Cash and cash equivalent	1,165,707	66,714
Other financial assets	76,122,445	76,202,026
At end of the year	77,288,153	76,268,740

With the applicability of Ind AS 109, the recognition and measurement of impairment of financial assets is based on credit loss assessment by expected credit loss (ECL) model. The ECL assessment involve significant management judgement. The Company's impairment allowance is derived from estimates including the historical default and loss ratios. Management exercises judgement in determining the quantum of loss based on a range of factors, like staging criteria, calculation of probability of default / loss and consideration of probability weighted scenarios and forward looking macroeconomic factors.

The board acknowledges and understands that these factors, since there is a large increase in the data inputs required by the ECL model, which increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. Based on the internal management analysis, as per Board Opinion, there is no requirement of provision for expected credit loss in several financial assets including the trade receivables and other receivables of the Company and all are on fair value, based on the assessment and judgement made by the board of the company.

In the opinion of management, trade receivable, Financial assets, Cash and cash equivalent, Balance with Bank, Loans and other financial assets have a value on realisation in the ordinary course of business at lease equal to the amount at which they are stated in the balance sheet.

34 Market risk -

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

35 Foreign currency risk

The Company is not exposed to any currency risk on account of its borrowings, other payables and receivables in foreign currency. All dealings are done in domestic markets by the company. The functional currency of the Company is Indian Rupee.

36 Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing finacial instruments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing financial instruments will fluctuate because of fluctuations in the interest rates.

Company has interest rate risk exposure mainly from changes in rate of interest on borrowing & on deposit with bank. The interest rate are disclosed in the respective notes to the financial statements of the Company.

The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:

Particulars	As at 31 March 21 (Rs.)	As at 31 March 20 (Rs.)
Financial assets		
Interest bearing - Fixed interest rate		
- Loans	76,122,445	76,202,026
Interest bearing - Floating interest rate	-	-
Financial Liabilities		
Interest bearing - Fixed interest rate	-	-
Interest bearing - Floating interest rate		

37 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. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

38 Cash flow sensitivity analysis for variable-rate instruments -

The company does not have any financial assets or financial liabilities bearing floating interest rates. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

39 Liquidity risk -

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Company maximum exposure to credit risk for the components of the balance sheet at 31 March 2021 and 31 March 2020 is the carrying amounts. The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On Demand	12 months or less	1 to 5 years	> 5 years	Total
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Year ended 31 March 2021					
Other financial liabilities	-	37,838	-	=	37,838
Trade and other payables	-	55,237	-		55,237
Total	-	93,075	-		93,075
Year ended 31 March 2020					
Other financial liabilities	-	-	2,622,915	-	2,622,915
Trade and other payables	-	258,950	-	-	258,950
Total	-	258,950	2,622,915	-	2,881,865

At present, the Company does expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

40 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 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 optimum gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars		As at 31 March 21 (Rs.)	As at 31 March 20 (Rs.)
Borrowings			
Trade & Other payables		37,838	258,950
Other financial liabilities		55,237	2,248,715
Less: cash and cash equivalents		-1,165,707	-66,714
Net debt	(a)	-1,072,632	2,440,951
Total equity			
Total member's capital	(b)	149,468,385	149,666,292
Gearing ratio (%)	(a/b)	-0.72%	1.63%

In order to achieve this overall objective, the Company'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.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020.

41 Income tax

The major components of income tax expense for the years are:

Particulars	As at 31 March 2021	As at 31 March 2020
Current income tax:		
Current income tax charge	69,000	72,000
Adjustments in respect of previous year	95,487	104
MAT credit entitlement	•	-
Deferred tax:		
Relating to origination and reversal of temporary differences	552,122	-58,093
Income tax expense reported in the statement of profit or loss	716,609	14,011

A Reconciliation of income tax provision to the amount computed by applying the statutory income tax rate to the income before Income taxes is summarized as follow:

Particulars	As at 31 March 2021	As at 31 March 2020
	1 000 020	151 000
Profit before income tax	-1,009,028	-151,830
Rate of Income tax	26.00%	26.00%
Tax using the Company's domestic tax rate	-262,347	-39,476
Tax effect of:		
Additional allowances for tax purpose	-262,006	-
Expenses not allowed for tax purposes	592,750	111,476
Other Adjustments	603	
		•
Income tax expense reported in the statement of profit or loss	69,000	72,000

Applicable statutory tax rate for financial year 2020 - 21 is 26.00%.

Movement in deferred tax balances

Particulars	31/03/2021	31/03/2020
Opening balance April 1 -(Asset)/ Liabilities		
Property, plant and equipment	369,942	428,035
Deferred tax (Asset)/Liabilities- Recognised in profit or loss		
Property, plant and equipment	552,122	-58,093
Closing balance March 31 -(Asset)/ Liabilities		
Property, plant and equipment	922,064	369,942

The company offsets tax assets and 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 tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

42 Estimates

The estimates at 1 April 2020 and at 31 March 2021 are consistent with those made for the same dates in accordance with Indian AS (after adjustments to reflect any differences in accounting policies).

- 43 Balance of Receivables and Payables, including loans, deposits & trade advances given, payable to vendors, etc, are subject to confirmation and consequent reconciliation and adjustments, if any, Further the impairment provision for trade advances given are subject to documentation of the informal updation in terms of advances. Hence, the effect thereof, on Profit/ Loss, Assets and Liabilities, if any, is not ascertainable, which may be considerable. As per the opinion of the Board, there will be no substantial impact on their reconciliation with their balance confirmations as on the reporting date.
- 44 There was no impairment loss on the fixed assets on the basis of review carried out by the management in accordance with Indian Accounting Standard (Ind AS)-36 'Impairment of Assets.

45 Lease disclosure

Nature of Lease Activity - Company had entered into Lease Agreement for its Goa Clinic's Premise but in FY20-21 same was surrendered.

Amount recognised in Profit and Loss during the Year -

Amount (In Rs.)

Particulars Particulars Particulars Particulars	<u>As at</u> 31 March 2021	As at 31 March 2020
Short Term Leases (Surrendered during the year)	579,452	805,433

On adoption of Ind AS 116, the Company recognised lease liabilities in relation to leases which had previously been classified as 'operating leases' under the principles of AS-17 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate. The weighted average incremental borrowing rate applied to the lease liabilities was 9%. During the Financial Year ended 31-03-2021, the underlying lease agreements have been surrendered. Hence entire liabilities were reversed by the company.

46 Earnings per share

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 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:

<u>Particulars</u>	As at 31 March 2021	As at 31 March 2020
Profit attributable to equity holders of the parent for basic earnings (Rs.)	-1,725,637	-165,841
Weighted average number of equity shares for basic and diluted earning per share	10,500,000	10,500,000
Face value per share	10	10
Basic earning per share	-0.16	-0.02
Diluted earning per share	-0.16	-0.02

- 47 The Company has not entered into any transactions which are termed "Specified Domestic Transaction" as per Section 92BA of the Income Tax-Act, 1961. Accordingly, it is not required to comply with certain transfer pricing regulations under Section 92 to Section 92F of the Act. ".
- 48 The Company has an informal process of obtaining confirmations from the vendors to record whether they are covered under Micro, Small and Medium Enterprise Development Act 2006 as well as they have filed required memorandum with prescribed authority. Based on and to the extent of the information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and relied upon by the auditors, the relevant particulars as at the year end are furnished below:

Rs in Lacs	
31-Mar-21	31-Mar-20
31,500	Nil
Nil	Nil
-	-
-	-
-	-
_	_
	31-Mar-21

49 During the year, the company has carried out the enhanced physical verification of item wise fixed assets of the company across its offices located at several locations. Based on such verification, various items of fixed assets appearing in the fixed assets register of the company, which were not found physically available, were eliminated from the register. Since these items of assets were fully depreciated and not having any scrap value, the management has estimated no impact of such delition on the financial position and going concern position of the company.

50 Uncertainty relating to the global health pandemic on COVID-19

Covid-19 outbreak was declared as a global pandemic by World Health Organisation. As per the current reports the Second wave of COVID-19 pandemic has peaked in most states in India. Accordingly, the Company has been in operation consistently with minimal permitted staff. The Company is closely monitoring the impact due to COVID-19 on various aspects of its business including its assets/ vendors/ employees and other business partners. The Company will continue to monitor for any material changes to future economic conditions and as of March 31, 2021 based on the facts and circumstances existing as of that date, the Company does not anticipate any material uncertainties which affects its liquidity position and also ability to continue as a going concern. In management view, the Company's capital and liquidity position stands strong as on reporting date. However, the impact assessment of Covid-19 is a continuing process given the uncertainties associated with its nature and duration.

51 Related party relationships, transactions and balances

A Nature of relationship

- I Holding Company NA
- II Subsidiary Company NA
- III Enterprises over which Directors and their relatives exercise significant influence
 - a Clio Infotech Limited
- IV Key Management Personnel and their relatives
 - a Pritesh Champalal Doshi (Managing Director)
 - b Devendra Bhogilal Sanghvi (Director)
 - c Pallavi Jadhav Vasant (Director Upto 05th September, 2020)
 - d Ouincy Sanadhya (Director Upto 31st March, 2021)
 - e Renukka Marwah (Director From 05th September, 2020 To 31st March, 2021)
 - f CS Suchit Sharma (Company Secretary- from 15.04.2020 to 20.10.2020)
 - g CS Kanchan Kaku (Company Secretary- from 01.04.2021)
 - h CS Deepesh Shah (Company Secretary-Till 16.10.2019)
- V Fellow Associates NA

Notes:

- 1 The related party relationship have been determined on the basis of the requirement of the Indian Accounting Standard (Ind AS) 24 ' Related Party Discloures and the same have been relied upon by the auditors.
- 2 The relationships as mentioned above pertain to tose related parties with whom transactions have taken place during the current year/previous year, except where control exists, in which case the relationships have been mentioned irrespective of transactions with the related party.

Related Party Disclosures: (Continued)

B. Transaction with related parties for the Half year ended -

Nature of transactions	Enterprises on which personnel (KMP's) have		KMP		
	Year Ended 31st March 2021	Year Ended 31st March 2020	Year Ended 31st March 2021	Year Ended 31st March 2020	
Remuneration Paid					
PALLAVI JADHAV	-	-	21,500	540,000	
PRITESH DOSHI	-	-	140,000	360,000	
SUCHIT SHARMA	-	-	190,106	=	
Interest Paid					
Clio Infotech Limited	12,282		-	-	
Deposit Loans and Advance taken					
Clio Infotech Limited	2,650,000		-	-	
CS DEEPESH SHAH	-	-	-	184,002	
PRITESH DOSHI	-	-	10,030	3,000	
Deposit Loans and Advance repaid back					
PRITESH DOSHI	-	-	10,030	3,000	
Clio Infotech Limited	2,650,000	-	-		

⁵² Previous year's figures have been regrouped or reclassifed wherever necessary

For Parekh Shah & Lodha

Chartered Accountants (Firm Reg. No. 107487W)

Sd/-Ashutosh Dwivedi (Partner) M.No. 410227

UDIN: 21410227AAAADO3581

Place : Mumbai Date - 29/06/2021

For and on behalf of the Board

Sd/-Mr. Pritesh Doshi (Managing Director) DIN: 05155318

Sd/-CS Kanchan Kaku (Company Secretary) ICSI Member No: A58681

Place : Mumbai Date - 29/06/2021

Sd/-Mr. Devendra Sanghvi

(Director) DIN:02251590

Sd/-Mr. Milinath Gavas (Chief Financial Officer)

Form No. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

CIN of the Company	:	L93030MH2011PLC222636
Name of the Company	:	Looks Health Services Limited
Registered office		5 & 9, Floor - 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk,
		Fort, Mumbai – 400001
Name of the Member(s)	:	
Registered Address	:	
E-mail Id	:	
Folio No/ClientID	:	

I/We, being the member(s) of _____shares of the above named company, hereby appoint

1.	Name	:		
	Address	:		
	E-mail Id	:	Signature:	or failing him/her
2.	Name	:		
	Address	:		
	E-mail Id	:	Signature:	or failing him/her

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 10th Annual General Meeting of the company, to be held on the **30th SEPTEMBER**, **2021** at **02.30 P.M.** at 5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai - 400001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolutions	Vote (Optional see note 2) (Please mention no. of Share)			
Number		For	Against	Abstain	
Ordinary Bu	siness:				
1	Ordinary Resolution for Adoption of statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the financial year 31st March, 2021				
2	Ordinary Resolution to Appoint a director in place of Mr. Pritesh Doshi (DIN: 05155318) who retires by rotation and being eligible offers himself for reappointment.				
3	Ordinary Resolution to appoint M/s. Parekh Shah & Lodha as Statutory Auditors of the Company				
Special Bus	iness				
4	Special Resolution to appoint Mr. Pritesh Doshi (DIN: 05155318) as Managing Director				
5	Ordinary Resolution to appoint Ms. Sejal Jain (DIN: 09092276) as Non- Executive Independent Director of the Company				

Signed thisday of, 2021	Affix
Signature of Shareholder:	
organizational.	Stamps

Signature of Proxy holder(s):

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The Proxy holder may vote either for or against each resolution in the Meeting, provided that he / she or the Member(s) has / have not casted the vote through remote e-voting facility.

LOOKS HEALTH SERVICES LIMITED CIN: L93030MH2011PLC222636

Regd. Office: 5 & 9, Floor – 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai - 400001 Phone No.: 97734 13916; Email: lookshealthserv@gmail.com; Website: www.looksclinic.in

ATTENDANCE SLIP 10th ANNUAL GENERAL MEETING ON 30th SEPTEMBER, 2021

Name of Member	:			
Registered Address	:			
Regd. Folio No.	:			
Client ID/ D.P. ID*	:			
No. of Share(s) held	:			
Joint Holder 1	:			
Joint Holder 2	:			
* Applicable for investors ho	olding s	shares in Electronic form		
I certify that I am the registered shareholder(s)/proxy for the registered shareholder of the Company.				
	P.M. a	nce at the 10 TH ANNUAL GENERAL MEE at 5 & 9, Floor – 1 & 2, Plot - 27/33, Beau bai - 400001		
Member's/Proxy's name (in	Block l	 Letters)	Member's/Proxy's Signature	

Note:

- 1. Please fill in the Folio/DP ID-Client ID No., name and sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE VENUE.
- 2. Please read the instructions for e-voting given along with Annual Report. The voting period starts Sunday, 26th day of September, 2021 (09.00 a.m. IST) and ends on Wednesday, 29th day of September, 2021 (05.00 p.m. IST). The voting module shall be disabled by NSDL for voting thereafter.

Route Map to the 10th AGM Venue:

