Walker Chandiok & Co LLP

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Independent Auditor's Report

To the Members of Dunzo Digital Private Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Dunzo Digital Private Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2021, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the consolidated state of affairs of the Group as at 31 March 2021, their consolidated loss, and consolidated cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

4. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

5. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended). The respective Board of Directors/management of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

6. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

7. Those Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the consolidated 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 Standards on Auditing 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 consolidated financial statements.

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

   - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls;

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 consolidated 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 Group to cease to continue as a going concern; and

   - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

11. Based on our audit, we report that the provisions of Section 197 read with Schedule V to the Act are not applicable to the Holding Company and its subsidiary companies, covered under the Act, since none of such companies is a public company as defined under Section 2(71) of the Act. Accordingly, reporting under Section 197(16) is not applicable.

12. As required by Section 143 (3) of the Act, based on our audit, we report, to the extent applicable, that:

a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

c) the consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014(as amended);

e) on the basis of the written representations received from the directors of the Holding Company and its subsidiary company and taken on record by the Board of Directors of the Holding Company and its subsidiary company, covered under the Act, none of the directors of the Group companies covered under the Act, are disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act ;

f) with respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company, and its subsidiary company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure II'; and

g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

(i) there were no pending litigations as at 31 March 2021 which would impact the consolidated financial position of the Group;

(ii) the Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;

(iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, covered under the Act, during the year ended 31 March 2021; and

(iv) the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

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Aasheesh Arjun Singh
Partner
Membership No.: 210122
UDIN: 21210122AAAADN3340

Bengaluru
17 July 2021

Walker Chandiok & Co LLP

Annexure I to the Independent Auditor's Report of even date to the members of Dunzo Digital Private Limited, on the consolidated financial statements for the year ended 31 March 2021

List of Companies included in the consolidated financial statements:

Name of the Holding Company: Dunzo Digital Private Limited

Name of the Subsidiary Company: Dunzo Merchant Services Private Limited

Annexure II to the Independent Auditor's Report of even date to the members of Dunzo Digital Private Limited, on the consolidated financial statements for the year ended 31 March 2021

Independent Auditor's Report on the internal financial controls with reference to the consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Dunzo Digital Private Limited ('the Holding Company') and its subsidiary company (the Holding Company and its subsidiary company together referred to as 'the Group as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, which is a company covered under the Act, as at that date.

Responsibilities of Management for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. The audit of internal financial controls with reference to consolidated financial statements of the aforementioned subsidiary, which is a company covered under the Act, and reporting under Section 143(3)(i) is exempted vide MCA notification no. G.S.R. 583(E) dated 13 June 2017 read with corrigendum dated 14 July 2017. Consequently, our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company as aforesaid.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

6. A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Annexure II to the Independent Auditor's Report of even date to the members of Dunzo Digital Private Limited, on the consolidated financial statements for the year ended 31 March 2021 (Cont'd)

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

Opinion

8. In our opinion, the Holding Company, which is a company covered under the Act, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such controls were operating effectively as at 31 March 2021, based on Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

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Partner
Membership No.: 210122
UDIN: 21210122AAAADN3340

Bengaluru
17 July 2021

Consolidated Financial Statements and Independent Auditors' Report

Dunzo Digital Private Limited

31 March 2021

Contents

	Page
Independent Auditors' Report	
Consolidated Balance Sheet	1
Consolidated Statement of Profit and Loss	2
Consolidated Cash Flow Statement	3-4
Summary of significant accounting policies and other explanatory	5 - 28

Dunzo Digital Private Limited

Consolidated Balance Sheet as at 31 March 2021

All amounts are in ₹, unless otherwise stated

	Notes	As at 31 March 2021
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	3	11,491,054
Reserves and surplus	4	1,570,919,592
		1,582,410,646
Non-current liabilities		
Long-term borrowings	5	159,558,824
Long-term provisions	6	19,332,019
Deferred tax liability (net)	9	-
		178,890,843
Current liabilities		
Trade payables		
- Total outstanding dues to micro enterprises and small enterprises	7	15,199,167
- Total outstanding dues to creditors other than micro enterprises and small enterprises	7	44,516,868
Short-term provisions	6	62,264,528
Other current liabilities	8	757,451,618
		879,432,181
TOTAL		**2,640,733,670**
ASSETS		
Non-current assets		
Property, plant and equipment and Intangible assets		
- Property, plant and equipment	10	98,201,899
- Intangible assets	11	89,816,520
Long-term loans and advances	12	28,242,255
		216,260,674
Current assets		
Current investments	13	659,148,077
Trade receivables	14	19,485,863
Cash and bank balances	15	1,301,153,066
Short-term loans and advances	12	378,422,746
Other current assets	16	64,373,624
		2,422,583,376
Assets classified as held for sale	17	1,889,620
TOTAL		**2,640,733,670**
Summary of significant accounting policies and other explanatory information.	2-35	

The accompanying notes form an integral part of the financial statements.

This is the Consolidated Balance Sheet referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

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Aasheesh Arjun Singh
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Bengaluru
17 July 2021

For and on behalf of the Board of Directors of Dunzo Digital Private Limited

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Mukund Jha
Director
DIN: 01300756

Bengaluru
17 July 2021

Kabir Khokan Biswas
Director
DIN: 03627190

Bengaluru
17 July 2021

Dunzo Digital Private Limited

Consolidated Statement of Profit and Loss for the year ended 31 March 20201

All amounts are in ₹, unless otherwise stated

	Notes	Year ended 31 March 2021
INCOME		
Revenue from operations	18	458,713,801
Other income	19	56,614,422
TOTAL		**515,328,223**
EXPENSES		
Employee benefits expense	20	916,168,898
Cost of operations	21	610,277,474
Other expenses	24	1,110,688,746
TOTAL		**2,637,135,118**
Earnings before tax, interest, depreciation and amortisation (EBITDA)		**(2,121,806,895)**
Finance costs	22	80,924,505
Depreciation and amortisation expense	23	55,155,171
Loss before tax and prior period items		**(2,257,886,571)**
Prior period items		-
Loss before tax		**(2,257,886,571)**
Tax expense:		
Current tax		-
Deferred tax credit		-
		-
Loss for the year		**(2,257,886,571)**
Loss per equity share of ₹ 10 each		
Basic and diluted	26	(212,908)
Summary of significant accounting policies and other explanatory information.	2-35	

The accompanying notes are an integral part of these financial statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

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17 July 2021

For and on behalf of the Board of Directors of Dunzo Digital Private Limited

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17 July 2021

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Kabir Khokan Biswas
Director
DIN: 03627190

Bengaluru
17 July 2021

Dunzo Digital Private Limited

Consolidated Cash Flow Statement for the year ended 31 March 2021

All amounts are in ₹, unless otherwise stated

		Year ended 31 March 2021
A	**Cash flow from operating activities**	
	Loss before tax	**(2,257,886,571)**
	Adjustment for :	
	Employee stock based compensation cost	98,488,981
	Depreciation and amortisation expense	55,155,171
	Finance costs	79,400,617
	Loss on sale of fixed assets	4,050,378
	Profit on sale of mutual funds	(18,222,735)
	Interest income on fixed deposit	(30,744,732)
	Provision for advances to runners	30,600,766
	Provision for user receivables	195,974
	Provision for dimunition in value of asset	1,100,000
	Provision for doubtful deposits	276,000
	Operating loss before working capital changes	**(2,037,586,151)**
	Movements in working capital	
	Increase in trade receivables	(11,260,956)
	Increase in loans and advances	(107,188,123)
	Increase in other current assets	(31,920,447)
	Decrease in trade payables	(42,500,795)
	Increase in other current liabilities	59,940,605
	Increase in provisions	38,050,855
	Cash used in operating activities	**(2,132,465,012)**
	Income taxes paid (net)	-
	Net cash used in operating activities (A)	**(2,132,465,012)**
B	**Cash flow from investing activities**	
	Purchase of tangible and intangible assets	(185,937,104)
	Sale of tanigble assets	3,265,899
	Interest received	36,536,108
	Investment in liquid mutual fund units	(2,749,915,000)
	Proceeds from sale of liquid mutual fund units	2,649,018,033
	Net movement in fixed deposits	(112,900,000)
	Net cash generated from/ (used in) investment activities (B)	**(359,932,064)**

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Dunzo Digital Private Limited

Cash Flow Statement for the year ended 31 March 2021 (Cont'd)

All amounts are in ₹, unless otherwise stated

	Year ended 31 March 2021
C Cash flow from financing activities	
Proceeds from issue of Compulsorily Convertible Cumulative Preference Shares	1,544,345
Securities premium received on Compulsorily Convertible Cumulative Preference Shares	3,193,350,482
Proceeds from issue of equity shares	750
Securities premium received on equity shares	4,529,775
Proceeds from debentures issued during the year	350,000,000
Debentures redeemed during the year	(367,272,727)
Finance charges paid	(79,400,617)
Net cash generated from financing activities (C)	**3,102,752,008**
Net increase in cash and cash equivalents (A+B+C)	**610,354,932**
Cash and cash equivalents as at beginning of the year	74,224,001
Cash and cash equivalents as at end of the year	**684,578,933**
Break up of cash and cash equivalents as at end of the year (refer note 15)	
Cash on hand	28,764
Cash equivalents with prepaid instrument providers (PPI)	5,432,021
Balances with banks	679,118,148
	684,578,933

The accompanying notes form an integral part of the financial statements.

This is the Consolidated Cash Flow Statement referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

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Aasheesh Arjun Singh
Partner
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Bengaluru
17 July 2021

For and on behalf of the Board of Directors of Dunzo Digital Private Limited

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Director
DIN: 01300756

Bengaluru
17 July 2021

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Director
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Bengaluru
17 July 2021

Dunzo Digital Private Limited

Summary of significant accounting policies and other explanatory information

All amounts are in ₹, unless otherwise stated

Note 1

General Information

Dunzo Digital Private Limited ('the Holding Company') was incorporated on 08 July 2014 with its registered office in Bengaluru, India. The Holding Company is established to provide logistic solutions to individuals and corporate customers ('users') through their e-commerce technology platform which connects the users to various third party independent logistic service providers ('partners') and the subsidiary was incorporated to provide B2B hyperlocal logistic solutions to businesses and consumers.

Operational outlook

During the year ended 31 March 2021, the Group has continued to incur losses amounting to ₹2,257,886,571 and has an accumulated loss of ₹7,679,365,412. The Group may continue to incur net losses for the foreseeable future as well. Further, the Group has a negative cash flow from operations amounting to ₹2,132,465,012. While these factors would normally indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern, the Group has received additional funding amounting to ₹ 3,199,425,352 from existing and new investors during the year. Subsequent to the Balance Sheet date, the Group is in the process of raising funding to assist the Group in meeting its liabilities, including operating expenditure requirements and statutory liabilities as and when they fall due, which mitigates this uncertainty.

The Holding Company is in its seventh year of commercial operations where its focus is to capture the online logistic service market through competitive pricing and greater brand recognition. Given the highly competitive environment, the Holding Company introduced multiple incentive schemes to grow its own market share, bringing on the most appropriate talent. While there has been a significant increase in revenue during the year, the operational costs have reduced significantly through a various cost efficiency measures which were achieved with the increase in operations. The management of the Group is of the opinion that the Group has the ability to meet their day-to-day cash flow requirements based on the working capital generated from operations and basis the investments it holds. The Group also believes it will be able to obtain additional funding from current/ potential investors, as the need arises.

No adjustments have been made to these consolidated financial statements as the management believes that the Group will be able to realize its assets and discharge its liabilities in the normal course of the business.

Note 2

Summary of significant accounting policies

(a) Basis of preparation of consolidated financial statements and principles of consolidation

The consolidated financial statements include the financial statements of the Holding Company and its subsidiary, Dunzo Merchant Services Private Limited, hereafter collectively referred as "the Group".

The consolidated financial statements are prepared in accordance with the generally accepted accounting principles in India ("Indian GAAP") under the historical cost convention on an accrual basis. The consolidated financial statements comply in all material respects with the accounting standards ("AS") as specified under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Schedule III to the Act. Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The Companies which are Consolidated under the group Financial Statements comprise the entities listed below:

Name of the enterprise	Ownership in %	Country of Incorporation
	2020-21	
A.Subsidiary		
Dunzo Merchant Services Private Limited	100%	India

These consolidated financial statements have been prepared on the following basis:

The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the Company and its share in the post-acquisition increase in the relevant reserves of the entity to be consolidated.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Note 2 (Cont'd)

Summary of significant accounting policies (Cont'd)

(b) Use of estimates

The preparation of consolidated financial statements in conformity with Indian GAAP requires management, where necessary, to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those 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. Any revision to accounting estimates are recognised prospectively. Significant estimates used by management in the preparation of these financial statements include the estimates of the economic useful lives of assets, provision for employee benefits, provision for taxation, provision for doubtful debts and advances.

(c) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and can be reliably measured. The Group primarily earns revenue from five streams, i.e., merchant commission, partner commission, warehousing fee, merchant delivery fee and branding revenue.

Merchant commission

Merchant commission represents commission charged by the Group to the merchant vendors as a percentage of the gross value of the invoice based on predetermined terms and conditions. Revenue is recognised immediately upon the collection of delivery orders from the merchant.

Runner commission

Runner commission represents the commission charged by the Group to the third party logistic service provider for the leads generated by the Group in the form of users through its technology platform. Revenue is recognised immediately upon the completion of the tasks and the deliveries to the customers.

Branding revenue

Branding revenue represents the advertisement income earned from customers. Revenue is recognized as per the contracted terms fulfilled by the Group through its technology platform/ logistics operations for sampling campaigns.

Merchant listing fees

Merchant listing fees represents the one time fees collected from merchants for listing on the Group's technology platform. Revenue is recognised upon listing of the merchant on the Group's technology platform.

Warehousing fees

Warehousing fee represents the revenue received from merchant stores for warehousing services. Revenue from warehousing services is recognised over the term of the agreement.

Merchant delivery fees

Merchant delivery fees represents the fee charged by the Group to the merchants based on distance and other parameters on predetermined terms and conditions. Revenue is recognised immediately upon the completion of task.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable. Interest income is included under the head "Other income" in the Statement of Profit and Loss.

(d) Investments

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. The cost comprises of purchase price and directly attributable acquisition charges such as brokerage, fee and duties.

Current investments are carried in the consolidated financial statements at the lower of cost or fair value determined on individual investment basis.

On disposal of investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

Long-term investments are carried at cost. Provision for diminution in value is made to recognise a decline, other than temporary, in the value of such investments.

Note 2 (Cont'd)

Summary of significant accounting policies (Cont'd)

(e) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost comprises purchase price and directly attributable costs of bringing the asset to its working condition for its intended use, net of refundable taxes. Any trade discounts and rebates received are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of Property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing Property, plant and equipment, including day-to-day repairs and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Advances paid towards the acquisition of Property, plant and equipment outstanding at each Balance Sheet date are disclosed as 'Capital advances' under long term loans and advances. The cost incurred towards Property, plant and equipment, but not ready for their intended use before each Balance Sheet date is disclosed as capital work-in-progress, if any.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(f) Depreciation

Depreciation is recognised so as to write off the cost of assets over the period of useful lives, using the straight line method. Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed. The Management estimates the useful lives of the assets as per the indicative useful life prescribed under part C of Schedule II to the Companies Act, 2013.

Asset category	Useful life (years)
Leasehold improvements	3
Computers and data processing units	3
Furniture and fixtures	5
Office equipment	5

(g) Intangible assets and amortisation

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life. Intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. Operating softwares are capitalised along with the related tangible assets while application softwares considered to have future economic benefits are capitalised and amortized over the period it is expected to be used.

Asset category	Useful life (years)
Mobile technology platform	3
Computer software	3

(h) Impairment of assets

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amount is estimated as higher of the net selling price and value in use. An impairment loss is recognised in the Statement of Profit and Loss, whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. An impairment loss is reversed if there is a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent the carrying amount of the asset that does not exceed the carrying amount that would have been determined net off depreciation or amortisation, if no impairment loss had been recognised.

(i) Foreign currency transactions

Initial recognition

Foreign currency transactions are recorded at the exchange rate prevailing on the date of the transaction. Differences arising out of foreign currency transactions settled during the year are recognised in the Statement of Profit and Loss.

Conversion

Monetary items outstanding at the Balance Sheet date and denominated in foreign currencies are recorded at the exchange rate prevailing at the end of the financial year. Differences arising there from are recognised in the Statement of Profit and Loss.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Note 2 (Cont'd)

Summary of significant accounting policies (Cont'd)

(j) Segment reporting

Identification of segments

The Group's operating businesses are organised and managed separately according to the nature of services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Group operate.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

Unallocated items include general corporate income and expense items which are not allocated to any business segment.

Segment accounting

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the consolidated financial statements of the Group as a whole.

(k) Employee benefits

Provident fund

The Group contributes to the statutory provident fund of the Regional Provident Fund Commissioner, in accordance with Employees Provident Fund and Miscellaneous Provision Act, 1952 for its employees. The plan is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the employee renders services.

Gratuity

Gratuity is a post employment benefit and is a defined benefit plan as per Payment of Gratuity Act, 1972. The liability recognised in the Balance Sheet represents the present value of the defined benefit obligation at the Balance Sheet date, less the fair value of plan assets (if any), together with adjustment for unrecognised actuarial gains or losses and past service cost. Independent actuaries using the Projected Unit Credit Method calculate the defined benefit obligation annually.

Compensated absences

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond 12 months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred. The Group presents the leave as a current liability in the Balance Sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where the Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

Other short-term benefits

Expense in respect of other short-term benefits including performance bonus is recognised on the basis of amount paid or payable for the period during which the employees render services.

Stock based compensation cost

Measurement and disclosure of the employee stock option scheme is done in accordance with the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India ('ICAI'). The Group measures compensation cost relating to employee stock options using the fair value method. Compensation expense is amortised over the vesting period of the option on a graded vesting basis.

(l) Borrowing costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective qualifying asset. All other borrowing costs are expensed in the period as incurred.

Note 2 (Cont'd)

Summary of significant accounting policies (Cont'd)

(m) Provisions and contingent liabilities

Provisions

A provision is recognised when the Group has a present obligation as a result of a past event(s) and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and in respect of which a reliable estimate of the amount of the obligation can be made. Provisions, are not discounted to their present value and are determined based on best estimate required to settle the obligation at the consolidated Balance sheet date. These are reviewed at each consolidated Balance Sheet date and adjusted to reflect the current best estimates.

Contingent assets and liabilities

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

Contingent assets are not recognised in the consolidated financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

(n) Operating leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating leases. Lease rentals paid thereon are charged to Statement of Profit and Loss on a straight line basis over lease term as 'Rent' within 'Other expenses'.

(o) Earnings/ (loss) per share

Basic earnings/(loss) per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings/(loss) per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(p) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand, cheques in hand and other short term liquid investments with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

(q) Onerous contracts

Provisions for onerous contracts, i.e., contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

Note 2 (Cont'd)

Summary of significant accounting policies (Cont'd)

(r) Income tax expense

Current tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Advance taxes and provisions for current income taxes are presented in the Balance Sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction for relevant tax paying units and where the Group is able to and intends to settle the asset and liability on a net basis.

Minimum Alternate Tax

Minimum Alternative Tax ("MAT") paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustments of future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay income taxes at the enacted rates. MAT credit entitlement can be carried forward and utilised for ten years from the year in which the same is availed.

Deferred tax

Deferred tax charge or credit reflects the tax effect of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future, however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

The Group offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

Unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.

(s) Measurement of EBITDA and EBT

As permitted by the Companies Act, 2013, the Group has elected to present earnings before interest, tax, depreciation and amortisation ('EBITDA') and earnings before tax ('EBT') as a separate line item on the face of the Statement of Profit and Loss. In the measurement of EBITDA, the Group does not include depreciation and amortisation expense, finance cost and tax expense. The Group reduces depreciation and amortisation expense and finance cost from EBITDA to measure EBT.

	As at 31 March 2021	
	Number	Amount
Note 3		
Share capital		
Authorised share capital		
Equity shares of ₹ 10 each	38,000	380,000
Seed - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	6,000	60,000
Series A1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	4,000	40,000
Series A - Compulsorily Convertible Cumulative Preference Shares of ₹ 355 each	12,000	4,260,000
Series B - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	25,000	1,375,000
Series B1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	500	5,000
Series C - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	35,000	1,925,000
Series C1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	400	4,000
Series D - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	73,000	4,015,000
Series D1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	1,000	10,000
Series E - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	31,500	1,732,500
Series E1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	220	2,200
	226,620	**13,808,700**
Issued, subscribed and paid-up		
Equity shares of ₹ 10 each	10,616	106,160
Seed - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	4,305	43,050
Series A - Compulsorily Convertible Cumulative Preference Shares of ₹ 355 each	10,621	3,770,455
Series A1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each	2,432	24,320
Series B - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	24,708	1,358,940
Series B1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up	367	367
Series C - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	30,970	1,703,350
Series C1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up	390	390
Series D - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	53,434	2,938,870
Series D1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up	807	807
Series E - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each	28,075	1,544,125
Series E1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each ₹ 1 called up	220	220
	166,945	**11,491,054**
a) Reconciliation of share capital		
Equity shares of ₹ 10 each		
Balance as at the beginning of the year	10,541	105,410
Issued during the year	75	750
Balance as at the end of the year	**10,616**	**106,160**
Seed - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each		
Balance as at the beginning of the year	4,305	43,050
Issued during the year	-	-
Balance as at the end of the year	**4,305**	**43,050**
Series A - Compulsorily Convertible Cumulative Preference Shares of ₹ 355 each		
Balance as at the beginning of the year	10,621	3,770,455
Issued during the year	-	-
Balance as at the end of the year	**10,621**	**3,770,455**
Series A1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each		
Balance as at the beginning of the year	2,432	24,320
Issued during the year	-	-
Balance as at the end of the year	**2,432**	**24,320**
Series B - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Balance as at the beginning of the year	24,708	1,358,940
Issued during the year	-	-
Balance as at the end of the year	**24,708**	**1,358,940**
Series B1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Balance as at the beginning of the year	367	367
Issued during the year	-	-
Balance as at the end of the year	**367**	**367**

	As at 31 March 2021	
	Number	Amount
Note 3 (Cont'd)		
Share capital (Cont'd)		
a) Reconciliation of share capital (Cont'd)		
Series C - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Balance as at the beginning of the year	30,970	1,703,350
Issued during the year	-	-
Balance as at the end of the year	**30,970**	**1,703,350**
Series C1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Balance as at the beginning of the year	390	390
Issued during the year	-	-
Balance as at the end of the year	**390**	**390**
Series D - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Balance as at the beginning of the year	53,434	2,938,870
Issued during the year	-	-
Balance as at the end of the year	**53,434**	**2,938,870**
Series D1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Balance as at the beginning of the year	807	807
Issued during the year	-	-
Balance as at the end of the year	**807**	**807**
Series E - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Balance as at the beginning of the year	-	-
Issued during the year	28,075	1,544,125
Balance as at the end of the year	**28,075**	**1,544,125**
Series E1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Balance as at the beginning of the year	-	-
Issued during the year	220	220
Balance as at the end of the year	**220**	**220**

b) Details of shareholders holding more than 5% of the shares in the company

	As at 31 March 2021	
	Number	%
Equity shares of ₹ 10 each		
Kabir Khokan Biswas	9,698	91.35%
	9,698	**91.35%**
Seed - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each		
Aspada Investment Company	1,536	35.68%
Blume Ventures - Fund II, Mauritius	1,272	29.55%
Milestone Trusteeship Service Private Limited - Trustee - Blume Ventures India Fund II	815	18.93%
Milestone Trusteeship Service Private Limited - Trustee - 3F Ventures	358	8.32%
	3,981	**92.47%**
Series A - Compulsorily Convertible Cumulative Preference Shares of ₹ 355 each		
Aspada Investment Company	7,212	67.90%
Blume Ventures - Fund II, Mauritius	2,197	20.69%
Milestone Trusteeship Service Private Limited - Trustee - Blume Ventures India Fund II	1,098	10.34%
	10,507	**98.93%**
Series A1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each		
Aspada Investment Company	1,465	60.24%
Milestone Trusteeship Service Private Limited - Trustee - 3F Ventures	645	26.52%
Milestone Trusteeship Service Private Limited - Trustee - Blume Ventures India Fund II	322	13.24%
	2,432	**100.00%**

Note 3 (Cont'd)

Share capital (Cont'd)

b) Details of shareholders holding more than 5% of the shares in the company (Cont'd)

	As at 31 March 2021	
	Number	%
Series B - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Google Asia Pacific Pte Ltd	19,746	79.92%
Aspada Investment Company	3,811	15.42%
	23,557	**95.34%**
Series B1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Alteria Capital India Fund - I	367	100.00%
	367	**100.00%**
Series C - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Google International LLC	13,476	43.51%
Milestone Trusteeship Service Private Limited - Trustee - Blume Ventures (Opportunities) Fund IIA	5,435	17.55%
N. Lakshmi Narayanan	1,323	4.27%
Raintree Family Office LLP	945	3.05%
Mr. Parthasaradhi Reddy Bandi (On behalf of Smt M Krishna Sindhuri Private Trust)	1,323	4.27%
	22,502	**72.66%**
Series C1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund – I	390	100.00%
	390	**100.00%**
Series D - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Lightbox Ventures III	23,737	44.42%
Google International LLC	11,918	22.30%
STIC Pan-Asia 4th Industry Growth Private Equity Fund	9,535	17.84%
3L Capital I, LP	5,859	10.96%
	51,049	**95.54%**
Series D1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Milestone Trusteeship Services Private Limited On behalf of Alteria Capital India Fund – I	807	100.00%
	807	**100.00%**
Series E - Compulsorily Convertible Cumulative Preference Shares of ₹ 55 each		
Google International LLC	5,155	18.36%
Lightrock Growth Fund I S.A., SICAV-RAIF on behalf of Lightrock Global Fund *(formerly known as Lightstone Fund S.A., for and on behalf of Lightstone Global Fund)*	5,155	18.36%
Lightbox Ventures III	5,477	19.51%
Evolvence India Fund III Ltd	1,949	6.94%
3L Capital I, LP	1,611	5.74%
	19,347	**68.91%**
Series E1 - Compulsorily Convertible Cumulative Preference Shares of ₹ 10 each, ₹ 1 called up		
Milestone Trusteeship Services Private Limited On behalf of Alteria Capital India Fund – I	220	100.00%
	220	**100.00%**

c) During the year, the Company has issued 75 equity shares for consideration other than cash. The Company has not issued any bonus shares or any shares for consideration other than cash and has not bought back any shares in the immediately preceding five years.

d) The authorised share capital of the Company was increased during the year in the Extraordinary General Meetings held on 20 August 2020; 26 November 2020 and 18 March 2021.

Note 3 (Cont'd)

Share capital (Cont'd)

e) Terms and rights attached to Equity shares

The Company has only one class of issued equity shares having par value of ₹10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of preferential allotment, if any. The distribution will be in proportion to the number of equity shares held by the equity shareholders. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting shall be payable in Indian rupees.

f) Terms and rights attached to Preference Shares

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 10 (Seed) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A, A1, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Seed Preference Shares and they shall be entitled to receive, in respect of each of their Seed Preference Shares, prior and in preference to any payment or distribution to any other Shareholder, except the holders of the Series A, A1, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 125% of the Seed Subscription Amount plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Seed Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall convert into Equity shares in the ratio of 1:1 within twenty years on the basis of the terms and conditions stipulated in the shareholders agreement

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 10 (Series A1) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series A1 Preference Shares and they shall be entitled to receive, in respect of each of their Series A1 Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series A1 Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series A1 Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall convert into Equity shares in the ratio of 1:0.33914 within twenty years on the basis of the terms and conditions stipulated in the shareholders agreement

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 355 (Series A) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series A Preference Shares and they shall be entitled to receive, in respect of each of their Series A Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, B, B1, C, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series A Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series A Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

Note 3 (Cont'd)

Share capital (Cont'd)

f) Terms and rights attached to Preference Shares (Cont'd)

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 355 (Series A) per share shall be entitled to the following (Cont'd):

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall convert into Equity shares in the ratio of 1:1 within twenty years on the basis of the terms and conditions stipulated in the shareholders agreement. However, the Preference shares will automatically convert into equity shares at the time of IPO.

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 55 (Series B) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B1, C, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series B Preference Shares and they shall be entitled to receive, in respect of each of their Series B Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A, A1, B1, C, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series B Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series B Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall automatically be converted in Equity shares in the ratio of 1:1 as the case may be, at the earliest of the following events and in the manner specifically provided for in the shareholders agreement:

(a) Immediately preceding the consummation of a Qualified IPO by the Company and compliance with applicable laws prevailing; or

(b) On the occurrence of a liquidation event; or

(c) On the occurrence of a liquidation event as permitted under applicable laws; or

(d) On expiry of a period of 20 years from the date of issuance of such Preference shares.

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 10 (Series B1) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B, C, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series B1 Preference Shares and they shall be entitled to receive, in respect of each of their Series B1 Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A, A1, B, C, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series B1 Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series B1 Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall automatically be converted in Equity shares in the ratio of 1:1 as the case may be, at the earliest of the following two events and in the manner specifically provided for in the shareholders agreement:

(a) At the election of the CCPS holder by providing written notice basis which the Company shall convert the share within 15 days; or

(b) The Company can convert the preference shares into equity shares after the CCPS is fully called up; or

(c) CCPS shareholder can fully pay up the uncalled amount within 8 years post which it will have the economic right similar to the Series C shareholders.

Note 3 (Cont'd)

Share capital (Cont'd)

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 55 (Series C) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B, B1, C1, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series C Preference Shares and they shall be entitled to receive, in respect of each of their Series C Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, A, B, C1, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series C Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series C Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to affirmative voting rights for the matters specified in the Articles of Association and also on all the matters requiring Shareholders approval, as applicable to Equity shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall automatically be converted in Equity shares in the ratio of 1:1 as the case may be, at the earliest of the following events and in the manner specifically provided for in the shareholders agreement:

(a) Immediately preceding the consummation of a Qualified IPO by the Company and compliance with applicable laws prevailing; or

(b) On the occurrence of a liquidation event; or

(c) On the occurrence of a liquidation event as permitted under applicable laws; or

(d) On expiry of a period of 20 years from the date of issuance of such Preference shares.

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 10 (Series C1) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B, C, D, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series C1 Preference Shares and they shall be entitled to receive, in respect of each of their Series C1 Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, A, B, C, D, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series C1 Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series C1 Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference Shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to voting rights on all the matters requiring Shareholders approval, as applicable to Equity Shares i.e. on an ‘As if converted basis’.

(iv) Subject to the applicable laws, the Preference Shares Series C1 CCPS shall be converted into Equity Shares upon happening of the following three events

(a) At the election of the CCPS holder by providing written notice basis which the Company shall convert the share within 15 days; or

(b) The Company can convert the preference shares into equity shares after the CCPS is fully called up; or

(c) CCPS shareholder can fully pay up the uncalled amount within 8 years post which it will have the economic right similar to the Series C shareholders.

Note 3 (Cont'd)

Share capital (Cont'd)

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 55 (Series D) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B, C, C1, D1, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series D Preference Shares and they shall be entitled to receive, in respect of each of their Series D Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, A, B, C, C1, D1, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series D Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series D Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference Shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to voting rights on all the matters requiring Shareholders approval, as applicable to Equity Shares i.e. on an ‘As if converted basis’.

(iv) Subject to applicable laws, the Preference shares shall automatically be converted in Equity shares in the ratio of 1:1 as the case may be, at the earliest of the following events and in the manner specifically provided for in the shareholders agreement:

a) 1 day upon completion of 19 years and 11 months from the date of allotment; or

(b) On the occurrence of a liquidation event; or

(c) On the occurrence of a liquidation event as permitted under applicable laws; or

(d) in connection with a IPO (or any subsequent IPO), prior to the filing of a prospectus (or equivalent document, by whatever name called) by the Company with the competent authority or such later date as may be permitted under Applicable Laws;

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹10 (SeriesD1) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A1, A, B, C, C1, D, D2, E and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series D Preference Shares and they shall be entitled to receive, in respect of each of their Series D1 Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, A, B, C, C1, D, D2, E and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series D1 Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series D1 Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference Shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to voting rights on all the matters requiring Shareholders approval, as applicable to Equity Shares i.e. on an ‘As if converted basis’.

(iv) Subject to the applicable laws, the Preference Shares Series D1 CCPS shall be converted into Equity Shares upon happening of the following three events

(a) At the election of the CCPS holder by providing written notice basis which the Company shall convert the share within 15 days; or

(b) The Company can convert the preference shares into equity shares after the CCPS is fully called up;

(c) CCPS shareholder can fully pay up the uncalled amount within 8 years post which it will have the economic right similar to the Series C

Note 3 (Cont'd)

Share capital (Cont'd)

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 55 (Series E) per share shall be entitled to the following:

(i) Each Preference share shall be entitled to the higher of the preferential dividend equal to 0.01% per annum of the nominal value of the share or any actual dividend on equity shares on an 'As if converted basis', whichever is higher. These shares have preferential right over equity shares but not over Series A, A1, B, B1, C, C1, D, D1, D2 and E1 Preference Shares in payment of dividend during any financial year (whether paid or declared or any prior year dividend declared and accumulated but remain unpaid).

(ii) Preference shareholders' liquidation preference - Upon the occurrence of a Liquidation Event, the Liquidation Proceeds shall be paid or distributed to the holders of Series E Preference Shares and they shall be entitled to receive, in respect of each of their Series E Preference Share , prior and in preference to any payment or distribution to any other Shareholder, including the holders of the Seed Preference Shares, except the holders of the Series A1, A, B, C, C1, D, D1, D2 and E1 Preference Shares, an amount, which is the higher of: (i) 100% of the Series E Investment plus any arrears of declared and accrued but unpaid dividends calculated to the date of such payment, or (ii) a pro rata entitlement of the holders of the Series E Preference Shares to the consideration payable in the applicable Liquidation Event, on an 'As if converted basis'.

(iii) The holders of the Preference Shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to voting rights on all the matters requiring Shareholders approval, as applicable to Equity Shares i.e. on an 'As if converted basis'.

(iv) Subject to applicable laws, the Preference shares shall automatically be converted in Equity shares in the ratio of 1:1 as the case may be, at the earliest of the following events and in the manner specifically provided for in the shareholders agreement:
a) 1 day upon completion of 19 years and 11 months from the date of allotment; or
(b) On the occurrence of a liquidation event; or
(c) On the occurrence of a liquidation event as permitted under applicable laws; or
(d) in connection with a IPO (or any subsequent IPO), prior to the filing of a prospectus (or equivalent document, by whatever name called) by the

0.01% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the Company having a nominal value of ₹ 10 (Series E1) per share shall be entitled to the following:

(i) Each Series E1 CCCPS shall be entitled to a cumulative dividend of 0.01% in preference of Equity Shares. Dividend shall be paid as and when it is paid and declared on Equity Shares.

(ii) Preference Shareholders' Liquidation preference - In the event of a Liquidity Event, the Series E1 CCCPS shall have liquidation preference as available to the holders of 'preferred shares' issued to the holders of Series E Equity Round.

(iii) The holders of the Preference Shares shall be entitled to attend meetings of Shareholders of the Company and will be entitled to voting rights on all the matters requiring Shareholders approval, as applicable to Equity Shares i.e. on an 'As if converted basis'.

(iv) Subject to the applicable laws, the Preference Shares Series E1 CCCPS shall be converted into Equity Shares upon happening of the following three events
(a) At the election of the CCCPS holder by providing written notice basis which the Company shall convert the share within 15 days; or
(b) The Company can convert the preference shares into equity shares after the CCPS is fully called up;
(c) CCPS shareholder to fully pay up the Series E1 CCPS at any time up to 7 (Seven) years from date of allotment. Series E1 CCPS shall have economic rights as given to holders of the Series E equity round.

	As at 31 March 2021
Note 4	
Reserves and surplus	
(a) Securities premium account	
Balance as at the beginning of the year	5,810,561,349
Premium on shares issued during the year	3,197,880,246
Balance as at the end of the year	**9,008,441,595**
(b) Deficit in Statement of Profit and Loss	
Balance as at the beginning of the year	(5,421,478,841)
Add: Loss for the year	(2,257,886,571)
Balance as at the end of the year	**(7,679,365,412)**
(c) Employee stock options outstanding account	
Balance at the beginning of the year	143,354,428
Add: Employee stock option compensation expense (refer note 29)	98,488,981
Balance as at the end of the year	**241,843,409**
	1,570,919,592

Note 5	
Long-term borrowings	
(Secured)	
14.5% Series B Non-convertible debentures of ₹100,000 each	4,583,333
14.5% Series C Non-convertible debentures of ₹100,000 each	10,416,667
15% Series D Non-convertible debentures of ₹100,000 each	48,750,000
15% Series E Non-convertible debentures of ₹100,000 each	75,000,000
15% Series F Non-convertible debentures of ₹100,000 each	75,000,000
14.05 % Series G Non-convertible debentures of ₹100,000 each	250,000,000
14.05 % Series H Non-convertible debentures of ₹100,000 each	100,000,000
	563,750,000
Less: Current maturities of long-term borrowings	404,191,176
	159,558,824

Terms and rights attached to Debentures

14.5% Series B Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 24 January 2019, the Holding Company issued 1,100 Series B Non-Convertible Debentures to Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 14.5% per annum and are repayable in equal instalments of 4.16% of the principal amount on a monthly basis from June 2019 until May 2021.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series B debentures before the expiry of 12 months from the closing date.

(b) Subject to (a) above, the Holding Company may prepay the Series B Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders

(c) Upon expiry of twelve months from the date of issuance of Series B Debentures, the Holding Company shall have a right to prepay the outstanding Series B subject to payment of a prepayment penalty of 2% of the outstanding amount.

Note 5 (Cont'd)

Borrowings (Cont'd)

Terms and rights attached to Debentures

14.5% Series C Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 5 April 2019, the Holding Company issued 1,100 Series C Non-Convertible Debentures to Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 14.5% per annum and are repayable in equal instalments of 4.16% of the principal amount on a monthly basis from Septmber 2019 until August 2021.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets. The debentures are also secured by the pledged shares held by the promoter.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series C debentures before the expiry of 12 months from the closing date.
(b) Subject to (a) above, the Holding Company may prepay the Series C Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders
(c) Upon expiry of twelve months from the date of issuance of Series C Debentures, the Holding Company shall have a right to prepay the outstanding Series C subject to payment of a prepayment penalty of 2% of the outstanding amount.

15% Series D Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 2 August 2019, the Holding Company issued 1,300 Series D Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 15% per annum and are repayable in equal instalments of 4.16% of the principal amount on a monthly basis from February 2020 until January 2022.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series D debentures before the expiry of 12 months from the closing date.
(b) Subject to (a) above, the Holding Company may prepay the Series D Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders
(c) Upon expiry of twelve months from the date of issuance of Series D Debentures, the Holding Company shall have a right to prepay the outstanding Series D subject to payment of a prepayment penalty of 2% of the outstanding amount.

(v) *Accelerated prepayment*

The Subscriber shall reserve the right to accelerate prepayment of the entire outstanding Series D Debentures if the Holding Company is unable to raise a minimum equity funding of ₹200 million on or before 30 September 2019. No Prepayment Premium shall be payable in the event the subscriber exercises the right to accelerate prepayment.

15% Series E Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 27 August 2019, the Holding Company issue 2,000 Series E Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 15% per annum and are repayable in equal instalments of 4.16% of the principal amount on a monthly basis from February 2020 until January 2022.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series E debentures before the expiry of 12 months from the closing date.
(b) Subject to (a) above, the Holding Company may prepay the Series E Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders
(c) Upon expiry of twelve months from the date of issuance of Series E Debentures, the Holding Company shall have a right to prepay the outstanding Series E subject to payment of a prepayment penalty of 2% of the outstanding amount.

Note 5 (Cont'd)

Borrowings (Cont'd)

Terms and rights attached to Debentures

15% Series F Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 13 September 2019, the Holding Company issued 800 Series F1 Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) On 27 September 2019, the Holding Company issued 300 Series F2 Debenture-1 Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(iii) On 30 September 2019, the Holding Company issued 750 Series F2 Debenture-2 and 150 Series F2 Debenture-3 Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(iv) The Debentures carry an interest rate of 15% per annum and are repayable in equal instalments of 4.16% of the principal amount on a monthly basis from February 2020 until January 2022.

The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

Prepayment premium

(a) The Holding Company shall not have a right to prepay the Series F1 and F2 debentures before the expiry of 12 months from the closing date.

(b) Subject to (a) above, the Holding Company may prepay the Series F1 and F2 Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders

(c) Upon expiry of twelve months from the date of issuance of Series F1 and F2 Debentures, the Holding Company shall have a right to prepay the outstanding Series F1 and F2 subject to payment of a prepayment penalty of 2% of the outstanding amount.

14.05% Series G Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 27 November 2020, the Holding Company issued 2500 Series G Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 14.05% per annum and are repayable in equal instalments of 5.0% of the principal amount on a monthly basis from June 2021 until January 2023.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series G debentures before the expiry of 12 months from the closing date.

(b) Subject to (a) above, the Holding Company may prepay the Series G Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders

(c) Upon expiry of twelve months from the date of issuance of Series G Debentures, the Holding Company shall have a right to prepay the outstanding Series G subject to payment of a prepayment penalty of 2% of the outstanding amount.

14.05% Series H Non-Convertible Debentures ('NCD') of the Holding Company having a nominal value of ₹ 100,000 per debenture shall be entitled to the following:

(i) On 15 January 2021, the Holding Company issued 1000 Series H Non-Convertible Debentures to Milestone Trusteeship Services Private Limited on behalf of Alteria Capital India Fund-I ('Subscriber') of ₹100,000 each.

(ii) The Debentures carry an interest rate of 14.05% per annum and are repayable in equal instalments of 5.88% of the principal amount on a monthly basis from August 2021 until December 2022.

(iii) The Debentures are secured by an exclusive first charge on the Book debts, trade receivables, all current assets including cash and bank balances and property, plant and equipment including intangible assets.

(iv) *Prepayment premium*

(a) The Holding Company shall not have a right to prepay the Series H debentures before the expiry of 12 months from the closing date.

(b) Subject to (a) above, the Holding Company may prepay the Series H Debentures after giving ten days advance notice in writing to the debenture trustee and the debenture holders

(c) Upon expiry of twelve months from the date of issuance of Series H Debentures, the Holding Company shall have a right to prepay the outstanding Series A subject to payment of a prepayment penalty of 2% of the outstanding amount.

	As at 31 March 2021	
	Long-term	**Short-term**
Note 6		
Provisions		
Provision for employee benefits:		
Provision for gratuity	19,332,019	1,464,012
Provision for compensated absences	-	60,800,516
	19,332,019	**62,264,528**

Note:

In accordance with The Payment of Gratuity Act, 1972, the Group provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment as is determined based on an independent actuarial valuation as at the Balance Sheet date. The following table set out the status of the gratuity plan as required under Accounting Standard (AS) - 15 - Employee benefits.

	As at 31 March 2021
Changes in the present value of the defined benefit obligation are as follows:	
Defined benefit obligation at the beginning of the year	13,183,571
Current service cost	8,152,940
Interest cost	1,308,720
Past service cost	7,025
Actuarial (gain)/ loss	(1,330,449)
Benefits Paid	(525,776)
Defined benefit obligation at the end of the year	**20,796,031**
Components of net gratuity costs are:	
Current service cost	8,152,940
Interest on defined benefit obligation	1,308,720
Past service cost	7,025
Net actuarial loss recognised in the year	(1,330,449)
Expense recognised in the Statement of Profit and Loss for the year	**8,138,236**
Amounts recognised in the Balance Sheet are as follows:	
Fair value of plan assets at the end of the year	-
Present value of unfunded obligations as at the end of the year	20,796,031
Net liability recognised in the Balance Sheet	**20,796,031**

The principal assumptions used in determining gratuity obligation for the Group's plan is shown below:	
Discount rate	6.35%
Salary escalation rate	8.00%
Retirement age	58 years
Attrition rate	20.00%
Mortality rate	100% of IAL

The Group assesses these assumptions with the projected long-term plans of growth and prevalent industry standards.

IAL: Indian Assured Lives Mortality (2012-14) modified Ult.

	31 March 2021
Experience adjustments:	
Defined benefit obligation	20,796,031
Fair value of plan assets	-
Surplus/(deficit)	(20,796,031)
Experience adjustments on liabilities: (gain)/loss	4,334,261

	As at 31 March 2021
Note 7	
Trade payables	
Total outstanding dues to micro enterprises and small enterprises (refer note below)	15,199,167
Total outstanding dues to creditors other than micro enterprises and small enterprises	44,516,868
	59,716,035

Note:
The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2021 has been made in the financial statement based on information received and available with the Group. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Group has not received any claim for interest from any supplier as at the Balance Sheet date.

		As at 31 March 2021
i)	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end;	15,199,167
ii)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end;	-
iii)	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year;	-
iv)	Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year;	-
v)	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year;	-
vi)	Interest due and payable towards suppliers registered under MSMED Act, for payments already made;	-
vii)	Further interest remaining due and payable for earlier years.	-

	As at 31 March 2021
Note 8	
Other current liabilities	
Current maturities of long-term borrowings (Refer note 5)	404,191,176
Employee benefits payable	43,037,968
Statutory dues	42,802,332
Runner payable	25,787,387
Accrued expenses	199,271,678
Merchant liability	35,244,110
Others	7,116,967
	757,451,618

Note 9	
Deferred tax liabilities	
Deferred tax liabilities	
Depreciation	-
	-
Deferred tax assets	
Provision for employee benefits	-
	-
	-

Note:
Deferred tax asset on timing differences and brought forward losses have not been recognised in the accounts due to the absence of 'virtual certainty supported by convincing evidence' that sufficient taxable income will be available for set off in foreseeable future.

Note 10
Tangible assets

	Leasehold improvements	Computers and Data processing units	Furniture and fittings	Office equipment	Total
Gross block					
Balance as at 1 April 2020	**19,335,483**	**60,344,959**	**6,535,768**	**6,379,536**	**92,595,746**
Additions	52,809,650	34,156,881	1,946,542	1,772,059	**90,685,132**
Disposals	19,408,586	2,776,603	639,000	804,000	**23,628,189**
Balance as at 31 March 2021	**52,736,547**	**91,725,237**	**7,843,310**	**7,347,595**	**159,652,689**
Accumulated depreciation					
Balance as at 1 April 2020	**7,415,800**	**33,141,856**	**1,614,294**	**1,779,746**	**43,951,696**
Depreciation charge	8,414,980	21,705,505	2,048,441	1,642,080	**33,811,006**
Disposals	13,107,787	2,264,596	416,050	523,479	**16,311,912**
Balance as at 31 March 2021	**2,722,993**	**52,582,765**	**3,246,685**	**2,898,347**	**61,450,790**
Net block					
Balance as at 31 March 2021	**50,013,554**	**39,142,472**	**4,596,625**	**4,449,248**	**98,201,899**

Note 11
Intangible assets

	Mobile technology platform	Computer software	Total
Gross block			
Balance as at 1 April 2020	**25,314,180**	**2,496,010**	**27,810,190**
Additions	94,753,244	9,108	**94,762,352**
Disposals	-	-	**-**
Balance as at 31 March 2021	**120,067,424**	**2,505,118**	**122,572,542**
Accumulated amortisation			
Balance as at 1 April 2020	**10,631,480**	**780,377**	**11,411,857**
Amortisation charge	20,624,144	720,021	**21,344,165**
Disposals	-	-	**-**
Balance as at 31 March 2021	**31,255,624**	**1,500,398**	**32,756,022**
Net block			
Balance as at 31 March 2021	**88,811,800**	**1,004,720**	**89,816,520**

Note:
a) Mobile Technology Platform is a internally generated Intangible Asset - Refer Note 2(g)

	As at 31 March 2021	
	Long-term	**Short-term**
Note 12		
Loans and advances		
(Unsecured, considered good)		
Advance to suppliers	-	11,455,335
Rental deposits	13,986,900	12,177,200
Other deposits	5,314,000	-
Tax deducted at source receivable	8,941,355	-
Advances to employees	-	377,410
Prepaid expenses	-	18,849,009
Balances with government authorities	-	332,658,656
Other loans and advances	-	2,905,136
	28,242,255	**378,422,746**
(Unsecured, considered doubtful)		
Rental deposits (refer note 24)	276,000	-
Less: Provision for doubtful deposits (refer note 24)	(276,000)	-
	-	**-**
	28,242,255	**378,422,746**

	As at 31 March 2021
Note 13	
Current investments	
(Valued at cost or fair value, whichever is lower)	
Investment in mutual funds (quoted) (refer note below)	659,148,077
	659,148,077

Closing number of units held and market value:

	As at 31 March 2021	
	Units	**Current value**
Aditya Birla Sun Life Liquid Fund - Growth Direct	158,185	52,443,381
ICICI Prudential Liquid Fund - Reg - Growth	108,138	32,770,611
ICICI Prudential Overnight Fund - Regular Plan - Growth	2,441,238	270,289,032
SBI Liquid Fund Direct Growth	31,573	101,716,518
Nippon India Money Market Fund - Growth Plan Growth Option (LQGPG)	25,340	80,988,706
Aditya Birla Sun Life Overnight Regular Growth	54,081	60,007,573
Aditya Birla Sun Life Liquid Fund - Growth	199,141	65,578,937
	3,017,696	**663,794,758**

	As at 31 March 2021
Note 14	
Trade receivables	
(Unsecured, considered good)	
Outstanding for a period exceeding six months from the date they are due for payment	1,149,259
Other receivables	18,336,604
	19,485,863
(Unsecured, considered doubtful)	
Other receivables	459,996
Less: Provision for doubtful debts	(459,996)
	-
	19,485,863

Note 15

Cash and bank balances

Cash on hand	28,764
Cash equivalents with prepaid instrument providers (PPI)	5,432,021
Balances with banks	
In current accounts	679,118,148
	684,578,933
Other bank balances	
Deposits with maturity more than 3 months but less than 12 months (refer note below)	616,574,133
	616,574,133
	1,301,153,066

Note:

Deposits consist of restricted cash of ₹3,674,133 as on 31 March 2021

Note 16

Other current assets

(Unsecured, considered good)	
Unbilled revenue	2,356,927
Interest accrued on deposits with banks	5,813,068
Payment gateway receivables	19,672,922
Nodal receivables (refer note below)	34,529,096
User recoverables	703,899
Advances to runners	1,297,712
	64,373,624
(Unsecured, considered doubtful)	
User recoverables (refer note 21)	4,752,726
Advances to runners (refer note 21)	45,599,940
Less: Provision for user recoverables	(4,752,726)
Less: Provision for advances to runners	(45,599,940)
	-
	64,373,624

Note:

The nodal accounts maintained by the Group are operated as per RBI guidelines pertaining to settlement of payment for electronic payment transactions for payment gateway business. The balance in the nodal accounts represents money collected from customers on transaction undertaken and is used for settling of dues to the resellers who use the market place platform as per RBI guidelines.

Note 17

Assets classified as held for sale

Tangible assets- Leasehold improvements	2,989,620
Less: Provision for diminution in value of asset	(1,100,000)
	1,889,620

Note:

The Group has decided to classify items of tangible assets (leasehold improvements) under assets held for disposal which is stated at the lower of their carrying amount and net realisable value.

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	Year ended 31 March 2021
Note 18	
Revenue from operations	
Commission from merchant sales	231,591,792
Net commission from runners (refer note below)	207,737,655
Income from brand campaigns	15,352,912
Warehousing fee	3,960,000
Merchant delivery fees	71,442
	458,713,801

Note:

The Holding Company's business model is to provide a digital technology platform, being on-demand intermediary that enable transportation/logistics providers (‘runners’) to seek, receive and fulfil requests for transportation/logistics services (‘tasks’) by Users or end customers. Through the "Dunzo App" platform, the Holding Company generates leads and connects the Users with the runners. The Holding Company charges a commission from the runners for using the digital platform. The responsibility of the logistic service provider is to ensure that the service is provided to the user to their conclusion. The Holding Company collects the amounts due for the tasks run from the Users and they are passed onto the Runners after deducting the commission charged by the Holding Company for its services of providing the digital technology platform.

In these transactions, the Holding Company is not the primary obligor, nor does it have discretion in vendor selection, it earns a pre-determined commission for its services and does not carry any credit risk. Consequently, the Holding Company records only the commission collected from the Runners as Revenue from operation as against the entire amount collected from the Users on these transactions.

Note 19	
Other income	
Interest on fixed deposit	30,744,732
Profit on sale of mutual funds	18,222,735
Others	7,646,955
	56,614,422
Note 20	
Employee benefits expense	
Salaries, wages and bonus	752,717,282
Contribution to provident and other funds	12,118,913
Employee stock based compensation cost (refer note 29)	98,488,981
Compensated absences	30,438,395
Gratuity	8,138,236
Staff welfare expenses	14,267,091
	916,168,898
Note 21	
Cost of operations	
Runner contract fee and incentives	418,620,438
Other runner related expense	83,655,522
Provision for advances to runners (refer note (a) and (b) below)	30,600,766
User balance provided (refer note (c) below)	195,974
Payment gateway charges	56,435,892
Prepaid instrument provider charges	20,768,882
	610,277,474

Note:

(a) Provision for advances to runners mainly comprise the cash losses incurred by the Holding Company on account of advances given to runners to perform tasks.

(b) During the year, the Holding Company on 6 July 2020 had erroneously made an excess payment of ₹72,511,784 to runners out of which the Holding Company was able to recover ₹45,436,031 back from the runners. The balance amount not recovered as on 31 March 2021 has been fully provided for. The Holding Company is still in the process of recovering these amounts and has recovered ₹1,899,042 subseuqent to the Balance Sheet date.

(c) Provision for user recoverables mainly comprises of the amounts paid by the Holding Company on behalf of users to the merchants for the tasks carried out which is recoverable from the users. Based on the agreements with the merchants and runners, this amount is required to be borne by the Holding Company in the event that the Holding Company is unable to recover the same from the users.

	Year ended 31 March 2021
Note 22	
Finance costs	
Interest on borrowings	79,400,617
Bank charges	367,210
Interest on taxes	1,156,678
	80,924,505
Note 23	
Depreciation and amortisation	
Depreciation charge on tangible assets (refer note 10)	33,811,006
Amortisation charge on intangible assets (refer note 11)	21,344,165
	55,155,171
Note 24	
Other expenses	
Rent expenses	65,148,304
Contracted manpower	235,757,734
Information technology costs	362,097,377
Legal and professional charges	81,058,867
Advertising and marketing expenses	99,345,258
Business promotion expenses	10,992,921
Loss on order cancellations, refunds and others	98,141,463
Communication and support service expenses	70,270,883
Recruitment expenses	23,459,641
Fund raise expense	27,366,955
Office expense	11,541,739
Travelling expenses	1,957,981
Rates and taxes	1,265,388
Brokerage	24,000
Power and fuel expenses	3,913,672
Loss on sale of fixed assets	4,050,378
CSR expense	1,306,754
Provision for diminution in value of asset	1,100,000
Provision for doubtful deposits	276,000
Rental deposits written off	2,428,525
Bad debts written off	884,040
Tax expenses	2,256,356
Repairs and maintenance	2,952,008
Stamp duty charges	111,750
Penalty and Interest	104,255
Loss on foreign currency transaction and translation, net	854,432
Miscellaneous expenses	2,022,065
	1,110,688,746
Note 25	
Remuneration to auditors*	
Statutory audit	2,450,000
Certification services	200,000
	2,650,000

* excluding applicable taxes and out of pocket expenses.

	Year ended 31 March 2021
Note 26	
Earning/ (loss) per share (EPS)	
Loss after tax **(A)**	(2,257,886,571)
Weighted average number of equity shares outstanding (nos.) **(B)**	10,605
Add: Effect of potential shares for conversion of CCPS (nos.)	NA *
Add: Effect of potential shares for ESOP (nos.)	NA *
Basic loss per share **(A/B)**	(212,907.74)
Diluted loss per share (A/B)	(212,907.74)
Nominal value of equity share (₹)	10

* Effect of potential shares on the conversion of CCPS and issue of employee stock options have not been considered since the impact of the same is anti-dilutive.

Note 27

Operating leases

Rent expense includes lease rental payments towards office premises, such leases are generally for a period of 12 to 36 months with options of renewal against increased rent and premature termination of agreement through notice period of 1 to 3 months.

The lease expense for cancellable operating leases during the year is disclosed as 'Rent' under other expenses. The details of lease commitments in terms of minimum lease payments within the non-cancellable period are as follows:

	As at 31 March 2021
Not later than one year	32,774,343
Later than one year and not later than five years	33,627,477
Later than five years	-
	66,401,820

	Year ended 31 March 2021
Note 28	
Expenditure in foreign currency	
Information technology costs	55,307,436
Advertisement and marketing expenses	10,499,990
Professional fees	6,406,534
Communication and support service expenses	895,591
Fundraising Expenses	537,871
	73,647,422

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Note 29

Employee Stock Based Compensation Cost

(i) The Holding Company had instituted the "Dunzo Digital Private Limited Stock Option Plan 2016" (ESOP 2016 or 'the Plan") for eligible employees and directors as per the approval of the Board of Directors dated 29 September 2016 and Shareholders approval dated 30 September 2016 to create, grant, offer, issue and allot, to or for the benefit of such person whether working in India or out of India, who are in permanent employment of the Holding Company not exceeding 8,740 options.
The Holding Company vide extra ordinary general meeting obtained shareholders approval on 27 December 2017 to increase the ESOP pool to 11,684 shares and vide extra ordinary general meeting on 21 August 2019 to 16,395 shares and vide extra ordinary general meeting on 20 August 2020 to 24,067 shares.

(ii) Accounting value of stock options is determined based on "Fair Value" as required under the Guidance Note-18, "Guidance Note on accounting for employee share based payments" issued by the ICAI. Fair value of the underlying shares have been determined by an independent valuer.

(iii) Under the Plan, the options granted would vest not less than one year and not more than four years from the date of grant of such Options. The options shall however be exercised by the employee at the time of a Liquidation Event if the employee is in full time employment of the Holding Company and under such conditions as determined by the Board and set forth in the Grant Letter.

	Year ended 31 March 2021	
	Shares arising out of options	**Weighted average exercise price**
Information on the option activity during the period/year is given below:		
Outstanding at the beginning of the year	10,942	10
Granted but unvested during the year	2,907	10
Forfeited during the year	(1,048)	10
Exercised during the year	-	-
Outstanding and unvested at the end of the year	12,801	10
Exercisable and vested at the end of the year	**-**	**-**

The fair value of options award during the year is estimated on the basis of Back Solve valuation model. The assumptions used are as follows:

	Year ended 31 March 2021
Fair value of option per equity share (in ₹)	₹10,992 - ₹97,133
Expected option life	4.5 - 5 years
Expected volatility	2.57% - 18.77%
Expected dividend yield	Nil
Risk free rate	5.41%- 6.81%

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Note 30
Related party transactions

(i) Name of the related party	Description of the relationship
Google International LLC Google Asia Pacific Pte Ltd	Significant shareholders
Google India Private Limited Google India Digital Services Private Limited Google Cloud India Private Limited	Entity controlled by significant shareholder

Key management personnel (KMP)

Name of the related party	Relationship
Kabir Khokan Biswas	Director
Dalvirsingh JasvinderSingh Suri	Director
Mukund Jha	Director

(ii) Summary of transactions with related parties during the year

Nature of transactions/ Name of related party	Description of relationship	Year ended 31 March 2021
Business promotion and marketing expenses		
Google India Private limited	Entity controlled by significant shareholder	11,071,191
Google India Digital Services Private Limited	Entity controlled by significant shareholder	6,273,011
Google Cloud India Private Limited	Entity controlled by significant shareholder	60.00
Managerial Remuneration (refer note below)		
Kabir Khokan Biswas	Director	7,476,600
Dalvirsingh JasvinderSingh Suri	Director	8,228,561
Mukund Jha	Director	10,476,612

Note:
Remuneration to key managerial personnel excludes provision towards gratuity and leave encashment as the same is actuarially valued for the Company as a whole and includes value of perquisites as per Income tax rules.

(iii) Balances as at the year end

Nature of transactions/ Name of related party	Description of relationship	Year ended 31 March 2021
Trade Payables		
Google India Private Limited	Entity controlled by significant shareholder	598,372
Google India Digital Services Private Limited	Entity controlled by significant shareholder	1,451,990
Google Cloud India Private Limited	Entity controlled by significant shareholder	71

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Note 31

Unhedged foreign currency exposure

The Company's unhedged foreign currency exposure as at 31 March 2021 on account of foreign currency denominated assets and liabilities are as follows:

	31 March 2021		
	Currency	Amount in foreign currency	Amount in ₹
Trade payables, advance from customer and payables to capital creditors	USD	26,190	1,922,958

Note 32

Estimations of uncertainties relating to the global health pandemic from COVID-19

The World Health Organization (WHO) declared the outbreak of the Coronavirus Disease (COVID-19) as a global pandemic on 11 March 2020. Consequent to this, the Government of India declared a nation-wide lockdown on 23 March 2020. Necessary arrangements were made for the employees to facilitate ease of doing business by implementing flexible work model and work from home arrangements, in accordance with the policies and procedures of the Group. This arrangement did not impact the Group's business and the Group continued to serve its customers. Whilst there has been a second wave of the COVID-19 pandemic in the last few months where the Group operates, there has also been increased vaccination drive by the Government and the Group continues to closely monitor the situation.

The Group's management has considered the possible effects that may result from the COVID-19 pandemic on the carrying value of assets (including Property, plant and equipment, trade receivables and other assets). In developing the assumptions relating to the possible future uncertainties in the domestic/ global economic conditions because of the pandemic, the Group has used internal and external sources of information, including economic forecasts and estimates from market sources, on the expected future performance of the Group. On the basis of evaluation and current indicators of future economic conditions, the Group expects to recover the carrying amounts of these assets and does not anticipate any impairment to these current and non-current assets. The actual impact of the pandemic may be different from that estimated as at the date of these consolidated financial statements.

Note 33

Segment Reporting

The Group has only one business segment, which is providing marketplace services. The Group earns its entire revenue from sources in India. Accordingly, primary and secondary reporting disclosures for business and geographical segment as envisaged in Accounting Standard (AS) - 17 "Segment Reporting" are not applicable to the Company.

Note 34

Disclosure of additional information pursuant to Schedule III of the Companies Act, 2013

	As at 31 March 2021			
Name of the entity	Net assets		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Holding Company				
Dunzo Digital Private Limited	100%	1,582,439,794	100%	(2,257,857,423)
Subsidiary				
Dunzo Merchant Services Private Limited	0%	(29,148)	0%	(29,148)
	100%	**1,582,410,646**	**100%**	**(2,257,886,571)**

Note 35

Previous period comparatives

The Holding Company has presented consolidated financial statements for the first time during the year. Therefore, information with respect to comparative years is not disclosed in these consolidated financial statements

As per report of even date

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

Aasheesh Arjun Singh
Digitally signed by Aasheesh Arjun Singh
Date: 2021.07.17 18:55:14 +05'30'

Aasheesh Arjun Singh
Partner
Membership No. 210122

Bengaluru
17 July 2021

For and on behalf of the Board of Directors of Dunzo Digital Private Limited

MUKUND JHA
Digitally signed by MUKUND JHA
Date: 2021.07.17 18:03:11 +05'30'

Mukund Jha
Director
DIN: 01300756

Bengaluru
17 July 2021

Kabeer Khokan Biswas
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Date: 2021.07.17 18:07:45 +05'30'

Kabir Khokan Biswas
Director
DIN: 03627190

Bengaluru