

Looks Health Services Limited

CIN: L93030MH2011PLC222636

Date: 06th September, 2020

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

Scrip code - 534422

Dear Sir,

Sub.: Submission of Annual Report for the Financial Year 2019-2020

With reference to the above captioned matter and pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Annual Report of Looks Health Services Limited for the Financial Year 2019-2020.

The Annual Report is also uploaded on the website of the Company.

Kindly take the above on your record.

Thanking you.

Yours faithfully,

For LOOKS HEALTH SERVICES LIMITED



**SUCHIT SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER**



Encl.: a/a



LOOKS HEALTH SERVICES LIMITED

NINTH ANNUAL REPORT

2020



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CORPORATE INFORMATION

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

BOARD OF DIRECTORS

Mr. Pritesh Doshi	:	Chairman cum Whole-Time Director cum Chief Financial Officer
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)
Mr. Devendra Sanghvi	:	Independent Director
Ms. Quincy Sanadhya	:	Independent Director

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Deepesh Shah	:	Resigned with effect from 16 th October, 2019
Mr. Suchit Sharma	:	Appointed with effect from 15 th April, 2020

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 116, Trinity Bldg, 1 st Floor, 227, Dr. C H Street, Behind Parsi Dairy, Marine Lines (E), Mumbai -400002. Tel:22077267 Email: vkmassociates@yahoo.com	KRIPLANI MILANI & CO. Office No. 203 & 207, Mint Chambers, 45 / 47, Mint Road, Opp. GPO, Fort, Mumbai - 400001 Tel No.- 022-22650430, 40058971 Email: kriplani.bharat@gmail.com	M/S. DHURVAPRAKASH & CO B-408, Naman Midtown, Senapati Bapat Marg, Elphinstone Road (West) Mumbai - 400013. Tel: 022-2438 2100 Email: cadpshetty@gmail.com
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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: pravin.cm@skylinerta.com

BANKERS

HDFC Bank Limited Federal Bank Limited

NOTICE

NOTICE is hereby given that the **Ninth Annual General Meeting** of the Members of **Looks Health Services Limited** will be held at the newly shifted 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 **Wednesday, 30th day of September, 2020** 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, 2020 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.

SPECIAL BUSINESS:

3. **To appoint Ms. Renukka Marwah (DIN: 07322611) 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 and all other applicable provisions of the Companies Act, 2013 ('the Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], approval of the Company, be and is hereby accorded to the appointment of Ms. Renukka Marwah (DIN: 07322611) as Managing Director of the Company for a period of 5 (Five) years w.e.f. 30th September, 2020 to 29th September, 2025 on the terms and conditions contained in the Agreement executed by and between Ms. Renukka Marwah.

RESOLVED FURTHER THAT the approval of the Company be accorded to 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) to 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 Ms. Marwah.

RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and take all steps as may be required in this connection, including seeking all necessary approvals and filing of necessary forms with Registrar of Companies, to give effect to this resolution."

**By Order of the Board
For Looks Health Services Limited**

**Suchit Sharma
Company Secretary & Compliance Officer**

Date: 05th September 2020
Place: Mumbai

NOTES: -

1. 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 / re-appointment at the AGM is provided as part of this report.
2. 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.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE NINTH 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.

4. 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.
5. The proxy-holder shall prove his identity at the time of attending the Meeting.
6. 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.
7. **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.**
8. 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.
9. 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.
10. Members of the Company had approved the re-appointment of M/s. Kriplani Milani & Co, Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of further five years from the conclusion of the 8th Annual General Meeting till the conclusion of the 13th Annual General Meeting of the Company. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 09th Annual General Meeting.
11. Pursuant to Section 91 of the Act, the Register of Members and Share Transfer books will remain closed from **Wednesday, 23rd day of September, 2020 to Wednesday, 30th day of September 2020 (both days inclusive).**

12. 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.
13. 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.
14. 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.
15. 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).
16. 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.
17. 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.
18. To comply with the provision of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rule 2014, the Company is required to update its database by incorporating some additional details of its members.
19. Due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation, the Company is sending Notice along with Annual Report in electronic form only on the email ids registered with the Company and express its inability to dispatch hard copy of Notice along with Annual Report. To facilitate such shareholders to receive this notice electronically and cast their vote electronically, your Company has made special arrangement with its Registrar & Share Transfer Agent for registration of email addresses in terms of the General Circular No. 20/2020 issued by Ministry of Corporate Affairs dated 5th May, 2020.
The process for registration of email addresses is as under:
 - a) Pursuant to the aforesaid Circular issued by Ministry of Corporate Affairs, for remote e-voting for this AGM, shareholders who have not registered their email address and in consequence the e-voting notice could not be serviced, may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited, by clicking the link: <http://www.skylinerta.com/EmailReg.php> and follow the registration process as guided thereafter. Post successful registration of the email, the shareholder would get a soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this AGM. In case of any queries, shareholder may write to admin@skylinerta.com.
 - b) It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants.
20. 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 **Wednesday, 23rd day of September, 2020** will be considered for the purpose of voting.
22. A copy of this notice together with Annual Report has been placed on the website of the Company www.looksclinic.in and will also be available on the website of BSE i.e. <https://www.bseindia.com/>
23. 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.
24. The facility for voting shall be made available at the venue of the Annual General Meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Annual General Meeting. The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
25. Pursuant to the provisions of Section 72 of the Act read with the Rules made there under, Members holding shares in single name may avail the facility of nomination in respect of shares held by them. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
26. 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.
27. **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.**

28. **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 09th Annual General Meeting to be held on Wednesday, 30th day of September 2020. 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 09th 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 **Wednesday, 23rd day of September, 2020** 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. **Wednesday, 23rd day of September, 2020** only. The e-voting facility is available at the link www.evoting.nsdl.com

PROCEDURE/ INSTRUCTIONS FOR E-VOTING ARE AS UNDER:**Step 1:** Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>**Step 2:** Cast your vote electronically on NSDL e-Voting system.Details on **Step 1** are mentioned below:

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c)	For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use 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 yet registered, you are requested to follow the procedure as provided under the point 19(a) above under Notes to the notice.
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) 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
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on **Step 2** is given below:

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After clicking on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL INSTRUCTIONS:

- i. The e-voting period commences on **Saturday, 26th day of September, 2020 (09.00 a.m. IST)** and ends on **Tuesday, 29th day of September, 2020 (05.00 p.m. IST)**. During this period, Members holding shares of the Company, as on **Wednesday, 23rd day of September, 2020** 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 forty-eight hours 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**

**Suchit Sharma
Company Secretary & Compliance Officer**

Date: 05th September, 2020
Place: Mumbai

**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, Companies Act 2013 And Secretarial Standard at Ensuing Annual General Meeting are as Follows:

Name of the Director	Mr. Pritesh Doshi	Ms. Renukka Marwah
DIN	05155318	07322611
Date of Birth/ Age	23/06/1990 , 30 Years	17/11/1983, 36yrs
Nationality	Indian	Indian
Date of First Appointment	24/12/2011	05/09/2020
Designation	Chairman cum Whole Time Director cum CFO	Managing Director
Specialized Expertise	Good experience in Administrative & Financial Matters	Possesses rich experience in Business Management
Qualifications	B.Com	Post Graduate Diploma in Business Management
Remuneration last drawn	Rs. 3,60,000/- p.a	NIL
Remuneration Proposed to be paid	Rs. 3,60,000/-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 31/03/20.	4	2
Chairmanship/Membership of other Committees as at 31/03/20.	3	N/A
No. of Board meeting attended during year	5	N/A
No. of Shares held in Company as on 31/03/20.	122500 Equity Shares	NIL
Relationship with existing Directors of the Company	None	None

**By Order of the Board
For Looks Health Services Limited**

**Suchit Sharma
Company Secretary & Compliance Officer**

Date: 05th September, 2020

Place: Mumbai

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO 3: -**

The Board of Directors of Company in the meeting held on 05th September, 2020 had approved the resignation of the former Managing Director, Ms. Pallavi Jadhav and thereafter, in the same meeting, on the recommendation of Nomination and Remuneration Committee, accorded their consent for the appointment of Ms. Renukka Marwah, as an Additional Director.

Ms. Renukka Marwah (DIN: 07322611) was appointed by the Board of Directors of the Company, as an Additional Director in its Meeting held on 05th September 2020, on the recommendation of Nomination and Remuneration Committee, subject to the ratification by members of the Company in the ensuing Annual General Meeting, as a Managing Director of the Company for a term of 5 (Five) Years, w.e.f. from 30th September, 2020 to 29th September 2025.

Ms. Renukka Marwah, aged 36 Years, has earned her Post Graduate Diploma in Business Management. She possesses vast knowledge and rich experience pertaining to Business Management.

She is also appointed as Independent Director in the Companies such as Unistar Multimedia Limited and Clio Infotech Limited. She is also the member of the respective Committees in above companies.

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

- a) Remuneration: NIL
- b) Period of Appointment: 30th September, 2020 to 29th September, 2025.
- 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) She 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 Ms. Renukka Marwah as Managing Director needs to be approved by the shareholders of the Company in general meeting.

Except, Ms. Renukka Marwah, 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. 3 of the Notice for your approval.

**By Order of the Board
For Looks Health Services Limited**

**Suchit Sharma
Company Secretary & Compliance Officer**

Date: 05th September, 2020
Place: Mumbai

BOARD'S REPORT**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020**

Dear Shareholders,

Your Directors have great pleasure in presenting the 09th Board's Report together with the Audited Balance Sheet as at 31st March, 2020 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, 2020 as compared to the previous financial year, is summarized below:

Particular	(Amount in Rupees)	
	For the financial year ended 31 st March, 2020	For the financial year ended 31 st March, 2019
Revenue from operations	7,766,403	11,427,142
Other Income	6,023,364	6,580,229
Total Income	13,789,767	18,007,371
Less: Total Expenses	13,941,597	14,722,819
Profit/ (Loss) before tax	(151,830)	3,284,552
(Less): Tax Expenses	14,011	919,882
Profit / (Loss) after Tax	(165,841)	2,364,671
Other comprehensive (loss)/income for the year	-	-
Total comprehensive income for the year	(165,841)	2,364,671
No. of Equity Shares	10500000	10500000
EPS	(0.02)	0.23

FINANCIAL PERFORMANCE:

The total income of the Company for the year under review stood at Rs. 13,789,767/- (previous year 18,007,371/-). During the year the Company suffered a loss of Rs. 165,841/- (previous year profit of Rs. 2,364,671/-).

IMPACT OF CORONA VIRUS ON GOING CONCERN

The Covid-19 pandemic has been the defining global health crisis of our time and has already spread very fast across the continents. But it is much more than a health crisis and is having an unprecedented impact on people and economies worldwide. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. Though the long-term directional priorities of the Company remain firm, in light of Covid-19 and its expected impact on the operating environment, the key priorities of the Company would be to closely monitor safety of employees, conserve cash and control fixed costs.

In view of the outbreak of the pandemic, the Company undertook timely and essential measures to ensure the safety and well-being of all its employees at all its operational branches and the head office. The Company observed all the government advisories and guidelines thoroughly and in good faith.

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, 2020, 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 2019-20.

BOARD OF DIRECTORS

As on March 31, 2020, the Board comprised of two Executive Directors- Mr. Pritesh Doshi- Whole-Time Director and Ms. Pallavi Jadhav- 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

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from all the Independent Directors of the Company under sub-section (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:

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.

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.

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 09th 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 <http://lookclinic.in/wp-content/uploads/2019/07/code-of-conduct-for-board-of-directorssenior-management.pdf>

MEETINGS OF THE BOARD:

The Board met 05 (Five) times during the financial year 2019-20, i.e. on 30th May, 2019, 14th August, 2019, 04th September, 2019, 14th November, 2019, and 13th February, 2020. The maximum interval between any two meetings did not exceed 120 days.

CHANGES IN KEY MANAGERIAL PERSONNEL (KMP'S) DURING THE FINANCIAL YEAR 2019 - 2020

The Board acknowledged the resignation of Mr. Deepesh Shah as Company Secretary and Compliance Officer of the Company w.e.f. 16th October 2019.

Further, Mr. Suchit Sharma was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 15th April 2020.

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 the Report on Corporate Governance and forms part of this Annual 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 in Form MGT 9 is appended to this Report as **Annexure-I**, further the same is also available on the website of the Company viz. www.looksclinic.in.

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 -II** 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 -III**.

STOCK EXCHANGE:

The Equity Shares of the Company are listed at BSE Limited. The Company has paid the Annual listing fees for the year 2019-2020 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 Policy 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- IV**.

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 2019-2020, no employee or director was denied access to the Audit Committee.

<http://looksclinic.in/wp-content/uploads/2019/07/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 –

<http://looksclinic.in/wp-content/uploads/2019/08/1.-criteria-of-making-payment-to-non-executive-directors-1.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 | : NIL |
| b. Number of complaints disposed off during the financial year | : NIL |
| c. Number of cases pending as on end of the financial year | : NIL |

The policy can be accessed on the website of the Company at the link

<http://looksclinic.in/wp-content/uploads/2019/07/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. The policy can be accessed on the following link:

http://looksclinic.in/wp-content/uploads/2019/08/Risk-Managementt-Policy-NSBL_12042016_034830.pdf

STATUTORY AUDITORS:

At the 08th Annual General Meeting of the Company held on 30th September, 2019, M/s. Kriplani Milani & Co., Chartered Accountants, Mumbai (having FRN: 130461W), were appointed as Statutory Auditors of the Company to hold office for a second term of five consecutive years up to the conclusion of 13th Annual General Meeting to be held in the year 2024.

Vide notification dated May 7, 2018 issued by Ministry of Corporate Affairs, the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with. Accordingly, no such item has been considered in notice of the 9th AGM.

The Auditor's Report for the year ended 31st March, 2020 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 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 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, 2020 is enclosed as **Annexure- V** 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.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN 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 31 st March, 2020	Year ended 31 st March, 2019
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 co-operation 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**

Pritesh Doshi
Chairman
DIN: 05155318

Date: 05th September, 2020
Place: Mumbai

ANNEXURE- I

FORM MGT-9 - EXTRACT OF ANNUAL RETURN

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

As on financial year ended on 31st March, 2020

I. REGISTRATION AND OTHER DETAILS:

CIN	:	L93030MH2011PLC222636
Registration Date	:	1 st October, 2011
Name of the Company	:	Looks Health Services Limited
Category/ Sub-Category of the Company	:	Public Company Limited By Shares
Address of the Registered office and contact details	:	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
Whether listed company	:	Yes - BSE Limited
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Skyline Financial Services Private Limited A/505 Dattani Plaza, A.K. Road, Safed Pool Andheri East, Mumbai- 400072. Tel: 022-49721245 Email: pravin@skylinerta.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/services	NIC Code of the Product / Service	% to total turnover of the company
1	Dental Service	86202	56.32 %
2	Interest Income	64920	38.44 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN / GLN	Holding / subsidiary / associate	% of shares held	Applicable section
N.A.					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i. CATEGORY WISE SHAREHOLDING

Sr. no	Category of Shareholders	Shares Held at the End of the Year - 31/03/2019				Shares Held at the End of the Year - 31/03/2020				% Change During the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
1	Indian									
a)	Individual HUF	122500	0	122500	1.17	122500	0	122500	1.17	0
b)	Central Government	0	0	0	0	0	0	0	0	0
c)	State Government	0	0	0	0	0	0	0	0	0
d)	Bodies Corporate	2100000	0	2100000	20	2100000	0	2100000	20	0
e)	Banks/FI	0	0	0	0	0	0	0	0	0
f)	Any Other	0	0	0	0	0	0	0	0	0
	Sub-Total (A)(1)	2222500	0	2222500	21.17	2222500	0	2222500	21.17	0
2	Foreign									
a)	NRI Individuals	0	0	0	0	0	0	0	0	0
b)	Other Individuals	0	0	0	0	0	0	0	0	0
c)	Bodies Corporate	0	0	0	0	0	0	0	0	0
d)	Banks /FI	0	0	0	0	0	0	0	0	0
e)	Any Other	0	0	0	0	0	0	0	0	0
	Sub-Total (A)(2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoters[A]=(A1)+(A2)	2222500	0	2222500	21.17	2222500	0	2222500	21.17	0
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0	0	0	0	0	0
b)	Banks/FI	0	0	0	0	0	0	0	0	0
c)	Central Government	0	0	0	0	0	0	0	0	0
d)	State Government	0	0	0	0	0	0	0	0	0
e)	Venture Capital Fund	0	0	0	0	0	0	0	0	0
f)	Insurance Companies	0	0	0	0	0	0	0	0	0
g)	FII's	0	0	0	0	0	0	0	0	0
h)	Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i)	Any Other	0	0	0	0	0	0	0	0	0
i)	Any Other Foreign	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)	0	0	0	0	0	0	0	0	0

**BOARD'S
REPORT - ANNEXURE I**

CORPORATE
INFORMATION

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OF AGM

BOARD'S
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MANAGEMENT
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SECRETARIAL
AUDIT REPORT

INDEPENDENT
AUDITOR'S
REPORT

STANDALONE
FINANCIAL
STATEMENTS

Sr. no	Category of Shareholders	Shares Held at the End of the Year - 31/03/2019				Shares Held at the End of the Year - 31/03/2020				% Change During the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2	Non-Institutions									
a)	Bodies Corporate									
1)	Indian	2676231	0	2676231	25.49	2668969	0	2668969	25.42	-0.07
2)	Overseas	0	0	0	0	0	0	0	0	0
b)	Individuals									
1)	Individual shares holders having nominal share capital upto Rs. 1,00,000	195730	0	195730	1.86	201050	0	201050	1.91	0
2)	Individual Shareholders Holding Nominal Share Capital Above Rs. 1 Lac	5148826	0	5148826	49.04	5142398	0	5142398	48.98	0
c)	Others									
a)	HUF	254713	0	254713	2.43	2,64,383	0	2,64,383	2.52	0.09
b)	Non-Resident Indian	700	0	700	0.01	700	0	700	0.01	0
c)	Foreign National	0	0	0	0	0	0	0	0	0
d)	Clearing Members	0	0	0	0	0	0	0	0	0
e)	Trust	0	0	0	0	0	0	0	0	0
e)	Foreign Bodies-DR	0	0	0	0	0	0	0	0	0
f)	NBFC Registered With RBI	1300	0	1300	0.01	0	0	0	0	-0.01
G)	Unclaimed shares (IEPF)	0	0	0	0	0	0	0	0	0
H)	Any Other	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(2)	8277500	0	8277500	78.83	8277500	0	8277500	78.83	0
	Total Public Shareholding (B)=(B1)+(B2)	8277500	0	8277500	78.83	8277500	0	8277500	78.83	0
C)	Shares Held By Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total	10500000	0	10500000	100	10500000	0	10500000	100	0

ii. SHAREHOLDING OF PROMOTERS:

Sr. no	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1.	Maxgainz Finserve Private Limited	2100000	20.00	0.00	2100000	20.00	0.00	0.00
2.	Pritesh Champalal Doshi	122500	1.17	0.00	122500	1.17	0.00	0.00
	TOTAL	2222500	21.17	0.00	2222500	21.17	0.00	0.00

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr. no	Change in Promoters Shareholding	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Maxgainz Finserve Private Limited				
	At the beginning of the year	2100000	20.00	2100000	20.00
	Increase/ Decrease during the year	-	-	-	-
	At the End of the year	2100000	20.00	2100000	20.00
2.	Pritesh Champalal Doshi				
	At the beginning of the year	122500	1.17	122500	1.17
	Increase/ Decrease during the year	-	-	-	-
	At the End of the year	122500	1.17	122500	1.17

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr no	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Innovate Derivatives Private Limited				
	At the beginning of the year	547896	5.22	547896	5.22
	Increase During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	547896	5.22	547896	5.22
2.	Hitesh Kumar Jain				
	At the beginning of the year	533400	5.08	533400	5.08
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	533400	5.08	533400	5.08
3.	Vraj Dyes And Drugs Pvt. Ltd.				
	At the beginning of the year	479500	4.57	479500	4.57
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	479500	4.57	479500	4.57
4.	Jyothi Jain				
	At the beginning of the year	350700	3.34	350700	3.34
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	350700	3.34	350700	3.34
5.	Monarch Networth Capital Limited				
	At the beginning of the year	338552	3.22	338552	3.22
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	338552	3.22	338552	3.22
6.	Ramesh Krishna Kulaye				
	At the beginning of the year	249200	2.37	249200	2.37
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	249200	2.37	249200	2.37
7.	Prajapati Dinesh Ratilal				
	At the beginning of the year	236800	2.26	236800	2.26
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	236800	2.26	236800	2.26

Sr no	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8.	Jaswant Kantilal Parmar				
	At the beginning of the year	232400	2.21	232400	2.21
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	232400	2.21	232400	2.21
9.	Ashokbhai P Modi				
	At the beginning of the year	213500	2.03	213500	2.03
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	213500	2.03	213500	2.03
10.	Sagar Harish Sharma				
	At the beginning of the year	210700	2.01	210700	2.01
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	210700	2.01	210700	2.01

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Mr. Pritesh Doshi				
	At the beginning of the year	122500	1.17	122500	1.17
	Increased During The Year	0	0.00	0	0.00
	Decrease During The Year	0	0.00	0	0.00
	At the End of the year	122500	1.17	122500	1.17

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding / accrued but not due for payment relating to Secured Loans, Unsecured Loans and / or Deposits:

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Changes in indebtedness during the financial year				
> Addition	0	13203000	0	13203000
> Reduction	0	13203000	0	13203000
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS:

a. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. no	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Pritesh Doshi # Whole Time Director	Pallavi Jadhav Managing Director	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs.3,60,000/-	Rs.5,40,000/-	Rs. 9,00,000
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income - tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (A)	Rs.3,60,000/-	Rs.5,40,000/-	Rs. 9,00,000
	Ceiling as per the Act *	10% of the net profits	10% of the net profits	

Mr. Pritesh Doshi is occupying the position of both Whole Time Director & Chief Financial Officer of the Company, and the figures indicated above is his total cost to the company i.e. Rs. 3,60,000/-

b. REMUNERATION TO OTHER DIRECTORS: NIL

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

Sr. no	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Deepesh Shah*	Pritesh Doshi #	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 184,002/-	Rs.3,60,000/-	Rs. 544,002/-
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit			
	- others, specify			
5	Others, please specify	-	-	-
	Total	Rs. 184,002/-	Rs. 3,60,000/-	Rs. 544,002/-

* Resigned w.e.f. 16th October, 2019

Mr. Pritesh Doshi is occupying the position of both Whole Time Director & Chief Financial Officer of the Company, and the figures indicated above is his total cost to the company i.e. Rs. 3,60,000/-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishments / compounding of offences for breach of any section of the Companies Act, 2013 against the Company, its Directors or other officers in default, during the financial year ended March 31, 2020.

**By Order of the Board
For Looks Health Services Limited**

**Pritesh Doshi
Chairman (DIN: 05155318)**

Date: 05th September, 2020
Place: Mumbai

ANNEXURE- II**CORPORATE GOVERNANCE REPORT****1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE**

The Company's philosophy of Corporate Governance emphasizes on maintaining the highest level of accountability, transparency in all its dealings, timely disclosures and dissemination of price sensitive information and matters of interests to its stakeholders, ensuring absolute compliance with all applicable laws and regulations and conducting business ethically.

The Company believes that Corporate Governance is about conducting business in accordance with the applicable laws, rules and regulations while striking a balance between economic and social goals. The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors.

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, 2020, 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, 2020 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.
- v. 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, 2020 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.
- vi. During the financial year 2019-2020, 5 (Five) meetings of Board of Directors were held on viz. 30th May, 2019, 14th August, 2019, 04th September, 2019, 14th November, 2019, 13th February, 2020.

The details of composition of the Board of Directors, their attendance at each Board meeting held during the financial year 2019-2020 and at the last Annual General Meeting, their directorships in other companies and positions in various Committees are as follows:

Name of the Director	Category	No. of Board Meetings Held	No. of Board Meetings Attended	Whether attended last AGM	As on 31 st March, 2020 (Excluding position in the Company)		
					No. of Director ships	Committee	
						Chairman ship(s)	Member ship(s)
Mr. Pritesh Doshi	C/P/WTD/ED	5	5	Yes	4	-	-
Ms. Pallavi Jadhav	MD/ED	5	5	No	-	-	-
Ms. Quincy Sanadhya	I/NED	5	5	No	-	-	-
Mr. Devendra Sanghvi	I/NED	5	5	Yes	1	3	0

Details of Directorship in other listed entity(s):

Name of Director	Name of the Company	Category of Directorship
Mr. Devendra Sanghvi	Clio Infotech Limited	Non-Executive - Independent Director

Notes:

- C – Chairman, P – Promoter, I – Independent Director, MD- Managing Director, WED- Whole Time Director, NED – Non Executive Director, ED – Executive Director.
- Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.
- 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.
- 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 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.
- During the year, a separate meeting of the Independent Directors of the Company was held on 13th February, 2020 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.
- The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.
- 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 2019-20, 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, 2020 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 list of 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:

- General Management and Business Operations
- Leadership
- Senior Management Expertise
- Public Policy/Governmental Regulations
- Accounting/Finance/Legal
- Risk Management
- Human Resources Management
- Corporate Governance
- Business Development

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
 - The audit committee shall review the information required as per SEBI Listing Regulations.
- d) The quorum of the Committee is two independent members present or one third of the total members of the Committee, whichever is higher.
- e) During the financial year 2019-2020, the members of Audit Committee met 4 (Four) times on 30th May, 2019, 04th September, 2019, 14th November, 2019 and 13th February, 2020. The Composition and attendance of the members of the Audit Committee during the financial year 2019-2020 was as follows:

Name	Designation	Number of Meetings Held	Number of Meetings Attended
Mr. Devendra Sanghvi	Chairman	4	4
Mr. Pritesh Doshi	Member	4	4
Ms. Quincy Sanadhya	Member	4	4

- f) 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).
 - Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.
- c) During the financial year 2019-2020, the members of Nomination and Remuneration Committee met once on 13th February, 2020.
- d) The composition and attendance of the members of the Nomination and Remuneration Committee during the financial year 2019-2020 was as follows:

Name	Designation	Number of Meetings Held	Meetings Attended
Mr. Devendra Sanghvi	Chairman	1	1
Mr. Pritesh Doshi	Member	1	1
Ms. Quincy Sanadhya	Member	1	1

Details of remuneration/sitting fees paid to the Directors and number of shares held by them in the Company during the financial year 2019-2020 are as follows:

Name of the Director	Category	Salary	Perquisites or Allowances	Stock Options	Sitting Fees*	Total	No. of shares held
Mr. Pritesh Champalal Doshi	Chairman & Whole time Director & CFO	Rs.3,60,000/-	-	-	-	Rs.3,60,000/-	122500
Ms. Pallavi Jadhav	Managing Director	Rs.5,40,000/-	-	-	-	Rs.5,40,000/-	-
Ms. Quincy Sanadhya	Independent Director	-	-	-	-	-	-
Mr. Devendra Sanghvi	Independent Director	-	-	-	-	-	-

*** None of the 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.

f) Nomination & Remuneration policy:

The Company follows a comprehensive policy for selection, re-recommendation, 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 2019-2020, the members of Stakeholders' Relationship Committee met 2 (Two) times on 29th May, 2019 and 04th September, 2019.

- d) The Composition and attendance of the members of the Stakeholders' Relationship Committee during the financial year 2019-2020 was as follows:

Name	Designation	Number of Meetings Held	Number of Meetings Attended
Mr. Devendra Sanghvi	Chairman	2	2
Mr. Pritesh Doshi	Member	2	2
Ms. Quincy Sanadhya	Member	2	2

- e) **Name, Designation and address of Compliance Officer**

Mr. Suchit Sharma
Company Secretary and Compliance Officer
Looks Health Services Limited
5 & 9, Floor - 1 & 2, Plot - 27/33,
Beaumont Chambers, Nagindas Master Lane,
Hutatma Chowk, Fort, Mumbai - 400001
Phone No.: 97734 13916
Email: lookshealthserv@gmail.com
Website: www.looksclinic.in

- f) **Details of Status of Investors' Complaints during the year 2019-2020 are as follow:**

Opening at the beginning of the year	Received during the year	Resolved during the year	Pending at 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 of AGM	Venue
2018-19	8 th	30 th Sept, 2019 1:30 P.M.	A/203, Green Villa, above Pizza Hut, Lokhandwala Complex, Andheri West, Mumbai- 400053
2017-18	7 th	28 th Sept, 2018 1: 30 P.M	A/203, Green Villa, above Pizza Hut, Lokhandwala Complex, Andheri West, Mumbai- 400053
2016-17	6 th	29 th Sept, 2017 2: 30 P.M	A/203, Green Villa, above Pizza Hut, 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
30 th September, 2019	N/A
28 th September, 2018	1. Appointment of Ms. Pallavi Jadhav as managing Director of the Company. 2. Re-appointment of Mr. Pritesh Doshi as Whole time director cum CFO of the Company.
29 th September, 2017	1. Adoption of new set of Articles of Association as Per Companies Act, 2013. 2. Alteration in Liability Clause in Memorandum of Association of the Company. 3. Increase in the Limit of Loan, Investments, Guarantee & Security under Section 186 of the Companies Act, 2013 up to Rs.100 Crores.

During the year under review, no resolution was passed by means of Postal Ballot. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a Special Resolution through Postal ballot.

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, 2020 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 2019-2020:

Date	:	30 th September, 2020
Day	:	Wednesday
Time	:	02.30 P.M.
Venue	:	5 & 9, Floor - 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai - 400001

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking appointment/ re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on Wednesday, 30th day of September, 2020.

b. Financial Calendar:

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

c. Provisional Calendar for the Financial Year - 2020-21:

Subject Matter	Tentative Dates of the Board Meeting
First Quarter Results	On 21 st August, 2020.
Second Quarter Results	By 14 th November, 2020.
Third Quarter Results	By 14 th February, 2021.
Fourth Quarter/ Yearly Results	By 30 th May, 2021.(Audited Results)

d. Date of Book Closure / Record Date:

From Wednesday, 23rd day of September, 2020 to Wednesday, 30th day of September 2020.
(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

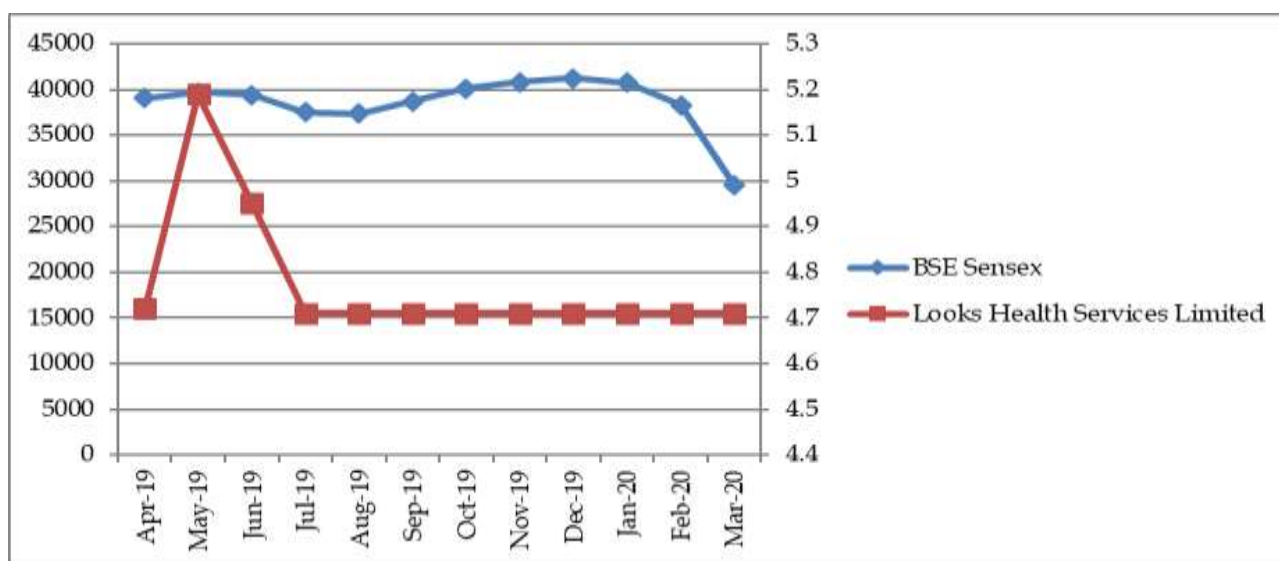
h. Market Price Data:

High & Low price of the Equity Shares of the Company at BSE Ltd. during each month for the year 2019-2020 as compared to BSE SENSEX points are as follows:

Month	Price on BSE (Rs.)*		BSE Sensex (Points)*	
	High	Low	High	Low
Apr-19	7.17	4.72	39,487.45	38,460.25
May-19	5.44	4.95	40,124.96	36,956.10
Jun-19	5.19	4.95	40,312.07	38,870.96
Jul-19	4.71	4.71	40,032.41	37,128.26
Aug-19	4.71	4.71	37,807.55	36,102.35
Sep-19	4.71	4.71	39,441.12	35,987.80
Oct-19	4.71	4.71	40,392.22	37,415.83
Nov-19	4.71	4.71	41,163.79	40,014.23
Dec-19	4.71	4.71	41,809.96	40,135.37
Jan-20	4.71	4.71	42,273.87	40,476.55
Feb-20	4.71	4.71	41,709.30	38,219.97
Mar-20	4.71	4.71	39,083.17	25,638.90

*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, Safed Pool
Andheri East, Mumbai- 400072.
Tel: 022-49721245
Email: pravin.cm@skylinerta.com
Website: www.skylinerta.com

k. Share Transfer System:

As on 31st March, 2020, 100% of the equity shares of the Company are held in dematerialized form with NSDL and CDSL and therefore the share transfers are processed through means of demat accounts held by the members of the Company by issuing necessary instructions to their Depository participants.

l. Shareholding Pattern as on 31st March, 2020:

i. Distribution Schedule as on 31st March, 2020:

Slab of Shares Holding		Number of Share Holders	% total number of holders	Total Number of Shares	% to total Number of Shares
From	To				
1	5000	142	44.1	211320	0.20
5001	10000	46	14.29	338840	0.32
10001	20000	14	4.35	210750	0.20
20001	30000	14	4.35	348500	0.33
30001	40000	3	0.93	106000	0.10
40001	50000	5	1.55	230080	0.22
50001	100000	13	4.04	982920	0.94
100001 and above		85	26.4	102571590	97.69
TOTAL		322	100.00	10500000	100.00

ii. Categories of equity shareholding as on March 31, 2020:

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	700	0.01
Bodies Corporate	23	2668969	25.42
Resident Indian HUF	24	264383	2.52
Indian Public	271	5343448	50.88
Public Shareholding (Non-Institutions) (B)	320	8277500	78.83
Total (A+B)	322	10500000	100.00

m. Dematerialization of Equity Shares and Liquidity

As on 31st March, 2020, 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. Commodity price risk or foreign exchange risk and hedging activities:

Please refer to Management Discussion and Analysis Report for the same.

p. 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:

Mr. Suchit Sharma,
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, 2020 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., www.looksclinic.in.

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.

Non-Mandatory Requirements:

The Company does not comply with the non-mandatory requirements.

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS
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**, Whole Time 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, 2020.

**By Order of the Board
For Looks Health Services Limited**

Pritesh Doshi
Chairman
DIN: 05155318

**Date: 05th September, 2020
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 2020, 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
Company Secretaries**

**Vijay Kumar Mishra
Partner
FCS No. 5023
C P No.: 4279
UDIN: F005023B000633068**

Place: Mumbai
Date: 29th August 2020

ANNEXURE- III**MANAGEMENT DISCUSSION & ANALYSIS REPORT****1. Industry Structure and Development:**

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 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:

Cosmetic industry has emerged as one industry holding huge potential for future growth. It is contributing to the economic growth of the country. During the last three to four decades, the industry has gained momentum and shall continue to do so in the coming years. Your Company will continue to concentrate on both product development and broadening of customer base. This will help the Company to increase the stakeholder value, growth in volumes along with managing the margins through competitive pricing. Continued cost efficiency and cost savings coupled with infrastructure development will be the focus for the coming years.

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 so!

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:

Your Company has adequate internal control procedures to commensurate with the nature and size of its business. Procedures ensure efficient and cost effective use of company's resources. Company has developed proper procedures to safeguard company's valuable assets against losses, to ensure timely and accurate preparation of accounts and compliance's of various rules and regulations.

7. Financial Performance:

➤ Share Capital:

The Paid up Share Capital of the Company as on 31st March, 2020 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. 44,666,292/- as on the end of the Current year.

➤ Total Income:

During the year under consideration, total income is Rs. 13,789,767/-.

8. Employee Relations:

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

9. Our Strategy:

Company has currently 2 operational Branches in Mumbai & Goa. Due to weak economic outlook and inflationary pressures, Company has restricted its branch expansion and is taking all precautions towards the same. Company is changing its branch expansion policy from shifting from its earlier policy of opening own company operated branches to opening franchisee based branches & following franchisee based expansion model. Further once the economy starts moving & new expansion strategy is properly implemented, Company is highly upbeat about the business prospects of the Company. Considering the demand in the market the Company provides services like cosmetic and plastic surgeries, weight loss & hair gain treatment, dental surgeries and other dental treatments etc.

10. Material Development in Human Resource

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 therefor:

Particulars	FY - 2019- 2020	FY - 2018-2019	Reasons
Debtors Turnover	0.00	0.00	-
Inventory Turnover	N/A	N/A	Not Applicable as Revenue from Operations is purely from Service Activity
Interest Coverage Ratio	(22.52) times	0.00 times	-
Current Ratio	1.47 times	0.89 times	The current ratio improved due to Lower Provision for Income Tax in the Current year.
Debt Equity Ratio	0.00	0.00	-
Operating Profit Margin (%)	17.73 %	45.25%	Due to lower Income realization and fixed staff expenses resulted in lower operating profit.
Net Profit Margin (%)	(2.14) %	13.13%	Lower income realization, fixed staff cost and certain other fixed administrative expenses, resulted in losses.

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 2019-20: -0.11 %
Return on Net worth FY 2018-19: 1.57 %

Return on Net worth is decreased by 107.06 % during the Financial Year 2019-20.

There is decrease in revenue from operations by 32.04 % in FY 2019-20, on the other side company has tried to control the expenses, as a result expenses are reduced by 5.31 % which has resulted in net decrease in net worth by 0.71 %.

**By Order of the Board
For Looks Health Services Limited**

**Pritesh Doshi
Chairman
DIN: 05155318**

Date: 05th September, 2020
Place: Mumbai

ANNEXURE- IV**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. no	Name of the Director	Ratio of remuneration to the median remuneration of the employees
1	Mr. Pritesh Champalal Doshi	2.96 : 1
2	Ms. Pallavi Jadhav	4.44 : 1
3	Ms. Quincy Sanadhya	N/A
4	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, KMP	% Increase over last F.Y.
1	Mr. Pritesh Champalal Doshi	N.A
2	Ms. Pallavi Jadhav	N.A
3	Mr. Deepesh Shah	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: 18

- 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

Pritesh Doshi
Chairman
DIN: 05155318

Date: 05th September, 2020
Place: Mumbai

ANNEXURE- V**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, 2020

To,
The Members,
Looks Health Services Limited
A/203, Green Villa, Above Pizza Hut,
Lokhandwala Complex, Andheri West,
Mumbai- 400053.

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, 2020 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, 2020 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, 1993;
 - 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;
 - h) 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;

6. 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.
- 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

Vijay Kumar Mishra
Partner
FCS No.: 5023
C P No.: 4279
UDIN: F005023B000632980

Place: Mumbai

Date: 29th August 2020

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
A/203, Green Villa, Above Pizza Hut,
Lokhandwala Complex, Andheri West,
Mumbai- 400053.

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

Vijay Kumar Mishra
Partner
FCS No. 5023
C P No.: 4279
UDIN: F005023B000632980

Place: Mumbai
Date: 29th August 2020

Certificate under Regulation 34(3) of SEBI Listing Regulations

We have examined the relevant records, registers, forms, and documents of Looks Health Services Limited (the company), having CIN-L93030MH2011PLC222636 and registered office at A/203, Green Villa, above Pizza Hut Lokhandwala Complex, Andheri West Mumbai- 400053, maintained and produced before us, and the records available in public domain, for the year ended 31st March, 2020 for the purpose of issuing the certificate under regulation 34(3), read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Based on our examination of the records, documentation as well as information and explanation furnished to us, including the disclosures from the Directors of the company, which to the best of our knowledge and belief were necessary for the purposes of certification, we hereby certify that in our opinion and according to the best of our information and belief, none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as Director of company.

For VKM & Associates
Company Secretaries

Vijay Kumar Mishra
Partner
FCS No. 5023
C P No.: 4279
UDIN: F005023B000633081

Place: Mumbai
Date: 29th August 2020

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, 2020 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,

Ms. PALLAVI JADHAV
MANAGING DIRECTOR
DIN: 08208922

Mr. PRITESH DOSHI
CHIEF FINANCIAL OFFICER
DIN: 05155318

Place: Mumbai
Date: 30th June 2020

INDEPENDENT AUDITOR'S REPORT

To the Members of
LOOKS HEALTH SERVICES LIMITED

Report on the audit of standalone financial statements

Opinion

We have audited the accompanying Standalone Financial Statements of LOOKS HEALTH SERVICES LIMITED ("the Company") which comprises the Balance Sheet as at March 31, 2020, the Statement of profit and loss and Statement of cash flows for the year then ended, and Notes to the standalone 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 standalone financial statements give the information required by the Companies Act, 2013 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, 2020, and its loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) 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 Standalone 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 standalone financial statements under the provisions of the Companies Act, 2013 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 described below to be key audit matters to be communicated in our report -

Information other than the standalone financial statements and Auditors' report thereon ("Other Information")

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

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

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

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

Sr. no	Key Audit Matters	Procedure Performed / Auditors Response
1	<p>Revenue Recognition</p> <p>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.</p> <p>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.</p>	<p>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:</p> <ul style="list-style-type: none"> 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.
2	<p>Appropriateness of Current and Non-Current Classification</p>	<p>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.</p>

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management 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 Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the 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 in terms of Section 143(11) of the Companies Act, 2013 we give in '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, based on our audit, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - e) on the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'.
 - 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company has disclosed the impact of the pending litigations, if any on its standalone financial position in the standalone financial statements- Please refer Note 26(11) to the Standalone Financial Statements.
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company.
 - IV. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2020.
3. With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For KRIPLANI MILANI & CO.
Chartered Accountants
FRN No. 130461W

Rajesh Kriplani
Partner
Mem. No. 112563
UDIN: 20112563AAAAAP3717
Date: 30th June 2020
Place: Mumbai

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

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

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that:

1. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.
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 Interest-Free loans, secured or unsecured to companies, firms, or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013, in respect of which:
 - a) The terms of arrangements do not stipulate any repayment schedule and the loan is Interest Free and is repayable on demand. Accordingly, paragraph 3(iii)(a) of the Order is not applicable to the Company in respect of repayment of the principal amount.
 - b) There is no amount overdue for more than 90 days at the balance sheet date.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the CARO 2016 are not applicable to the Company.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government of India under subsection (1) of Section 148 of the Act, in respect of the activities carried on by the company and accordingly paragraph 3 (vi) of the order is not applicable.
7. In respect of statutory dues:
 - a) According to the information and explanations given to us and on the basis of records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-Tax, Sales Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities;
 - b) According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2020 for a period of more than six months from the date of becoming payable.
 - c) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute

8. According to the information and explanations given to us, the Company has not taken loans or borrowings from a financial institution or bank or government or has any dues to debenture holders. Accordingly, the provisions of clause 3 (viii) of the Order are not applicable to the Company.
9. According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer/further public offer/debt instruments and term loans hence, reporting under clause 3 (ix) is not applicable to the Company.
10. To the best of our knowledge and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
11. According to the information and explanations given by the management, the managerial remuneration has been paid /provided in accordance with the requisite approvals mandated by the provisions of Section 197, read with Schedule V to the Companies Act, 2013.
12. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3 of the order are not applicable to the Company.
13. According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For KRIPLANI MILANI & CO.
Chartered Accountants
FRN No. 130461W

Rajesh Kriplani
Partner
Mem. No. 112563
UDIN: 20112563AAAAAP3717

Date: 30th June 2020
Place: Mumbai

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, 2020 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management 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 with reference to financial statements.

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 all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2020, 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.

For KRIPLANI MILANI & CO.
Chartered Accountants
FRN No. 130461W

Rajesh Kriplani
Partner
Mem. No. 112563
UDIN: 20112563AAAAAP3717

Date: 30th June 2020
Place: Mumbai

**LOOKS HEALTH SERVICES LIMITED
BALANCE SHEET AS AT 31ST March, 2020**

(Currency: Indian Rupees)

Particulars	Notes	Year Ended on Mar 31,2020	Year Ended on Mar 31,2019
ASSETS -			
Non-current assets			
Property Plant and Equipment	2	12,864,473	13,532,289
Capital work-in-progress	2	-	-
Intangible Assets	3	-	-
Financial assets			
- Investments	4	-	-
- Other Financial Assets	5	139,067,544	137,892,060
Total Non Current Assets		151,932,017	151,424,349
Current assets			
Inventories	6	11,500	37,000
Financial assets			
- Trade Receivables	7	-	-
- Cash and cash equivalents	8	66,714	1,159,015
- Loans and advances	9	-	-
- Other Current Asset	10	1,029,266	975,225
Total Current Assets		1,107,480	2,171,240
Total Assets		153,039,498	153,595,590
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	11	105,000,000	105,000,000
Other equity	12	44,666,292	45,734,978
Total Equity		149,666,292	150,734,978
Non-current liabilities -			
Financial liabilities			
- Deposits	13	-	-
- Other financial Liabilities	14	2,248,715	-
Deferred tax Liabilities (Net)	15	369,943	428,035
Total Non Current Liabilities		2,618,658	428,035
Current liabilities -			
Financial liabilities			
- Borrowings	16	-	-
- Trade payables	17	258,950	957,804
- Other financial Liabilities		-	-
Provisions	18	121,398	799,196
Other current liabilities	19	374,200	675,577
Total Current Liabilities		754,548	2,432,577
TOTAL Liabilities		153,039,498	153,595,590
Significant Accounting Policies		-	-
See accompanying notes to the financial statements	A 1-23		

As per our Report of even date
For Kriplani Milani & Co
Chartered Accountants
(Firm Reg. No. 130461W)

Rajesh Kriplani
(Partner) M. No. 112563

Place : Mumbai
Date : 30th June 2020

For and on behalf of the Board

Mr. Pritesh Doshi
Chairman / WTD / CFO
DIN: 05155318

Ms. Pallavi Jadhav
Managing Director
DIN: 08208922

Mr. Suchit Sharma
Company Secretary & Compliance Officer
Membership No.: A57753

Place: Mumbai Date: 30th June 2020

LOOKS HEALTH SERVICES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020

(Currency: Indian Rupees)

Particulars	Notes	Year Ended on Mar 31,2020	Year Ended on Mar 31,2019
INCOME			
Revenue From Operations	20	7,766,403	11,427,142
Other Income	21	6,023,364	6,580,229
Total Income		13,789,767	18,007,371
EXPENSES			
Purchase of Stock-in-Trade	22	581,596	1,010,454
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	23	25,500	378,032
Employee benefit expense	24	5,334,278	6,353,076
Operating Expenses	25	448,262	2,118,269
Finance Cost	26	271,857	151,955
Depreciation and amortization Expenses	27	2,378,471	1,879,186
Other Expenses	28	4,901,632	2,831,847
Total Expenses		13,941,597	14,722,819
PROFIT BEFORE EXCEPTIONAL ITEMS, Extraordinary items AND TAX		-151,830	3,284,552
Less: Extraordinary Items (prior period expenses)		-	-
Profit Before Tax		-151,830	3,284,552
Tax Expenses -			
Current Tax		72,000	613,000
Deferred tax	29	-58,093	135,194
Prior year tax adjustments (net)		104	171,688
Total Tax Expenses		14,011	919,882
Profit for the Year (After Tax)		-165,841	2,364,671
Other Comprehensive Income			
A(i) Items that will not be reclassified to profit or loss			
Equity Instruments through Other Comprehensive Income	30	-	-
Total Comprehensive Income for the year		-165,841	2,364,671
Earnings Per equity share of face value of Rs 10 each			
Basic(in Rs)	A-23(9)	-0.02	0.23
Diluted (in Rs)	A-23(9)	-0.02	0.23

As per our Report of even date

For Kriplani Milani & Co
Chartered Accountants
(Firm Reg. No. 130461W)

Rajesh Kriplani
(Partner) M. No. 112563

Place : Mumbai

Date : 30th June 2020

For and on behalf of the Board

Mr. Pritesh Doshi
Chairman / WTD / CFO
DIN: 05155318

Ms. Pallavi Jadhav
Managing Director
DIN: 08208922

Mr. Suchit Sharma
Company Secretary & Compliance Officer
Membership No.: A57753

Place: Mumbai Date: 30th June 2020

LOOKS HEALTH SERVICES LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020			
(Currency: Indian Rupees)			
Particulars		Current Year 2019-20	Current Year 2018-19
Cash flow from/(used in) operating activities			
Profit before tax		-151,830	3,284,552
Adjustment for:			
Exception item			
Interest expense		271,857	151,955
Interest income on deposits and dividend income		-5,248,231	-6,251,278
Interest on income tax		-	-
Depreciation and amortization		2,378,471	1,879,186
Unrealised exchange difference (net)		-	-
(Profit)/Loss from sale of Property, plant and equipment		-	-
Trade receivables / advances written off		-	-
Creditor written back		-	-
Fair value on change of equity instruments		-	-
Remeasurement of defined employee benefit plans		-	-
Operating profit before working capital changes		-2,749,733	-935,585
Movement in working capital:			
(Increase)/decrease in trade receivables		-	159,941
(Increase)/decrease in inventories		25,500	378,032
(Increase)/decrease in loans		-	-
(Increase)/decrease in other financial Assets		-54,041	-4,574
(Increase)/decrease in other Current Assets		-	-
Increase/(decrease) in trade payables		-698,854	-332,003
Increase/(decrease) in other liability		1,947,338	-325,223
Increase/(decrease) in provision		-677,798	323,607
Cash generated/(used) in operations		-2,207,588	-735,804
Income taxes paid		-72,103	-784,688
Net Cash flow from operating activities	(A)	-2,279,691	-1,520,492
Cash flow from/(used) investing activities -			
Payments Property, plant and equipment		-2,613,500	-56,276
Interest received		5,248,231	6,251,278
Proceeds from sale of Property, plant and equipment		-	-
Proceeds from sale of Biological Assets		-	-
(Increase)/decrease in Deposit		-	-
(Increase)/decrease in fixed deposit with bank		-	-
(Increase)/decrease in Investment		-	-
Cash generated/(used) in investing activities	(B)	2,634,731	6,195,002

(Currency: Indian Rupees)			
Particulars		Current Year 2019-20	Current Year 2018-19
Cash flow from/(used in) financing activities -			
Proceed / (repayment) of borrowings (net)		-1,175,485	-9,502,405
Proceeds from issue of share capital		-	-
Share premium from issue of equity shares		-	-
Unclaimed dividend paid on equity share		-	-
Interest paid		-271,857	-151,955
Cash generated/(used) in financing activities	(C)	-1,447,342	-9,654,360
Net increase/(decrease) in cash and cash equivalents	(A+B+C)	-1,092,301	-4,979,850
Cash and cash equivalent at beginning of year		1,159,015	6,138,866
Unrealised exchange difference		-	-
Total Cash and cash equivalent at beginning of year		1,159,015	6,138,866
Cash and cash equivalent at end of year		66,714	1,159,015
Unrealised exchange difference at year end		-	-
Total Cash and cash equivalent at end of year		66,714	1,159,015
Net increase/(decrease) as disclosed above		-1,092,301	-4,979,850

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 Kriplani Milani & Co
Chartered Accountants
(Firm Reg. No. 130461W)

Rajesh Kriplani
(Partner) M. No. 112563

Place : Mumbai
Date : 30th June 2020

For and on behalf of the Board

Mr. Pritesh Doshi
Chairman / WTD / CFO
DIN: 05155318

Ms. Pallavi Jadhav
Managing Director
DIN: 08208922

Mr. Suchit Sharma
Company Secretary & Compliance Officer
Membership No.: A57753

Place: Mumbai Date: 30th June 2020

LOOKS HEALTH SERVICES LIMITED

Statement of Changes in Equity

(Currency: Indian Rupees)

(a) Equity share capital	As at 31 March 2020		As at 31 March 2019	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the reporting period	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

Particulars	Reserves & Surplus		Total
	Securities Premium Account	Retained Earnings	
Balance at 1 April 2018	45,000,000	-1,629,693	43,370,307
Profit for the year	-	2,364,671	2,364,671
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	2,364,671	2,364,671
Balance at 31 March 2019	45,000,000	734,978	45,734,978
Profit for the year	-	-165,841	-165,841
Other comprehensive income for the year	-	-	-
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

As per our Report of even date

For Kriplani Milani & Co
Chartered Accountants
(Firm Reg. No. 130461W)

Rajesh Kriplani
(Partner) M. No. 112563

Place : Mumbai
Date : 30th June 2020

For and on behalf of the Board

Mr. Pritesh Doshi
Chairman / WTD / CFO
DIN: 05155318

Ms. Pallavi Jadhav
Managing Director
DIN: 08208922

Mr. Suchit Sharma
Company Secretary & Compliance Officer
Membership No.: A57753

Place: Mumbai Date: 30th June 2020

LOOKS HEALTH SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020****A. SIGNIFICANT ACCOUNTING POLICIES****1. Basis of preparation of financial statements**

The standalone 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, 2020 were authorized for issue in accordance with a resolution of the Board of Directors on June 30, 2020.

Basis of measurement

The standalone 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 realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

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

The 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.

4.1. 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 - Quoted (unadjusted) 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).

4.2. 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.

4.3. Inventories

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

Inventories are valued at the lower of cost and the fair market value.

4.4. 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.

Exchange differences arising on settlement or translation of monetary items recognised in statement of profit and loss.

4.5. 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.

4.6. 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.

4.7. 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.

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.

4.8. 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 maintenance costs are expensed when incurred. When part of an investment property is incurred the carrying amount of replaced part is derecognized.

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.

4.9. 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 recognised 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 asset 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 payables

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 recognized 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.

6. Contingent Liability

Particulars	As at 31 March 2020 (Rs.)	As at 31 March 2019 (Rs.)
Disputed Claim	-	-
Bank guarantee given by bank on behalf of the company	-	-
Disputed Service tax liabilities	-	-
Disputed Custom liability	-	-
Disputed Income tax liabilities	-	-

7. 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.

8. Segmental Information

In accordance with IND AS 108 "Operating segment" - The Company used to present the segment information identified on the basis of internal report used by the Company to allocate resources to the segment and assess their performance. The Board of Directors of the Company is collectively the Chief Operating Decision Maker (CODM) of the Company.

The chief operating decision maker monitors the operating results of its segment separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated on the basis on profit and loss.

Summary of the segment Information as follows:		
Particulars	As at 31 March 2020 (Rs.)	As at 31 March 2019 (Rs.)
Segment revenue		
Sales and income from operations		
Within India	13,789,767	18,007,371
Outside India	-	-
Total	13,789,767	18,007,371
Carrying amount of assets by geographical location of assets		
Segment assets		
Within India	153,039,498	153,595,590
Outside India	-	-
Total	153,039,498	153,595,590
Additions to fixed assets (including intangible assets and capital work in progress) -		
Within India	1,710,655	56,276
Outside India	-	-
Total	1,710,655	56,276

9. Financial Instruments

Financial instrument by category

The carrying value and fair value of financial instrument by categories as of 31 March 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 bank balance	-	-	-	-	-
Trade receivables	-	-	-	-	-
Other financial assets	37,175,000	-	-	37,175,000	37,175,000
Loans	101,892,544	-	-	101,892,544	101,892,544
Investments	-	-	-	-	-
Total	139,134,258	-	-	139,134,258	139,134,258
Liabilities:					
Short term borrowing	-	-	-	-	-
Trade and other payables	258,950	-	-	258,950	258,950
Other financial liabilities	-	-	-	-	-
Total	258,950	-	-	258,950	258,950

The carrying value and fair value of financial instrument by categories as of March 31, 2019 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	1,159,015	-	-	1,159,015	1,159,015
Other bank balance	-	-	-	-	-
Trade receivables	-	-	-	-	-
Other financial assets	37,710,958	-	-	37,710,958	37,710,958
Loans	100,181,102	-	-	100,181,102	100,181,102
Investments	-	-	-	-	-
Total	139,051,075	-	-	139,051,075	139,051,075
Liabilities:					
Short term borrowing	-	-	-	-	-
Trade and other payables	957,804	-	-	957,804	957,804
Other financial liabilities	-	-	-	-	-
Total	957,804	-	-	957,804	957,804

10. 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 2020:

Assets /Liabilities measured at fair value

Particulars	As at 31 March 2020 (Rs.)	Fair value measurement at end of the reporting year using		
		Level I (Rs.)	Level 2 (Rs.)	Level 3 (Rs.)
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 2019:

Particulars	As at 31 March 2019 (Rs.)	Fair value measurement at end of the reporting year using		
		Level I (Rs.)	Level 2 (Rs.)	Level 3 (Rs.)
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.

11. 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.

12. Carrying amount of financial assets and liabilities:

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

Particulars	As at 31 March 20 (Rs.)	As at 31 March 19 (Rs.)
Financial assets -		
Non-current investment	-	-
Cash and cash equivalent	66,714	1,159,015
Bank balances other than above	-	-
Trade receivables	-	-
Loans	101,892,544	100,181,102
Other financial assets	37,175,000	37,710,958
At end of the year	139,134,258	139,051,075

Particulars	As at 31 March 20 (Rs.)	As at 31 March 19 (Rs.)
Financial liabilities -		
Borrowings	-	-
Trade payables	258,950	957,804
Security deposits	-	-
Other financial liabilities	865,541	1,902,808
At end of the year	1,124,491	2,860,612

13. Market risk

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

14. 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.

As disclosed in Note 11 (b), 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.

15. Exposure to credit risk

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

Particulars	As at 31 March 20 (Rs.)	As at 31 March 19 (Rs.)
Financial assets -		
Non-current investment	-	-
Cash and cash equivalent	66,714	1,159,015
Bank balances other than above	-	-
Trade receivables	-	-
Loans	101,892,544	100,181,102
Other financial assets	37,175,000	37,710,958
At end of the year	139,134,258	139,051,075

16. Ageing analysis of the age of trade receivable amounts that are past due as at the end of reporting year but not impaired:

Particulars	As at 31 March 20 (Rs.)	As at 31 March 19 (Rs.)
Trade receivables:		
Less than 90 days	-	-
90 to 180 days	-	-
Over 180 days	-	-
Total	-	-

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 least equal to the amount at which they are stated in the balance sheet.

The Company has not recognised any loss allowance as the Company expect that there is no credit loss on trade receivables.

17. 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.

18. 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.

19. 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 financial 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 is disclosed in the respective notes to the financial statements of the Company.

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

Particulars	As at 31 March 20 (Rs.)	As at 31 March 19 (Rs.)
Financial assets		
Interest bearing - Fixed interest rate		
- Non-current investment	-	-
- Non-current fixed deposit	-	-
- Loans	101,892,544	100,181,102
- Current fixed deposit	-	-
Financial Liabilities		
Interest bearing		
Borrowings - Floating interest rate	-	-
- Working capital loan in rupee	-	-
Borrowings - Fixed interest rate		
- Bank overdraft	-	-
- Term Loan	-	-

20. 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.

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.

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 2020 and 31 March 2019 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	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Year ended 31 March 2020						
Borrowings	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	-	-
Trade and other payables	-	-	258,950	-	-	258,950
Total	-	-	258,950	-	-	258,950
Year ended 31 March 2019						
Borrowings	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	-	-
Trade and other payables	-	-	957,804	-	-	957,804
Total	-	-	957,804	-	-	957,804

At present, the Company does expect 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.

21. 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 maximize 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 20 (Rs.)	As at 31 March 19 (Rs.)
Borrowings			
Trade & Other payables		258,950	957,804
Other financial liabilities		495,598	1,474,773
Less: cash and cash equivalents		-66,714	-1,159,015
Net debt	(a)	687,834	1,273,562
Total equity			
Total member's capital		149,666,292	150,734,978
Gearing ratio (%)	(a/b)	0.46%	0.84%

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 2020 and 31 March 2019.

22. Income tax

The major components of income tax expense for the years are: (Rs.)

Particulars	As at 31 March 2020	As at 31 March 2019
Current income tax:		
Current income tax charge	72,000	613,000
Adjustments in respect of previous year	104	171,688
MAT credit entitlement	-	-
Deferred tax:		
Relating to origination and reversal of temporary differences	-58,093	135,194
Income tax expense reported in the statement of profit or loss	14,011	919,882

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 2020	As at 31 March 2019
Profit before income tax	-151,830	3,284,552
Rate of Income tax	26.00%	26.00%
Current tax	72,000	613,000
Additional allowances for tax purpose	-	-
Additional allowances for capital gain	-	-
Expenses not allowed for tax purposes	-	-
Adjustment in respect of previous year	104	171,688
Deferred tax adjustment	-58,093	135,194
	14,011	919,882
Income tax expense reported in the statement of profit or loss	14,011	919,882

(Rs.)

Applicable statutory tax rate for financial year 2019-20 is 26.00%.

23. Notes:

23.1. Fair valuation of financial assets

The company has valued equity shares, mutual funds, venture funds, preference shares and government security at fair value and the same has been recognised in financials.

23.2. Remeasurement of defined benefit plans

Company does not have minimum employees wherein these regulations are applicable and hence no provision thereof is made by Company.

23.3. Classification and presentation of assets and liabilities

Under previous GAAP, the Company was not required to present its assets and liabilities bifurcating between financial assets / financial liabilities and non-financial assets / non-financial liabilities. Under Ind AS, the Company is required to present its assets and liabilities bifurcating between financial assets / financial liabilities and non-financial assets / non-financial liabilities. Accordingly, the Company has classified and presented its assets and liabilities.

23.4. Deferred tax

Additional deferred tax assets/liabilities have been recognised corresponding to the adjustments to retained earnings / profit and loss as a result of Ind AS Implementation.

23.5. Estimates

The estimates at 1 April 2019 and at 31 March 2020 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies).

23.6. Balances in the accounts of trade receivables, loans and advances, trade payables and other current liabilities are subject to confirmation / reconciliation, if any. The management does not expect any material adjustment in respect of the same effecting the financial statements on such reconciliation / adjustments.

23.7. 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.

23.8. Lease disclosure

Nature of Lease Activity - Company has entered into Lease Agreement for its Clinic's Premise.

Amount recognised in Profit and Loss during the Year -

<u>Particulars</u>	<u>Amount (In Rs.)</u>
Short Term Leases	805,433

Future Min. Lease Payments due as on 31.03.2020 is as follows -

<u>Min. Lease Payment due</u>	<u>Total Amt. Payable</u>	<u>Finance Charges</u>	<u>Net Present Value of Lease Liability</u>
Within 1Yr	600,000	(202,384)	397,616
2nd Year	600,000	(166,599)	433,401
3rd Year	600,000	(127,593)	472,407
4th year	600,000	(85,076)	514,924
5th year	469,100	(38,733)	430,367
Total	2,869,100	(620,385)	2,248,715

Adjustment recognised on adoption of INDAS-116 for first time -

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 as of 1 April 2019. The weighted average incremental borrowing rate applied to the lease liabilities on 1 April 2019 was 9%.

23.9. 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>	<u>As at 31 March 20</u>	<u>As at 31 March 19</u>
Profit attributable to equity holders of the parent for basic earnings (Rs.)	-165,841	2,364,671
Weighted average number of equity shares for basic and diluted earnings per share	10,500,000	10,500,000
Face value per share	10	10
Basic earnings per share	-0.02	0.23
Diluted earnings per share	-0.02	0.23

23.10. 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."

23.11. Contingent Liability - According to management, no litigations are filed against or pending against the Company. Company does not have any present obligation arising out of any past event. Hence no provision arises or is made for contingent liabilities.

Note 2: Property, Plant and Equipment

Particulars	Tangible Assets								Total (Rs.)
	AC (Rs.)	Furniture and fixtures (Rs.)	Medical Equipment (Rs.)	Computer & Accessories (Rs.)	Electrical Equipment (Rs.)	Vehicle (Rs.)	Right to Use (Leased Office Premise)	(Rs.)	
Gross Block (At cost)									
As at 31 March 2018	1,050,184	3,685,296	24,621,606	976,252	1,658,377	18,000	-	32,009,715	
Additions	-	-	-	-	56,276	-	-	56,276	
Deductions/ Adjustments	-	-	-	-	-	-	-	-	
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	-	-	-	-	-	-	-	-	
As at 31 March 2020	1,050,184	3,685,296	24,621,606	976,252	1,714,653	18,000	1,710,655	33,776,646	
Depreciation/amortisation									
As at 31 March 2018	1,014,355	2,100,234	11,036,467	975,160	1,517,239	11,061	-	16,654,516	
For the year	13,874	312,989	1,490,341	1,090	59,367	1,525	-	1,879,186	
Deductions/ Adjustments	-	-	-	-	-	-	-	-	
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	314,835	1,421,805	-	59,633	1,535	570,218	2,378,471	
Deductions/ Adjustments	-	-	-	-	-	-	-	-	
As at 31 March 2020	1,038,675	2,728,058	13,948,613	976,250	1,636,239	14,121	570,218	20,912,173	
Net Block									
At 31 March 2018	35,829	1,585,062	13,585,139	1,092	141,138	6,939	-	15,355,199	
At 31 March 2019	21,955	1,272,073	12,094,798	2	138,047	5,414	-	13,532,289	
At 31 March 2020	11,509	957,238	10,672,993	2	78,414	3,879	1,140,437	12,864,473	

Note 3: Intangible Assets

(Currency: Indian Rupees)

Description	Computer Software
Cost as at 1 April 2018 (A)	187,715.00
Additions	-
Deletions	-
Cost as at 31 March 2019 (B)	187,715.00
Additions	-
Deletions	-
Cost as at 31 March 2020 (C)	187,715.00
Accumulated amortization as at 1 April 2018 (D)	187,715.00
Amortization for the period	-
Deletions	-
Accumulated amortization as at 31 March 2019 (E)	187,715.00
Amortization for the period	-
Deletions	-
Accumulated amortization as at 31 March 2020 (F)	187,715.00
Net carrying amount as at 1 April 2018 (A) - (D)	-
Net carrying amount as at 31 March 2019 (B) - (E)	-
Net carrying amount as at 31 March 2020 (C) - (F)	-

The Company has availed the deemed cost exemption in relation to the intangible assets on the date of transition and hence the net block carrying amount has been considered as the gross block carrying amount on that date.

Refer note below for the gross block value and the accumulated amortization on 1 April 2017 under the previous GAAP.

Description	Computer Software
Gross Block	187,715.00
Accumulated amortization	187,715.00
Net Block	-

Note 4: Non-Current Investments

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Investment in equity - quoted (FVTOCI)	-	-
Less : Provision for diminution in value of investments	-	-
	-	-
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of impairment in the value of investments	-	-
	-	-

Note 5: Other Financial Assets

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Unsecured considered good unless stated otherwise :		
a. Security Deposits		
Trade Deposits	35,500,000	36,035,958
b. Inter-Corporate Deposit	1,500,000	40,999,154
c. Loans & Advances Given (Unsecured)	100,392,544	59,181,948
d. Other Deposits		
Office Deposit	1,650,000	1,650,000
Deposit Reliance	-	-
Vat Deposit	25,000	25,000
Total	139,067,544	137,892,060

Note 6: Inventories

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Stock in Trade (Valued at Lower of Cost or NRV)	11500	37000
Total	11500	37000

Note 7: Trade Receivables

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Trade Receivables from Stock Broking Activities		
-considered good, outstanding for more than six month	-	-
-considered good, outstanding for less than six month	-	-
Total	-	-

Note 8: Cash and Cash Equivalents

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Cash on Hand	51,306	81,385
Balance with Bank	15,408	1,077,630
Total	66,714	1,159,015

Note 9: Loans & Advances

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Loans & Advances	-	-
Total	-	-

Note 10: Other Current Assets

(Currency: Indian Rupees)

Particulars	As at 31st March 2020	As at 31st March 2019
Balance With Revenue Authorities		
MAT Credit Entitlement	227,640	227,640
Tax Deducted At Source	528,464	623,237
Income Tax refund due	93,982	83,848
GST Credit	138,681	-
Deposit - MVAT	40,500	40,500
Total	1,029,266	975,225

Note 11: Share Capital

(Currency: Indian Rupees)

	Particulars	As at 31st March' 2020	As at 31st March' 2019
a	Authorized :		
	Equity Shares of Rs. 10/- each		
	120,00,000 (PY 120,00,000) Equity Shares of Rs.10/- Each	120,000,000	120,000,000
	TOTAL	120,000,000	120,000,000
b	Issued and Subscribed and Paid up:		
	105,00,000 (Previous year 155,00,000) Equity shares fully paid up	105,000,000	105,000,000
	TOTAL	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	10,500,000	10,500,000
	Add/(Less) : Adjustments during the year	-	-
	Equity shares allotted as fully paid bonus shares by capitalization of reserves	-	-
	Equity Shares bought back during the year	-	-
	Outstanding at the end of the year	10,500,000	10,500,000

d. Terms / Rights attached to each classes of 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 2020, 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 31 March, 2020		As at 31 March, 2019	
	No. of Shares	%	No. of Shares	%
MAXGAINZ FINSERVE PVT LTD	2,100,000	20.00%	2,100,000	20.00%
HITESH KUMAR JAIN	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.

g. During the year no share was reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.

Note 12: Reserves & Surplus

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
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	734,978	-1,629,693
Add: Addition during the year	-165,841	2,364,671
Add/(Less): IND-AS 116 Lease Asset adjustments	-902,845	-
At the end of the year	-333,708	734,978
Total Reserves & Surplus	44,666,292	45,734,978
Fair valuation of investments in equity shares	-	-
Add: Addition during the year	-	-
At the end of the year	-	-
Total Other comprehensive income	-	-
Total Other Equity	44,666,292	45,734,978

Note 13: Non-Current Borrowing

Particulars	As at 31st March' 2020	As at 31st March' 2019
Inter Corporate Trade Deposit	-	-
Total	-	-

Note 14: Other Non - Current financial liabilities

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
Lessor A/c. (Leased Asset Liability)	2,248,715	-
Total	2,248,715	-

Note 15: DEFERRED TAX LIABILITIES (NET)

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
The movement on the deferred tax account is as follows:		
At the start of the year	428,035	292,841
Charge/(credit) to statement of Profit and Loss	-58,093	135,194
At the end of the year	369,943	428,035

Note 16: Current Borrowings

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
Unsecured Loan from Director	-	-
Total	-	-

Note 17: Trade Payable

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
Less than 6 months	258,950	332,996
More than 6 months	-	624,808
Total	258,950	957,804

Note 18: Current Provisions

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
PT Payable	23,300	59,800
TDS Payable	26,098	79,009
Income Tax Provision	72,000	613,000
Equalization Levy payable	-	46,115
GST Payable	-	1,272
Total	121,398	799,196

Note 19: Other Current Liabilities

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
Audit Fees Payable	73,400	50,400
Directors Remuneration Payable	-	27,000
Staff Salary Payable	300,800	598,177
Total	374,200	675,577

Note 20: Income from Operations

(Currency: Indian Rupees)

Particulars	As at 31st March' 2020	As at 31st March' 2019
Sales of Medicines	-	2,188,817
Sales of Services	7,766,403	9,238,324
Total	7,766,403	11,427,142

Note 21: Other Income

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Interest income:		
On Loans	5,094,779	3,898,461
On Intercompany Deposits	153,452	2,333,918
On Income Tax Refund	-	18,900
On FDR Interest	52,397	
Others:		
Sundry Balance Written Off	-	21,237
Discount received	722,736	307,713
Total	6,023,364	6,580,229

Note 22: Purchase of Stock-in-Trade

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Purchase	581,596	1,010,454
Total	581,596	1,010,454

Note 23: Changes in inventories

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Stock-in-Trade		
Opening Stock	37,000	415,032
Closing Stock	11,500	37,000
Total	25,500	378,032

Note 24: Employee Benefit Expenses

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Salaries, wages, bonus, commission and allowances	4,974,278	5,957,187
Directors' remuneration	360,000	360,000
Staff welfare expenses	-	35,889
Total	5,334,278	6,353,076

Note 25: Operating Expenses

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Hospital Charges	122,510	42,000
Rent, Rates & Taxes	-	838,000
Clinic Expenses	300,752	727,260
Professional Fees	25,000	43,509
Staff Training	-	467,500
Total	448,262	2,118,269

Note 26: Finance Cost

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Bank Charges	27,352	104,098
Credit Card Charges	-	46,251
Interest expenses on -		
Leased Assets	235,215	-
Others	9,290	1,607
Total	271,857	151,955

Note 27: Depreciation

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Depreciation	2,378,471	1,879,186
Total	2,378,471	1,879,186

Note 28: Other Expenses

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Advertisement	1,384,958	1,663,438
Audit Fees	40,000	32,522
Incentives paid	-	10,300
Travelling Expenses	35,167	166,348
Electricity Expenses	222,785	396,855
Society Maintenance	19,493	113,160
Telephone Exp.	7,478	6,567
Share Connectivity Expenses	84,000	69,760
Annual Listing Fees	300,000	250,000
Conveyance Fees	5,716	1,630
Printing, Stationery & Postage	30,039	7,000
Office Expenses	16,650	15,997
Bad Debt	2,636,484	-
Roc Filing Expenses	16,700	17,600
Shop & Establishment Expense	38,000	-
Software Renewal Exp.	16,673	-
Transportation Charges	-	13,700
Round Off	1	12
Freight & Forwarding Expenses	-	5,540
Business Promotion	9,712	50,000
Web Designing Charges	31,049	-
Books & Periodicals and News paper	6,728	11,418
Total	4,901,632	2,831,847

Note 29: Deferred tax

(Currency: Indian Rupees)

Deferred Tax for the period ended	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
W.D.V. as on 31.03.20 as per Books - Co Act	11,724,036	13,532,289
W.D.V. as on 31.03.20 as per IT Act	10,301,171	11,885,999
Difference between both W.D.V.	1,422,865	1,646,290
DTL as on 31.03.20	369,945	428,035
DTL Created up till 31.03.19	428,038	292,841
DTL to be Created as on 31.03.2020	-58,093	135,194

Note 30: Statement of other comprehensive income

(Currency: Indian Rupees)

Particulars	Year Ended on 31st March' 2020	Year Ended on 31st March' 2019
Statement of other comprehensive income		
(i) Items that will not be reclassified to profit or loss		
Equity Instruments through Other Comprehensive Income	-	-
Total	-	-

NOTE: RELATED PARTY DISCLOSURE**i. Related Party relationships :**

a) Holding Company	N.A.	
b) Fellow Subsidiary	N.A.	
c) Key management personnel (KMP)	Ms. PALLAVI JADHAV	Managing Director
	Mr. PRITESH DOSHI	W.T.D. & C.F.O
	CS Deepesh Shah (Res. w.e.f 16.10.2019)	EX - Company Secretary
	CS SUCHIT SHARMA (Appt. w.e.f 15/04/2020)	Company Secretary
d) Fellow Associates	N.A.	
e) Enterprises on which key management personnel have significant influence	N.A.	

Notes :

- The related party relationship have been determined on the basis of the requirement of the Indian Accounting Standard (Ind AS) - 24 ' Related Party Disclosures and the same have been relied upon by the auditors.
- The relationships as mentioned above pertain to those 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.

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

Nature of transactions	Associates and Enterprises on which key management personnel (KMP's) have significant influence	Year Ended	Year Ended	KMP's	Year Ended	Year Ended
		31st March 2020	31st March 2019		31st March 2020	31st March 2019
		Amount (Rs.)	Amount (Rs.)		Amount (Rs.)	Amount (Rs.)
Sale of Goods	-	-	-	PALLAVI JADHAV	-	-
				PRITESH DOSHI	-	-
				CS DEEPESH SHAH	-	-
Purchase of Goods	-	-	-	PALLAVI JADHAV	-	-
				PRITESH DOSHI	-	-
				CS DEEPESH SHAH	-	-
Remuneration Paid	-	-	-	PALLAVI JADHAV	540,000	540,000
				PRITESH DOSHI	360,000	360,000
Deposit Loans and Advance taken	-	-	-	CS RUPALI VERMA	-	252,135
				CS DEEPESH SHAH	184,002	61,334
				PALLAVI JADHAV	-	-
				PRITESH DOSHI	3,000	-
Deposit Loans and Advance repaid back	-	-	-	CS DEEPESH SHAH	-	-
				PALLAVI JADHAV	-	-
				PRITESH DOSHI	3,000	-
				CS DEEPESH SHAH	-	-

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**FOR KIND ATTENTION OF SHAREHOLDERS****Dear Shareholder(s),**

As per the provisions of Section 88 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, the Company needs to update its 'Register of Members' to incorporate certain new details, as are required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its Circular No. 17/2011 dated 21/04/2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We, therefore request you to furnish the following details for updation of Register of Members and enable the Company to send all communication to you through electronic mode:

Registered Folio No./DP ID & Client ID	
Name of the Member	
Father's / Mother's / Spouse's Name	
Address (Registered Office Address in case the Member is a Body Corporate)	
E-mail Id	
PAN or CIN (In case of Body Corporate)	
UIN (AADHAR Number)	
Occupation	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Date of birth of the Member	

Place: _____**Date:** _____**Signature of the Member**

Kindly submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agents of the Company viz. "Skyline Financial Services Private Limited, Unit - Looks Health Services Limited, A/505 Dattani Plaza, A.K. Road, Safed Pool, Andheri East, Mumbai- 400072.- Mumbai address"

The E-mail ID provided shall be updated subject to successful verification of your signature. The members may receive Annual Reports in physical form free of cost by post by making request for the same.

Thanking You,

For Looks Health Services Limited

Suchit Sharma
Company Secretary & Compliance Officer

FORM NO SH-13**NOMINATION FORM**

**[Pursuant to section 72 of the Companies Act, 2013 and
rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]**

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

I/We _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No of Securities	Certificate No	Distinctive No

2. PARTICULARS OF NOMINEE/S

a)	Name	:	
b)	Date of Birth	:	
c)	Father's/Mother's/Spouse's name	:	
d)	Occupation	:	
e)	Nationality	:	
f)	Address	:	
g)	E-mail Id	:	
h)	Relationship with the security holder	:	

3. IN CASE NOMINEE IS A MINOR

a)	Date of Birth	:	
b)	Date of attaining majority	:	
c)	Name of guardian	:	
d)	Address of guardian	:	

NAME OF THE SECURITY HOLDER(S)**SIGNATURE**

1. _____

2. _____

NAME & ADDRESS OF THE WITNESS:

Date:

**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 /Client ID	:	

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
3.	Name	:	
	Address	:	
	E-mail Id	:	Signature: _____

as my/ our proxy to attend and vote on a poll for me/us and on my/our behalf at the 09th Annual General Meeting of the company, to be held on the **30th SEPTEMBER, 2020 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)		
		For	Against	Abstain
Ordinary Business:				
1	Ordinary Resolution for Adoption of statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the financial year 31 st March, 2020			
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.			
Special Business				
1	Special Resolution to appoint Ms. Renuka Marwah (DIN: 07322611) as Managing Director with effect from 30th September, 2020 for a period of Five years			

Signed this _____ day of _____, 2020

Signature of Shareholder:

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.

Affix
Revenue
Stamps

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 - 400001Phone No.: 97734 13916 ; Email: lookshealthserv@gmail.com; Website: www.looksclinic.in**ATTENDANCE SLIP****09th ANNUAL GENERAL MEETING ON 30th SEPTEMBER, 2020**

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 holding shares in Electronic form

I certify that I am the registered shareholder(s)/proxy for the registered shareholder of the Company.

I/we hereby record my/our presence at the 09TH ANNUAL GENERAL MEETING of the Company held on **30th SEPTEMBER, 2020** at **02.30 P.M.** at 5 & 9, Floor - 1 & 2, Plot - 27/33, Beaumon Chambers, Nagindas Master Lane, Hutatma Chowk, Fort, Mumbai - 400001_____
Member's/Proxy's name (in Block 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 Saturday, 26th day of September, 2020 (09.00 a.m. IST) and ends on Tuesday, 29th day of September, 2020 (05.00 p.m. IST). The voting module shall be disabled by NSDL for voting thereafter.

