

BLISS GVS CLINIC HEALTH CARE  
PTE. LTD.

*Registration Number: 201201813H  
(Incorporated in Singapore)*

FINANCIAL STATEMENTS

*For the financial year ended 31 March 2020*

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.***(Registration Number: 201201813H)**(Incorporated in Singapore)***FINANCIAL STATEMENTS***For the financial year ended 31 March 2020*

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# BLISS GVS CLINIC HEALTH CARE PTE. LTD.

## DIRECTORS' STATEMENT

*For the financial year ended 31 March 2020*

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The directors are pleased to present their statement to the member together with the audited financial statements of Bliss GVS Clinic Health Care Pte. Ltd. (the "Company") for the financial year ended 31 March 2020.

### 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 2020 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:

|                              |                              |
|------------------------------|------------------------------|
| Sharma Vibha Gagan           | (appointed on 12 June 2020)  |
| Vaidya Subramanian Ramaswamy | (appointed on 12 June 2020)  |
| Chua Yi Xuan Patria          | (appointed on 1 August 2020) |
| 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:

| Name of directors        | No. of ordinary shares                      |                          |  |                          |
|--------------------------|---|--------------------------|--|--------------------------|
|                          | Holdings registered in the name of director |                          | Holdings in which director is deemed to have an interest |                          |
|                          | At beginning of financial year              | At end of financial year | At beginning of financial year                           | At end of financial year |
| Company                  |   |                          |  |                          |
| Narsimha Shibroor Kamath | -   | -                        | 10,000   | 10,000                   |

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.**

**DIRECTORS' STATEMENT**

*For the financial year ended 31 March 2020*

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

| Name of directors  | No. of ordinary shares                      |                          |  |                          |
|--|---|--------------------------|--|--------------------------|
|  | Holdings registered in the name of director |                          | Holdings in which director is deemed to have an interest |                          |
|  | At beginning of financial year              | At end of financial year | At beginning of financial year                           | At end of financial year |
| <b>Holding company –</b><br><b>Bliss GVS Pharma Limited</b><br>Gautam Rasiklal Ashran (resigned on 12 June 2020) | 2,918,302                                   | 2,918,302                | 5,049,000  | 5,049,000                |
| Narsimha Shibroor Kamath   | 34,357,024                                  | 34,357,024               | -  | -                        |

**5. Share options**

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

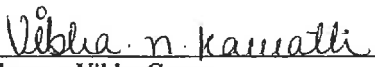
There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

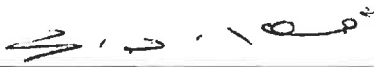
There were no unissued shares of the Company under option at the end of the financial year.

**6. Auditor**

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

On behalf of the Board of Directors

  
Sharma Vibha Gagan  
Director  
18 DEC 2020

  
Narsimha Shibroor Kamath  
Director

23 New Industrial Road, #07-04, Solstice Business Center, Singapore 536209  
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## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BLISS GVS CLINIC HEALTH CARE PTE. LTD.**

### **Report on the Audit of the Financial Statements**

#### *Opinion*

We have audited the financial statements of Bliss GVS Clinic Health Care Pte. Ltd. (the "Company"), which comprise the statement of financial position as at 31 March 2020, 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 2020 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.

#### *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.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
BLISS GVS CLINIC HEALTH CARE PTE. LTD.**  
*(continued)*

*Other Information (continued)*

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 FRSSs, 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.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
BLISS GVS CLINIC HEALTH CARE 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.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
BLISS GVS CLINIC HEATH CARE 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

18 DEC 2020



**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****STATEMENT OF FINANCIAL POSITION***As at 31 March 2020*

|                                     | <b>Note</b> | <b>2020<br/>US\$</b> | <b>2019<br/>US\$</b> |
|-------------------------------------|-------------|----------------------|----------------------|
| <b>ASSETS</b>                       |             |                      |                      |
| <b>Current assets</b>               |             |                      |                      |
| Trade and other receivables         | 4           | 17,651,407           | 15,174,451           |
| Cash and cash equivalents           | 5           | 138,686              | 42,723               |
| <b>Total current assets</b>         |             | <b>17,790,093</b>    | <b>15,217,174</b>    |
| <b>Total assets</b>                 |             | <b>17,790,093</b>    | <b>15,217,174</b>    |
| <b>EQUITY AND LIABILITIES</b>       |             |                      |                      |
| <b>Equity</b>                       |             |                      |                      |
| Share capital                       | 6           | 8,000                | 8,000                |
| Retained earnings                   |             | 10,909,503           | 9,114,089            |
| <b>Total equity</b>                 |             | <b>10,917,503</b>    | <b>9,122,089</b>     |
| <b>Current liabilities</b>          |             |                      |                      |
| Trade and other payables            | 7           | 4,597,369            | 4,958,404            |
| Bank overdraft                      | 8           | 1,573,277            | -                    |
| Income tax payable                  | 13          | 701,944              | 1,136,681            |
| <b>Total current liabilities</b>    |             | <b>6,872,590</b>     | <b>6,095,085</b>     |
| <b>Total liabilities</b>            |             | <b>6,872,590</b>     | <b>6,095,085</b>     |
| <b>Total equity and liabilities</b> |             | <b>17,790,093</b>    | <b>15,217,174</b>    |

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME***For the financial year ended 31 March 2020*

|  | <b>Note</b> | <b><u>2020</u></b><br><b>US\$</b> | <b><u>2019</u></b><br><b>US\$</b> |
|--|-------------|-----------------------------------|-----------------------------------|
| Revenue  | 9           | 23,609,988                        | 53,650,353                        |
| Cost of sales  |             | (21,411,875)                      | (45,466,400)                      |
| Gross profit   |             | <u>2,198,113</u>                  | <u>8,183,953</u>                  |
| Other income   | 10          | 3,580                             | 10                                |
| Administrative and other operating expenses              |             | (32,028)                          | (27,538)                          |
| Finance costs  | 11          | (6,516)                           | (7,882)                           |
| <b>Profit before income tax</b>                          | 12          | <u>2,163,149</u>                  | <u>8,148,543</u>                  |
| Income tax expense                                       | 13          | (367,735)                         | (1,136,681)                       |
| <b>Net profit for the financial year</b>                 |             | <u>1,795,414</u>                  | <u>7,011,862</u>                  |
| <b>Other comprehensive income, net of tax</b>            |             | -                                 | -                                 |
| <b>Total comprehensive income for the financial year</b> |             | <u>1,795,414</u>                  | <u>7,011,862</u>                  |

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****STATEMENT OF CHANGES IN EQUITY***For the financial year ended 31 March 2020*

|   | <b><u>Share<br/>capital</u></b><br><b>US\$</b> | <b><u>Retained<br/>earnings</u></b><br><b>US\$</b> | <b><u>Total</u></b><br><b>US\$</b> |
|---|--|--|------------------------------------|
| At 1 April 2018   | 8,000  | 2,102,227  | 2,110,227                          |
| Profit for the financial year representing total<br>comprehensive income for the financial year | -  | 7,011,862  | 7,011,862                          |
| At 31 March 2019  | 8,000  | 9,114,089  | 9,122,089                          |
| Profit for the financial year representing total<br>comprehensive income for the financial year | -  | 1,795,414  | 1,795,414                          |
| At 31 March 2020  | 8,000  | 10,909,503   | 10,917,503                         |

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****STATEMENT OF CASH FLOWS***For the financial year ended 31 March 2020*

|  | <b><u>2020</u></b><br><b>US\$</b> | <b><u>2019</u></b><br><b>US\$</b> |
|--|-----------------------------------|-----------------------------------|
| <b>Cash flows from operating activities</b>                            |                                   |                                   |
| Profit before income tax   | 2,163,149                         | 8,148,543                         |
| Adjustments for:   |                                   |                                   |
| Interest expense   | <u>6,516</u>                      | <u>7,882</u>                      |
| Operating profit before working capital changes                        | 2,169,665                         | 8,156,425                         |
| Changes in working capital:  |                                   |                                   |
| Trade and other receivables  | (2,476,956)                       | 9,265,060                         |
| Trade and other payables   | <u>(813,204)</u>                  | <u>(10,043,107)</u>               |
| Cash (used in) / generated from operations                             | (1,120,495)                       | 7,378,378                         |
| Income tax paid  | <u>(802,472)</u>                  | <u>-</u>                          |
| <b>Net cash (used in) / from operating activities</b>                  | <u>(1,922,967)</u>                | <u>7,378,378</u>                  |
| <b>Cash flows from financing activities</b>                            |                                   |                                   |
| Loan from holding company  | 450,000                           | -                                 |
| Repayment of loan from holding company                                 | -                                 | (8,525,361)                       |
| Interest paid  | <u>(4,347)</u>                    | <u>(506,735)</u>                  |
| <b>Net cash from / (used in) financing activities</b>                  | <u>445,653</u>                    | <u>(9,032,096)</u>                |
| <b>Net decrease in cash and cash equivalents</b>                       | (1,477,314)                       | (1,653,718)                       |
| <b>Cash and cash equivalents at beginning of the financial year</b>    | <u>42,723</u>                     | <u>1,696,441</u>                  |
| <b>Cash and cash equivalents at end of the financial year (Note 5)</b> | <u>(1,434,591)</u>                | <u>42,723</u>                     |

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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

**1. General**

Bliss GVS Clinic Health Care 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 Prudential Tower, Singapore 049712.

The principal activities of the Company are those relating to manufacturing of pharmaceutical products and preparation for human use. There have been no significant changes to the Company’s principal activities during the financial year.

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 2020 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 2019*

On 1 April 2019, the Company adopted the new or amended FRS and interpretations to FRS (“INT FRS”) that are mandatory for application from that date. Changes to the Company’s accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of the new or amended FRS and INT FRS did not result in substantial changes to the Company’s accounting policies and had no material effect on the amounts reported for the current or prior financial period.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**2. Significant accounting policies (continued)**

**(b) 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.

**(c) Financial assets**

**(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 fair value through profit or loss ("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.

**(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, fair value through other comprehensive income ("FVOCI") and FVPL. The Company only has debt instruments at amortised cost.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2020

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2. Significant accounting policies (continued)

(c) Financial assets (continued)

(ii) Subsequent measurement (continued)

*Investments in debt instruments (continued)*

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.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks which are subject to an insignificant risk of change in value. Bank overdrafts are presented as current liabilities on the statement of financial position.

(e) Impairment of financial assets

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.

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.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**2. Significant accounting policies (continued)**

(e) Impairment of financial assets (continued)

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.

(f) 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.

(g) 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.

(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.



**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**2. Significant accounting policies (continued)**

(h) 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.

(i) Borrowing costs

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

(j) 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.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**2. Significant accounting policies (continued)**

**(j) Taxes (continued)**

*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.

**(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.

## NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2020

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

## (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. Trade and other receivables

|                                     | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|-------------------------------------|---------------------|---------------------|
| Trade receivables                   |                     |                     |
| - Third party                       | 17,175,162          | 14,147,320          |
| Other receivables                   |                     |                     |
| - Amount due from a related company | 476,245             | 1,027,131           |
|                                     | <u>17,651,407</u>   | <u>15,174,451</u>   |

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

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

## 5. Cash and cash equivalents

|               | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|---------------|---------------------|---------------------|
| Cash at banks | <u>138,686</u>      | <u>42,723</u>       |

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2020***5. Cash and cash equivalents (continued)**

Cash and cash equivalents presented in the statement of cash flows comprise the following amounts in the statement of financial position:

|                               | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|-------------------------------|---------------------|---------------------|
| Cash at banks                 | 138,686             | 42,723              |
| Less: Bank overdraft (Note 8) | <u>(1,573,277)</u>  | <u>-</u>            |
|                               | <u>(1,434,591)</u>  | <u>42,723</u>       |

**6. Share capital**

|  | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|--|---------------------|---------------------|
| <b>Issued and fully paid share capital</b> |                     |                     |
| At beginning and end of financial year:    |                     |                     |
| 10,000 (2019: 10,000) ordinary shares      | <u>8,000</u>        | <u>8,000</u>        |

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.

**7. Trade and other payables**

|                                   | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|-----------------------------------|---------------------|---------------------|
| Trade payables                    |                     |                     |
| - Third party                     | 3,457,983           | 4,267,499           |
| Other payables                    |                     |                     |
| - Accruals                        | 5,981               | 4,906               |
| - Loan from holding company       | 450,000             | -                   |
| - Interest due to holding company | 677,869             | 676,026             |
| - Withholding tax payable         | 326                 | 1,182               |
| - Other creditor                  | <u>5,210</u>        | <u>8,791</u>        |
|                                   | <u>4,597,369</u>    | <u>4,958,404</u>    |

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

Loan from holding company is unsecured, bears interest at 2.1% (2019: 0.5%) per annum and repayable on demand.

**NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2020***8. Bank overdraft**

Bank overdraft of US\$1,573,277 (2019: Nil) bears interest rate at 0.418% per annum under the bank's prime rate and will accrued on a daily basis. The bank overdraft is secured by a guarantee issued by the holding company.

**9. Revenue**

|                | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|----------------|---------------------|---------------------|
| Sales of goods | 23,609,988          | 53,650,353          |

The Company derives its revenue from the transfer of goods at point in time.

**10. Other income**

|                            | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|----------------------------|---------------------|---------------------|
| Other payables written off | 3,580               | 10                  |

**11. Finance costs**

|                                       | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|---------------------------------------|---------------------|---------------------|
| Interest on loan from holding company | 2,169               | 7,882               |
| Interest on bank overdraft            | 4,347               | -                   |
|                                       | <u>6,516</u>        | <u>7,882</u>        |

**12. Profit before income tax**

This is arrived at after charging the following items:

|                       | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|-----------------------|---------------------|---------------------|
| Foreign exchange loss | 9,370               | 831                 |
| Professional fees     | 6,172               | 13,996              |

**NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2020***13. Income tax expense**

The major components of income tax expense recognised in profit or loss are as follows:

|                    | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|--------------------|---------------------|---------------------|
| Current income tax |                     |                     |
| - Current year     | <u>367,735</u>      | <u>1,136,681</u>    |

The current year income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 17% (2019: 17%) to profit before income tax as a result of the following differences:

|                                      | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|--------------------------------------|---------------------|---------------------|
| Profit before income tax             | <u>2,163,149</u>    | <u>8,148,543</u>    |
| Income tax expense at statutory rate | 367,735             | 1,385,252           |
| Income not subject to tax            | (609)               | (2)                 |
| Exempt income                        | (12,701)            | (12,833)            |
| Other factor                         | <u>13,310</u>       | <u>(235,736)</u>    |
|                                      | <u>367,735</u>      | <u>1,136,681</u>    |

Movements in income tax payable are as follows:

|  | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|--|---------------------|---------------------|
| Balance at beginning of financial year | 1,136,681           | -                   |
| Current income tax provision           | 367,735             | 1,136,681           |
| Income tax paid                        | <u>(802,472)</u>    | <u>-</u>            |
| Balance at end of financial year       | <u>701,944</u>      | <u>1,136,681</u>    |

**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.

**NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2020*

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**14. Related party transactions (continued)**

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:

|                                     | <u>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|-------------------------------------|---------------------|---------------------|
| Interest charged by holding company | <u>2,169</u>        | <u>7,882</u>        |

**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.

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.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

**15. Financial risk management (continued)**

***Credit risk (continued)***

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.

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:

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



## NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2020

## 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<br>or lifetime<br>ECL  | Gross<br>carrying<br>amount<br>US\$ | Loss<br>allowance<br>US\$ | Net<br>carrying<br>amount<br>US\$ |
|----------------------|------|----------|---------------------------------|-------------------------------------|---------------------------|-----------------------------------|
| <b>31 March 2020</b> |      |          |                                 |                                     |                           |                                   |
| Trade receivables    | 4    | Note 1   | Lifetime<br>ECL<br>(simplified) | 17,175,162                          | -                         | 17,175,162                        |
| Other receivables    | 4    | I        | 12-month<br>ECL                 | 476,245                             | -                         | 476,245                           |
| <b>31 March 2019</b> |      |          |                                 |                                     |                           |                                   |
| Trade receivables    | 4    | Note 1   | Lifetime<br>ECL<br>(simplified) | 14,147,320                          | -                         | 14,147,320                        |
| Other receivables    | 4    | I        | 12-month<br>ECL                 | 1,027,131                           | -                         | 1,027,131                         |

**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.

**Other receivables**

The Company assessed the latest performance and financial position of the counterparties, adjusted for the future outlook of the industry in which the counterparties operate in, and concluded that there has been no significant increase in the credit risk since the initial recognition of the financial assets. Accordingly, the Company measured the impairment loss allowance using 12-month ECL and determined that the ECL is insignificant.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**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 net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates, where necessary, to address short term imbalances.

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

## NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2020

## 15. Financial risk management (continued)

*Foreign currency risk (continued)*

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

|                           | <u>2020</u>    | <u>2019</u>   |
|---------------------------|----------------|---------------|
|                           | SGD            | SGD           |
|                           | US\$           | US\$          |
| <b>Financial assets</b>   |                |               |
| Cash and cash equivalents | <u>119,464</u> | <u>17,382</u> |

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.

|                  | <b>Profit after tax</b> |              |
|------------------|-------------------------|--------------|
|                  | <u>2020</u>             | <u>2019</u>  |
|                  | US\$                    | US\$         |
| Singapore Dollar | <u>9,916</u>            | <u>1,443</u> |

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 2020*

**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>2020</u><br>US\$ | <u>2019</u><br>US\$ |
|---|---------------------|---------------------|
| <b>Financial assets measured at amortised cost</b>      |                     |                     |
| Trade and other receivables                             | 17,651,407          | 15,174,451          |
| Cash and cash equivalents                               | 138,686             | 42,723              |
|   | <u>17,790,093</u>   | <u>15,217,174</u>   |
| <b>Financial liabilities measured at amortised cost</b> |                     |                     |
| Trade and other payables                                | 4,597,369           | 4,958,404           |
| Bank overdraft  | 1,573,277           | -                   |
|   | <u>6,170,646</u>    | <u>4,958,404</u>    |

**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 retained earnings.

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. Events occurring after the reporting period**

On 30 January 2020, the World Health Organisation ("WHO") announced a global health emergency due to of a new strain of coronavirus (the "COVID-19 outbreak") and the risks to the international community as the virus spreads globally. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. As such, it is uncertain as to the full magnitude that the pandemic will have on the Company's financial condition, liquidity, and future results of operations. Management is actively monitoring the global situation on its financial condition, liquidity, operations, suppliers, industry and workforce. Given the daily evolution of the COVID-19 outbreak and the global responses to curb its spread, the Company is not able to estimate the effects of the COVID-19 outbreak on its results of operations, financial condition, or liquidity for fiscal year 2021.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2020*

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**20. 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 2020. 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-----

**BLISS GVS CLINIC HEALTH CARE PTE. LTD.****DETAILED INCOME STATEMENT***For the financial year ended 31 March 2020*

|  | <b><u>2020</u></b><br><b>US\$</b> | <b><u>2019</u></b><br><b>US\$</b> |
|--|-----------------------------------|-----------------------------------|
| <b>Revenue</b>   |                                   |                                   |
| Sales of goods   | 23,609,988                        | 53,650,353                        |
| <b>Less: Cost of sales</b>                               |                                   |                                   |
| Purchases  | <u>(21,411,875)</u>               | <u>(45,466,400)</u>               |
| <b>Gross profit</b>                                      | 2,198,113                         | 8,183,953                         |
| <b>Add: Other income</b>                                 |                                   |                                   |
| Other payables written off                               | <u>3,580</u>                      | <u>10</u>                         |
| <b>Less: Administrative and other operating expenses</b> |                                   |                                   |
| Audit fees   | 4,191                             | 1,906                             |
| Bank charges   | 12,236                            | 9,649                             |
| Foreign exchange loss                                    | 9,370                             | 831                               |
| Interest on late payment                                 | 59                                | -                                 |
| Legal charges  | -                                 | 145                               |
| Professional fees  | 6,172                             | 13,996                            |
| Travelling expenses                                      | <u>-</u>                          | <u>1,011</u>                      |
|  | <u>32,028</u>                     | <u>27,538</u>                     |
| <b>Less: Finance costs</b>                               |                                   |                                   |
| Interest on loan from holding company                    | 2,169                             | 7,882                             |
| Interest on bank overdraft                               | <u>4,347</u>                      | <u>-</u>                          |
|  | <u>6,516</u>                      | <u>7,882</u>                      |
| <b>Profit before income tax</b>                          | <u>2,163,149</u>                  | <u>8,148,543</u>                  |

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*The above statement does not form part of the audited financial statements.*