BLISS GVS INTERNATIONAL PTE. LTD. Registration Number: 201108843W (Incorporated in Singapore)

FINANCIAL STATEMENTS
For the financial year ended 31 March 2019

(Registration Number: 201108843W) (Incorporated in Singapore)

FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

Contents	Page
Directors' Statement	1 - 2
Independent Auditor's Report	3 - 6
Statement of Financial Position	7
Statement of Profit or Loss and Other Comprehensive Income	8
Statement of Changes in Equity	9
Statement of Cash Flows	10
Notes to the Financial Statements	11 - 32

DIRECTORS' STATEMENT

For the financial year ended 31 March 2019

The directors are pleased to present their statement to the member together with the audited financial statements of Bliss GVS International Pte. Ltd. (the "Company") for the financial year ended 31 March 2019.

1. Opinion of the directors

In the opinion of the directors,

- (a) the financial statements of the Company are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2019 and of the financial performance, changes in equity and cash flows of the Company for the financial year then ended; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. Directors

The directors of the Company in office at the date of this statement are as follows:

Lim Kien Tiong, Daniel (appointed on 1 November 2018) Gautam Rasikllal Ashra Narsimha Shibroor Kamath

3. Arrangements to enable directors to acquire shares and debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whole objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate.

4. Directors' interests in shares and debentures

According to the register of directors' shareholdings kept by the Company under section 164 of the Singapore Companies Act, Chapter 50 (the "Act"), the directors of the Company who held office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations except as stated below:

	No. of ordinary shares			
			hich director is	
Name of directors	At beginning of financial year	At end of financial year	At beginning of financial year	At end of financial year
Company Narsimha Shibroor Kamath	-	3 7	50,000	50,000

DIRECTORS' STATEMENT

For the financial year ended 31 March 2019

4. Directors' interests in shares and debentures (continued)

No. of ordinary shares

			J DARGE CD	
	Holdings r	_	Holdings in wh deemed to hav	
Name of directors	At beginning of financial year	At end of financial year	At beginning of financial year	At end of financial year
Holding company – Bliss GVS Pharma Limited				
Gautam Rasiklal Ashra Narsimha Shibroor Kamath	5,231,045 42,017,024	2,918,302 34,357,024	8,626,257 6,000,000	5,049,000 -

5. Share options

There were no share options granted during the financial year to subscribe for the unissued shares of the Company.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

6. Auditor

Bestar Assurance PAC have expressed their willingness to accept re-appointment as auditor.

On behalf of the Board of Directors

Gautam Rasiklal Ashra

Director

0 2 AUG 2019

Narsimha Shibroor Kamath

Director



Public Accountants and Chartered Accountants of Singapore Registration No. 201209518K

Bestar

23 New Industrial Road, #07-04, Solstice Business Center, Singapore 536209 Tel: +65 6299 4730

Fax: +65 6631 8594

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BLISS GVS INTERNATIONAL PTE. LTD.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bliss GVS International Pte. Ltd. (the "Company"), which comprise the statement of financial position as at 31 March 2019, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at 31 March 2019 and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 (b) in the financial statements, the Company's total liabilities exceeded its total assets by US\$1,630,867 as at 31 March 2019. As stated in Note 2 (b), this event or condition indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Public Accountants and Chartered Accountants of Singapore Registration No. 201209518K

Bestar

23 New Industrial Road, #07-04, Solstice Business Center, Singapore 536209 Tel: +65 6299 4730

Fax: +65 6631 8594

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BLISS GVS INTERNATIONAL PTE. LTD.

(continued)

Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement set out on pages 1 to 2.

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

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

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

Public Accountants and Chartered Accountants of Singapore Registration No. 201209518K

Bestar

23 New Industrial Road, #07-04, Solstice Business Center, Singapore 536209 Tel: +65 6299 4730 Fax: +65 6631 8594

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BLISS GVS INTERNATIONAL PTE. LTD.

(continued)

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures
 that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the
 effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the
 disclosures, and whether the financial statements represent the underlying transactions and events
 in a manner that achieves fair presentation.

We communicate with the directors 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.

Bestar

Public Accountants and Chartered Accountants of Singapore Registration No. 201209518K

23 New Industrial Road, #07-04, Solstice Business Center, Singapore 536209

Tel: +65 6299 4730 Fax: +65 6631 8594

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BLISS GVS INTERNATIONAL PTE. LTD.

(continued)

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Bestar Assurance PAC

Public Accountants and

Chartered Accountants

Singapore

0 2 AUG 2019

STATEMENT OF FINANCIAL POSITION

As at 31 March 2019

	Note	2019 US\$	2018 US\$
ASSETS Non-current assets Investment in subsidiary Total non-current assets	4	5,888,286 5,888,286	5,988,286 5,988,286
Current assets Trade and other receivables Cash and cash equivalents Total current assets Total assets	5 6	808,270 60,370 868,640 6,756,926	1,373,989 60,541 1,434,530 7,422,816
EQUITY AND LIABILITIES Equity Share capital Accumulated losses Total equity	7	50,000 (1,680,867) (1,630,867)	50,000 (1,888,794) (1,838,794)
Current liabilities Other payables Total current liabilities Total liabilities Total equity and liabilities	8	8,387,793 8,387,793 8,387,793 6,756,926	9,261,610 9,261,610 9,261,610 7,422,816

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the financial year ended 31 March 2019

	Note	2019 US\$	2018 US\$
Revenue	9	2,343,450	-
Cost of sales		(2,096,500)	(*)
Gross profit	_	246,950	(in)
Other income	10	6	1,901
Administrative and other operating expenses		(10,296)	(14,537)
Finance costs	11	(28,733)	(140,020)
Profit / (loss) before income tax	12	207,927	(152,656)
Income tax expense	13	2	14
Net profit / (loss) for the financial year	_	207,927	(152,656)
Other comprehensive income, net of tax		9	注
Total comprehensive profit / (loss) for the financial year	=	207,927	(152,656)

STATEMENT OF CHANGES IN EQUITY For the financial year ended 31 March 2019

	Share <u>capital</u> US\$	Accumulated <u>losses</u> US\$	Total US\$
At 1 April 2017	50,000	(1,736,138)	(1,686,138)
Loss for the financial year representing total comprehensive loss for the financial year	-	(152,656)	(152,656)
At 31 March 2018	50,000	(1,888,794)	(1,838,794)
Profit for the financial year representing total comprehensive profit for the financial year	-	207,927	207,927
At 31 March 2019	50,000	(1,680,867)	(1,630,867)

STATEMENT OF CASH FLOWS

For the financial year ended 31 March 2019

	<u>2019</u> US\$	2018 US\$
Cash flows from operating activities		
(Profit) / (loss) before income tax	207,927	(152,656)
Adjustment for:		
Interest expense	28,733	140,020
Operating profit / (loss) before working capital changes	236,660	(12,636)
Changes in working capital:		
Trade and other receivables	565,719	(1,353,120)
Other payables	(18,240)	1,556,013
Net cash from operating activities	784,139	190,257
Cash flows from investing activity Repayment of advances to subsidiary Net cash from investing activity	100,000	
Cash flows from financing activities		
Interest paid	(4,310)	(115,596)
(Repayment to) / advances from a related company	(880,000)	1,907,131
Repayment of bank term loan		(1,986,576)
Net cash used in financing activities	(884,310)	(195,041)
Net decrease in cash and cash equivalents	(171)	(4,784)
Cash and cash equivalents at beginning of the financial year	60,541	65,325
Cash and cash equivalents at end of the financial year	60,370	60,541

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. General

Bliss GVS International Pte. Ltd. (the "Company") is incorporated and domiciled in Singapore. The registered office and principal place of business of the Company is located at 30 Cecil Street, #19-08, Singapore 049712.

The principal activities of the Company are those relating to manufacture of pharmaceutical product and preparations for human use. There have been no significant changes to the Company's principal activities during the financial year. The principal activity of the Company's subsidiary is disclosed in Note 4 to the financial statements.

The Company's immediate and ultimate holding company is Bliss GVS Pharma Limited, a company incorporated in India.

The financial statements of the Company for the financial year ended 31 March 2019 were authorised for issue in accordance with a resolution of the directors as stated in the Directors' Statement.

2. Significant accounting policies

(a) Basis of preparation

The financial statements have been prepared in accordance with the Singapore Financial Reporting Standards ("FRS").

The financial statements of the Company are presented in United States Dollars ("US\$"), which is the Company's functional currency and are prepared in accordance with the historical cost convention except for the accounting policies as stated below.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous financial year.

Interpretations and amendments to published standards effective from 1 April 2018

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Company has adopted all the new and amended standards which are relevant to the Company and are effective for annual financial periods beginning on or after 1 April 2018. Except for the adoption of FRS 109 Financial Instruments and FRS 115 Revenue from Contracts with Customers described below, the adoption of these standards did not have any material effect on the financial performance or position of the Company.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(a) Basis of preparation (continued)

FRS 109 Financial instruments

The nature of the adjustments are described below:

(a) Classification and measurement

Under FRS 109, debt instruments are subsequently measured either at fair value profit or loss ("FVPL"), amortised cost or fair value through other comprehensive income ("FVOCI"). The classification is based on two criteria: the Company's business model for managing the assets; and whether the instruments' contractual cash flows represent 'solely payments of principal and interest' on the principal amount outstanding.

The assessment of the Company's business model was made as of the date of initial application, 1 April 2018. The assessment of whether contractual cash flows on debt instruments solely comprised of principal and interest was made based on the facts and circumstances as of the initial recognition of the assets.

The classification and measurement requirements of FRS 109 did not have a significant impact to the Company. The Company continued measuring at fair value all financial assets previously held at fair value under FRS 39. The following are the changes in the classification and measurement of the Company's financial assets:

• Other receivables classified as loans and receivables as at 31 March 2018 are held to collect contractual cash flows and give rise to cash flows representing solely of principal and interest. These were classified and measured as debt instruments at amortised cost beginning 1 April 2018.

The Company has not designated any financial liabilities at FVPL. There are no changes in classification and measurement for the Company's financial liabilities.

(b) Impairment

The adoption of FRS 109 has fundamentally changed the Company's accounting for impairment losses for financial assets by replacing FRS 39's incurred loss approach with a forward-looking expected credit loss ("ECL") approach. FRS 109 requires the Company to recognise an allowance for ECLs for all debt instruments not held at FVPL.

Upon adoption of FRS 109, the Company assessed that no impairment needs to be recognised.

The adoption of FRS 109 had no material effect on the amounts reported for current and prior financial years.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(a) Basis of preparation (continued)

FRS 115 Revenue from Contracts with Customers

FRS 115 supersedes FRS 11 Construction Contracts, FRS 18 Revenue and related interpretations and it applies, with limited exceptions, to all revenue arising from contracts with customers. FRS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflect the consideration to which an entity expects to be entitles in exchange for transferring goods or services to a customer.

FRS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted FRS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April 2018.

The cumulative effect of initially applying FRS 115 is recognised at the date of initial application as an adjustment to the opening balance of accumulated losses. Therefore, the comparative information was not restated and continues to be reported under FRS 11, FRS 18 and related interpretations. The adoption of FRS 115 had no material effect on the amounts reported for current and prior financial years.

(b) Going concern

The financial statements of the Company have been prepared on a going concern basis notwithstanding that, as at 31 March 2019, the Company's total liabilities exceeded its total assets by US\$1,630,867 (2018: US\$1,838,794). This factor indicates the existence of a material uncertainty which may cast significant doubt over the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the undertaking of its holding company to provide continuing financial support to enable the Company to meet its liabilities as and when they fall due.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(b) Going concern (continued)

If the Company were unable to continue in operational existence for the foreseeable future, the Company may able unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that the assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the statement of financial position. In addition, the Company made have to reclassify non-current assets as current assets. No such adjustments have been made to these financial statements.

(c) Foreign currency transactions and balances

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting period are recognised in profit or loss.

(d) <u>Investment in subsidiary</u>

Subsidiaries are entities (including special purpose entities) over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its investment with the entity and has the ability to affect those returns through its power over the entity.

The accompanying financial statements are the separate financial statements of the Company. The Company is exempted from the preparation of consolidated financial statements as the Company's holding company, Bliss GVS Pharma Limited, a company incorporated in India, which produces consolidated financial statements available for public use. The registered office of Bliss GVS Pharma Limited is at 102 Hyde Park, Saki Vihar Road, Andheri (East), Mumbai – 400 072, India.

Investment in subsidiary is stated at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of investment in subsidiary, the difference between net disposal proceeds and the carrying amount of the investment is taken to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(e) 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 an annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or cash-generating unit excess its recoverable amount, the asset is recognised is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in profit or loss.

As previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine that asset's recoverable amount since the last impairment loss was recognised amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal recognised in profit or loss.

(f) Financial assets

These accounting policies are applied on and after the initial application date of FRS 109, 1 April 2018:

(i) Initial recognition and measurement

Financial assets are recognised when, and only when the entity becomes party to the contractual provisions of the instruments.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(f) Financial assets

(ii) Subsequent measurement

Investments in debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the contractual cash flow characteristics of the asset. The three measurement categories for classification of debt instruments are amortised cost, FVOCI and FVPL. The Company only has debt instruments at amortised cost.

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through the amortisation process.

(iii) De-recognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments is recognised in profit or loss.

These accounting policies are applied before the initial recognition date of FRS 109, 1 April 2018:

(i) Initial recognition and measurement

Financial assets are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When the financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

The Company has financial assets which are all classified as loans and receivables.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(f) Financial assets (continued)

(ii) Subsequent measurement

Loans and receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

Loans and receivables comprise other receivables (excluding advances to a supplier) and cash and cash equivalents.

Cash and cash equivalents comprise cash at banks.

(iii) De-recognition

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On de-recognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that has been recognised in other comprehensive income is recognised in profit or loss.

(g) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks which are subject to an insignificant risk of change in value.

(h) Impairment of financial assets

These accounting policies are applied on and after the initial application date of FRS 109, 1 April 2018:

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

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(h) Impairment of financial assets (continued)

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

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment which could affect debtors' ability to pay.

The Company considers a financial asset in default when contractual payments are 180 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

These accounting policies are applied before the initial application date of FRS 109, 1 April 2018:

The Company assesses at each reporting date whether there is any objective evidence that a financial asset is impaired.

Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that re not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The impairment loss is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(h) Impairment of financial assets (continued)

Financial assets carried at amortised cost (continued)

When the asset becomes uncollectible, the carrying amount of impaired financial asset is reduced directly of if an amount was charged to the allowance account, the amounts charged to the allowance account are written off against the carrying amount of the financial asset.

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Company considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit or loss.

(i) Share capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

(i) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

(ii) Subsequent measurement

After the initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Such financial liabilities comprise other payables (excluding advances from customers).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(j) Financial liabilities (continued)

(iii) De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged, 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 as exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(k) Revenue recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Company satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

Sale of goods

Revenue from sales of goods is recognised when the goods are delivered to the customer and all criteria for acceptance have been satisfied. The amount of revenue recognised is based on the transaction price, which comprises the contractual price.

Other income

Revenue is recognised when the right to the income is established.

(1) Borrowing costs

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

2. Significant accounting policies (continued)

(m) Taxes

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the financial year end date.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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 by the end of the reporting period.

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

3. Critical accounting judgement and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in Note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

3. Critical accounting judgement and key sources of estimation uncertainty (continued)

(i) Critical judgements in applying the Company's accounting policies

The management is of the opinion that the key judgement which has the most significant effect on the amounts recognised in the financial statements is discussed below:

Determination of functional currency

The Company measures foreign currency transactions in the functional currency of the Company. In determining the functional currency of the Company, judgment is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currency of the Company is determined based on management's assessment of the economic environment.

(ii) Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of each financial year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Income taxes

The Company is subject to income taxes in Singapore. There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income taxes and deferred tax provisions in the period in which such determination is made.

4. Investment in subsidiary

	<u>2019</u> US\$	2018 US\$
Equity investment, at cost:	6,433	6,433
Amount due from subsidiary	5,881,853_	5,981,853
	5,888,286	5,988,286

Amount due from subsidiary is non-trade in nature, interest-free and the settlement of the amount is neither planned.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

4. Investment in subsidiary (continued)

Details of subsidiary are as follows:

Name of subsidiary	Principal activities	Principal place of business / country of incorporation	Effective of	-
			<u>2019</u> %	2018 %
Held by the Company	3.5			
Greenlife Bliss Healthcare Ltd	Manufacturer of lozenges and soap	Nigeria	51	51

5. Trade and other receivables

	2019 US\$	2018 US\$
Trade receivables - Third party	806,500	ia.
Other receivables - Advances to a supplier	1,770 808,270	1,373,989 1,373,989

Trade receivables are non-interest bearing and are generally on 180 days' terms.

6. Cash and cash equivalents

	2019 US\$	2018 US\$
Cash at banks	60,370	60,541
Cash and cash equivalents are denominated in the following	currencies:	

	<u>2019</u> US\$	2018 US\$
Singapore Dollar	18,061	18,125
United States Dollar	42,309	42,416
	60,370	60,541

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

7. Share capital

	2019 US\$	2018 US\$
Issued and fully paid share capital		
At beginning and end of financial year:		
50,000 (2018: 50,000) ordinary shares	50,000	50,000

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. The ordinary shares have no par value and carry one vote per share without restriction.

8. Other payables

	<u>2019</u>	<u>2018</u>
	US\$	US\$
Accruals	-	4,983
Advances from customers	1,535,773	1,553,936
Amount due to a related company	1,027,131	1,907,131
Loan from holding company	5,746,670	5,746,670
Interest due to holding company	69,003	44,580
Withholding tax payable	4,310	4,310
Other creditors	4,906	
	8,387,793	9,261,610

Amount due to a related company is non-trade in nature, unsecured, interest-free and repayable on demand.

Loan from holding company is unsecured, bears interest at 0.5% (2018: 0.5%) per annum and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

9.	Revenue		
		2019 US\$	2018 US\$
	Sales of goods Freight forwarding income	2,261,450 82,000 2,343,450	*
10.	Other income		
		2019 US\$	2018 US\$
	Foreign exchange gain Other payables written off	6	364 1,537 1,901
11.	Finance costs		
		<u>2019</u> US\$	2018 US\$
	Interest on bank term loan Interest on loan from holding company	28,733 28,733	111,286 28,734 140,020
12.	Loss before income tax		
	This is arrived at after charging the following items:		
		2018 US\$	2017 US\$
	Foreign exchange loss Professional fees	126 6,216	9,353

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

13. Income tax expense

The Company is not subject to any taxation in respect of the current financial year as it has no chargeable income.

The current year income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 17% (2018: 17%) to profit / (loss) before income tax as a result of the following differences:

	2019 US\$	2018 US\$
Profit / (loss) before income tax	207,927	(152,656)
Income tax expense at statutory rate Income not subject to tax Exempt income Expenses not deductible for tax purposes Other factors	35,348 (1) (12,833)	(25,952) (323) 26,275
		1=

14. Related party transactions

Parties are considered related if one party has the ability, directly or indirectly, to control the other party, or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related party if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Company and related parties at terms agreed between the parties:

	2019 US\$	2018 US\$
Interest charged by holding company	28,733	28,734

15. Financial risk management

The Company's activities expose it to a variety of financial risks from its operation. The key financial risks include credit risk, liquidity risk and foreign currency risk.

The directors review and agree policies and procedures for the management of these risks, which are executed by the management team. It is, and has been throughout the current and previous financial year, the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

15. Financial risk management (continued)

The following sections provide details regarding the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

There has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (cash and cash equivalents), the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

The Company has adopted a policy of only dealing with creditworthy counterparties. The Company performs ongoing credit evaluation of its counterparties' financial condition and generally do not require a collateral.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The Company has determined the default event on a financial asset to be when internal and/or external information indicates that the financial asset is unlikely to be received, which could include default of contractual payments due for more than 180 days, default of interest due for more than 180 days or there is significant difficulty of the counterparty.

To minimise credit risk, the Company has developed and maintained the Company's credit risk gradings to categorise exposures according to their degree of risk of default. The credit rating information is supplied by publicly available financial information and the Company's own trading records to rate its major customers and other debtors. The Company considers available reasonable and supportive forward-looking information which includes the following indicators:

- Internal credit rating
- External credit rating
- Actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations
- Actual or expected significant changes in the operating results of the debtor
- Significant increases in credit risk on other financial instruments of the same debtor
- Significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtors in the group and changes in the operating results of the debtor.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

15. Financial risk management (continued)

Credit risk (continued)

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 180 days past due in making contractual payment.

The Company determined that its financial assets are credit-impaired when:

- There is significant difficulty of the debtor
- A breach of contract, such as a default or past due event
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation
- There is a disappearance of an active market for that financial asset because of financial difficulty

The Company categorises a receivable for potential write-off when a debtor fails to make contractual payments more than 180 days past due. Financial assets are written off when there is evidence indicating that the debtor is in severe financial difficulty and the debtor has no realistic prospect of recovery.

The Company's current credit risk grading framework comprises the following categories:

		Basis for recognising expected credit loss
Category	Definition of category	(ECL)
I	Counterparty has a low risk of default and does	12-month ECL
	not have any past-due amounts.	
П	Amount is >180 days past due or there has been	Lifetime ECL - not
	a significant increase in credit risk since initial	credit-impaired
	recognition	
Ш	Amount is >210 days past due or there is	Lifetime ECL - credit-
	evidence indicating the asset is credit-impaired	impaired
	(in default)	
IV	There is evidence indicating that the debtor is in	Amount is written off
	severe financial difficulty and the debtor has no	
	realistic prospect of recovery.	

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

15. Financial risk management (continued)

Credit risk (continued)

The table below details the credit quality of the Company's financial assets, as well as maximum exposure to credit risk rating categories:

	Note	Category	12-month or lifetime ECL	Gross carrying amount	Loss allowance	Net carrying amount
31 March 2019				US\$	US\$	US\$
Trade receivables	5	Note 1	Lifetime ECL (simplified)	806,500	<u>=</u>	806,500

Trade receivables (Note 1)

For trade receivables, the Company has applied the simplified approach in FRS 109 to measure the loss allowance at lifetime ECL. The Company determines the ECL by using provision matrix, estimated based on historical credit loss experience based on past due status of the debtors, adjusted as appropriate to reflect current conditions and estimates of future economic conditions. Accordingly, the credit risk profile of trade receivables is presented based on their past due status in terms of the provision matrix.

The below is an analysis of trade receivables as at financial year end:

	<u>2019</u> US\$	2018 US\$
Not past due and not impaired	=	1041
Past due but not impaired	806,500	0.50
	806,500	200
The aging analysis of trade receivables past due and not imp	paired is as follows: 2019 US\$	2018 US\$
D-4 1100 1		
Past due over 180 days	806,500	

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

15. Financial risk management (continued)

Credit risk (continued)

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

Exposure to credit risk

The Company has no significant concentration of credit risk. The Company has credit policies and procedures in place to minimise and mitigate its credit risk exposure.

Liquidity risk

Liquidity risk refers to the risk that the Company will encounter difficulties in meeting its short-term obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. It is managed by matching the payment and receipt cycles. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities. The Company's operations are financed mainly through equity. The directors are satisfied that funds are available to finance the operations of the Company.

No analysis of financial instruments by remaining contractual maturities are presented as they are due within one year.

Foreign currency risk

The Company's foreign exchange risk results mainly from cash flows from transactions denominated in foreign currencies. At present, the Company does not have any formal policy for hedging against currency risk. The Company ensures that the next exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates, where necessary, to address short term imbalances.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

15. Financial risk management (continued)

Foreign currency risk (continued)

The Company has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the functional currency of the Company, primarily Singapore Dollar ("SGD").

The Company's currency exposures to SGD at the reporting date were as follows:

	2019 SGD US\$	2018 SGD US\$
Financial assets		
Cash and cash equivalents	18,061	18,125

A 10% strengthening of United States Dollar against the foreign currency denominated balances as at the reporting date would decrease profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	Profit / (los	ss) after tax
	2019 US\$	2018 US\$
Singapore Dollar	1,499	1,504

A 10% weakening of United States Dollar against the above currency would have had equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

16. Fair values of assets and liabilities not measured at fair value

The fair value of a financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction.

The following methods and assumptions are used to estimate the fair value of each class of financial instruments for which it is practicable to estimate that value.

Cash and cash equivalents, other receivables and other payables

The carrying amounts of these balances approximate their fair values due to the short-term nature of these balances.

Trade receivables and trade payables

The carrying amounts of these receivables and payables approximate their fair values as they are subject to normal trade credit terms.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2019

17. Financial instruments by category

At the reporting date, the aggregate carrying amounts of financial assets at amortised cost and financial liabilities at amortised cost were as follows:

	<u>2019</u>	<u>2018</u>
	US\$	US\$
Financial assets measured at amortised cost Trade and other receivables (excluding advances to a		
supplier)	806,500	9
Cash and cash equivalents	60,370	60,541
	866,870	60,541
Financial liabilities measured at amortised cost		
Other payables (excluding advances from customers)	6,852,020	7,707,674
	6,852,020	7,707,674

18. Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and net current asset position in order to support its business and maximise shareholder value. The capital structure of the Company comprises issued share capital and accumulated losses.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. 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 is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes during the financial year. The Company's overall strategy remains unchanged from previous financial year.

19. New or revised FRS and INT FRS issued but not yet effective

The Company has not early adopted any mandatory standards, amendments and interpretations to existing standards that have been published but are only effective for the Company's accounting periods beginning on or after 1 April 2019. However, management anticipates that the adoption of these standards and interpretations will not have a material impact on the financial statements of the Company in the period of their initial adoption.

End of audited financial statements

DETAILED INCOME STATEMENT

For the financial year ended 31 March 2019

	2019 US\$	2018 US\$
Revenue		
Sales of goods	2,261,450	-
Freight forward income	82,000	27
	2,343,450	
Less: Cost of sales	(2,096,500)	
Gross profit	246,950	
Add: Other income		
Foreign exchange gain	=	364
Other payables written off	6	1,537
	6	1,901
Less: Administrative and other operating expenses		
Audit fees	1,906	1,983
Bank charges	2,023	2,916
Foreign exchange loss	126	-
Interest on withholding tax payable	~	285
Miscellaneous expense	25	-
Professional fees	6,216	9,353
	10,296	14,537
Less: Finance costs		
Interest on bank term loan	45	111,286
Interest on loan from holding company	28,733	28,734
	28,733	140,020
Profit / (loss) before income tax	207,927	(152,656)