

INDEPENDENT AUDITOR'S REPORT

To the Members of Delhivery Private Limited

Report on the Audit of the Standalone Ind AS Financial Statements**Opinion**

We have audited the accompanying standalone Ind AS financial statements of Delhivery Private Limited ("the Company"), which comprise the Balance sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us and the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as 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 Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Other Information

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

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

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material



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misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Standalone Ind AS Financial Statements

The 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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone Ind AS 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.



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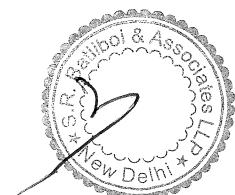
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act based on our audit, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;



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- (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2021;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 33 to the standalone Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004



per **Yogesh Midha**

Partner

Membership Number: 094941

UDIN: 21094941AAAADP5663

Place of Signature: New Delhi

Date: 24-09-2021



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Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

Re: Delhivery Private Limited ('the company')

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
There was no inventory lying with third parties.
- (iii) (a) The Company has granted loan that is repayable on demand, to a company covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the company's interest.
 - (b) The Company has granted loans that are re-payable on demand, to a firm covered in the register maintained under section 189 of the Companies Act, 2013. We are informed that the company has not demanded repayment of any such loan during the year, and thus, there has been no default on the part of the parties to whom the money has been lent.
 - (c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.
- (iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given have been complied with by the company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company



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- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, goods & service tax, duty of custom, professional tax and labor welfare fund, cess and other statutory dues applicable to it. As informed to us the provisions of duty of excise are not applicable to the company.
- (b) According to the information and explanations given to us and audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, goods & service tax, sales-tax, professional tax, labor welfare fund, value added tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the records of the Company, the dues of income-tax on account of any dispute, are as follows:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act 1961	Income Tax	3,449 Lakhs	2016-17	CIT (Appeals)

According to the information and explanations given to us, there are no dues of sales-tax, goods & service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute.

- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a financial institution or bank. The Company did not have any outstanding loans or borrowing dues to government or dues to debenture holders during the year.
- (ix) In our opinion and according to the information and explanations given by the management and audit procedures performed by us, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised. The Company has not raised any money by way of initial public offer / further public offer / debt instruments.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the provisions of section 197 read with Schedule V of the Act is not applicable to the company and hence reporting under clause 3(xi) are not applicable and hence not commented upon.



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- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 of Companies Act, 2013 are not applicable to the Company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.
- (xiv) According to the information and explanations given by the management and audit procedures performed by us, the Company has complied with provisions of section 42 of the Companies Act, 2013 in respect of the preferential allotment or private placement of shares/ fully or partly convertible debentures during the year. According to the information and explanations given by the management, we report that the amounts raised, have been used for the purposes for which the funds were raised.
- (xv) According to the information and explanations given by the management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Associates LLP**
ICAI Firm Registration Number: 101049W/E300004
Chartered Accountants



per Yogesh Midha

Partner

Membership Number: 094941

UDIN: 21094941AAAADP5663

Place of Signature: New Delhi

Date: 24-09-2021



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ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DELHIVERY PRIVATE LIMITED

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

We have audited the internal financial controls with reference to standalone financial statements of Delhivery Private Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 financial statements.



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

Because of the inherent limitations of internal financial controls with reference to standalone 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 standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Yogesh Midha

Partner

Membership Number: 094941

UDIN: 21094941AAAADP5663

Place of Signature: New Delhi

Date: 24-09-2021



	Notes	March 31, 2021	March 31, 2020
Assets			
Non-current assets			
Property, plant and equipment	3a	23,777	23,578
Capital work in progress	3b	7,676	2,672
Goodwill	4	1,639	1,638
Other intangible assets	4	1,197	939
Right-of-use assets	32	78,281	47,812
Financial assets			
i) Investments	5	45,516	38,613
ii) Other financial assets	9	8,773	52,361
Non-current tax assets (net)	10	12,203	10,474
Other non-current assets	11	475	122
Total Non-current assets		179,537	178,209
Current assets			
Inventories	6	2,588	1,783
Financial assets			
i) Investments	5	70,756	81,044
ii) Trade receivables	7	57,287	60,188
iii) Cash and cash equivalent	12	25,285	10,610
iv) Other bank balances	13	158	28,866
v) Loans	8	10,352	668
vi) Other financial assets	9	106,633	64,316
Other current assets	11	9,530	8,724
Total Current assets		282,589	256,199
Total assets		462,126	434,408
Equity and liabilities			
Equity			
Equity share capital	14	163	97
Instruments entirely equity in nature	14	3,540	3,917
Other Equity	15a	286,038	312,153
Total equity		289,741	316,167
Non-current liabilities			
Financial Liabilities			
i) Borrowings	16	13,161	9,981
ii) Lease Liabilities	32	65,384	38,706
Provisions	18	2,136	1,661
Total Non-current liabilities		80,681	50,348
Current liabilities			
Financial Liabilities			
i) Borrowings	16	8,423	9,054
ii) Lease Liabilities	32	16,172	11,077
iii) Trade Payables	20		
Total outstanding dues of micro and small enterprises		205	80
Total outstanding dues of creditors other than micro and small enterprises		41,134	26,940
iv) Other financial liabilities	17	21,366	17,635
Provisions	18	1,177	1,036
Other Current Liabilities	19	3,227	2,071
Total Current liabilities		91,704	67,893
Total liabilities		172,385	118,241
Total equity and liabilities		462,126	434,408

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the standalone financial statements.

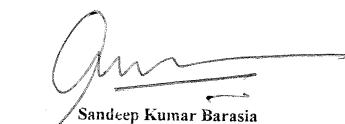
As per our report of even date

Fo: S.R.Batliboi & Associates LLP
 Chartered Accountants
 ICAI Firm registration number : 101049W/E300004

For and on behalf of the board of directors of
 Delbivery Private Limited


 per Yogesh Midha
 Partner
 Membership no : 094941




 Sandeep Kumar Barasia
 Director
 DIN : 01432123


 Sahil Barua
 Director
 DIN : 05131571


 Amit Agarwal
 Chief Financial Officer


 Sunil Kumar Bansal
 Company Secretary
 FCS-4810

Place : New Delhi
 Date : September 24, 2021

Place : Gurugram
 Date : September 24, 2021

Place : Gurugram
 Date : September 24, 2021

Delhivery Private Limited

Standalone Statement of Profit and loss for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

	Notes	March 31, 2021	March 31, 2020
Income			
Revenue from contracts with customers	21	3,49,978	2,77,745
Other Income	22	6,976	6,206
Total income (I)		3,56,954	2,83,951
Expenses			
Freight, Handling and Servicing Costs	23	2,62,767	2,18,256
Employee benefits expense	24	55,531	48,645
Purchase of traded goods		1,021	577
Fair value loss on financial liability at fair value through profit and loss		920	
Other expenses	25	34,590	27,208
Total Expenses (II)		3,54,829	2,94,686
Earning before interest, tax, depreciation and amortisation (EBITDA) (I)-(II)		2,125	(10,735)
Finance costs	27	8,855	4,919
Depreciation and amortisation expense	26	35,312	25,438
Finance income	22	12,963	14,692
Loss before exceptional items and tax (III)		(29,079)	(26,400)
Exceptional Items (IV)	28	(6,552)	(2,013)
Loss before tax (III+IV)		(35,631)	(28,413)
Tax expense			
Current tax		-	-
Deferred tax		-	-
Total Tax Expense		-	-
Loss for the year		(35,631)	(28,413)
Other comprehensive income/(loss):			
a) Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement gain/(loss) on defined benefit plan		101	(76)
Income tax relating to items that will not be re-classified to profit and loss		-	-
Subtotal (a)		101	(76)
b) Items that will be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		(1)	(5)
Income tax relating to items that will be re-classified to profit and loss		-	-
Subtotal (b)		(1)	(5)
Other comprehensive income/(loss) for the year (a+b)		100	(81)
Total comprehensive loss for the year		(35,531)	(28,494)
Loss per share	29		
Basic		(690)	(552)
Diluted		(690)	(552)
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For S.R Batliboi & Associates LLP

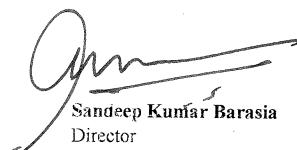
Chartered Accountants

ICAI Firm registration number : 101049W/E300004


per Yogesh Midha
Partner
Membership no. 094941

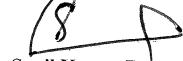


For and on behalf of the board of directors of
Delhivery Private Limited


Sandeep Kumar Barasia
Director
DIN : 01432123


Sahil Barua
Director
DIN : 05131571


Amit Agarwal
Chief Financial Officer


Sunil Kumar Bansal
Company Secretary
FCS-4810

Place : New Delhi
Date : September 24, 2021

Place : Gurugram
Date : September 24, 2021

Place : Gurugram
Date : September 24, 2021

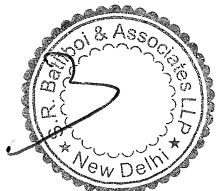
Delbivery Private Limited

Statement of Cash Flow Statement for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

	March 31, 2021	March 31, 2020
A) Operating activities		
Loss before tax	(35,631)	(28,413)
Adjustment to reconcile loss before tax to net cash flows		
Depreciation of property, plant and equipment	15,663	13,217
Amortization of intangible assets	625	720
Depreciation of right-of-use assets	19,024	11,501
Allowances for doubtful debts	8,360	4,472
Bad debt written off	44	178
Allowances for doubtful advances	475	95
Exceptional Items	6,552	2,013
Inventory written off	-	756
Share based payment expense	4,625	4,881
Interest expense	1,985	1,132
Interest on lease liability	6,830	3,780
Stamp duty expense (refer note 32)	(26)	(38)
Fair value gain on investment at fair value through profit or loss	(3,250)	(1,335)
Gain on modification / termination of lease contracts	(998)	-
Rent waiver on lease liabilities	(338)	-
Interest Income	(11,907)	(14,294)
Interest income on Unwinding of discount on security deposits paid	(1,056)	(398)
Net gain on sale of current investments	(1,008)	(3,948)
Fair value loss on financial liabilities at fair value through profit or loss	920	-
(Profit)/Loss on disposal of property, plant and equipment	(30)	81
Operating Profit/ (loss) before working capital changes	10,859	(5,600)
Movements in working capital :		
Increase in Inventories	(805)	(276)
Increase in trade and other receivables	(5,504)	(43,682)
Increase in financial assets	(8,386)	(21,018)
Increase in other assets	(886)	(2,959)
Increase in Loans	(9,684)	(131)
Increase in trade payables	14,319	11,003
Increase in other liabilities	2,446	1,998
Increase in provisions	716	857
Cash flow from/(used in) operations	3,075	(59,808)
Income taxes paid/refund (net)	(1,730)	(4,511)
Net cash flow from/(used in) operating activities (A)	1,345	(64,319)
B) Investing activities		
Purchase of property, plant & equipment (including Other Intangible assets, capital work in progress and capital advances)	(21,417)	(20,884)
Proceeds from property, plant & equipment (including Other Intangible assets)	237	3
Payment towards acquisition of business (refer note 35a)	(210)	-
Investment in subsidiaries	(9,121)	(1,109)
Proceeds from sale of financial assets - Liquid mutual fund units, debt instruments	102,177	456,963
Payment to acquire financial assets - Liquid mutual fund units, debt instruments	(91,966)	(454,935)
Maturity of Bank Deposits (having original maturity of more than 12 months) including Margin Money Deposits	24,847	17,544
Investments in Bank Deposits (having original maturity of more than 12 months) including Margin Money Deposits	(12,274)	(71,856)
(Investment)/Maturity of bank deposits (having original maturity of more than 3 months)	28,708	(28,787)
Interest Received	7,573	9,638
Net cash flow from/(used in) investing activities (B)	28,554	(93,423)
C) Financing activities		
Proceeds from issuance of equity share capital	4,479	147
Proceeds from issuance of Compulsorily Convertible Preference Shares	929	-
Proceeds from long term borrowings (net of current maturities of Rs. 1,903.49 Lakhs (March 31, 2020 : Rs. 2,278.45 Lakhs))	3,236	10,145
Interest paid	(2,052)	(1,086)
Payment of interest portion of lease liabilities	(6,830)	(3,780)
Payment of principal portion of lease liabilities	(14,356)	(9,215)
Repayments of short term borrowings	(5,000)	(2,879)
Proceeds from short term borrowings	8,423	5,000
Net cash flow used in financing activities (C)	(11,171)	(1,668)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	18,728	(159,410)
Cash and cash equivalents at beginning of the year	6,557	165,967
Cash and cash equivalents at end of the year (refer Note 12)	25,285	6,557



Delhivery Private Limited

Standalone Cash Flow Statement for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

Non Cash Financing Activities	March 31, 2021	March 31, 2020
Gain on modification / termination of lease contracts	(998)	-
Rent waiver on lease liabilities	(338)	-
Fair value loss on financial liability at fair value through profit and loss	920	-

Reconciliation of liabilities arising from financing activities

Particulars	March 31, 2021	Cash Flows	Non cash changes	March 31, 2020
Long-term borrowings (including current maturity)	19,864	3,236	-	16,628
Short-term borrowings	8,423	(631)	-	9,054
Lease Liabilities	81,556	(21,186)	52,959	49,783

Particulars	March 31, 2020	Cash Flows	Non cash changes	March 31, 2019
Long-term borrowings (including current maturity)	16,628	10,145	-	6,483
Short-term borrowings	9,054	6,175	-	2,879
Lease Liabilities	49,783	(12,995)	30,699	32,079

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For S.R.Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number : 101049W/E300004

per Yogesh Midha
Partner
Membership no : 094941



Place : New Delhi
Date : September 24, 2021

For and on behalf of the board of directors of
Delhivery Private Limited

Sandeep Kumar Barasia
Director
DIN : 01432123

Sahil Barua
Director
DIN : 05131571

Amit Agarwal
Chief Financial Officer

Sunil Kumar Bansal
Company Secretary
FCS-4810

Place : Gurugram
Date : September 24, 2021

Place : Gurugram
Date : September 24, 2021

A. Equity Share Capital (refer note 14)

	Number	(Rs. Lakhs)
Equity Share Capital		
Equity shares of Rs. 10 each		
At March 31, 2019	958,395	96
Add: Issued during the year (stock options exercised)	16,557	1
At 31 March 2020	974,952	97
Add: Issued during the year (stock options exercised)	14,277	1
Add: Converted from CCCPS during the year (refer note 14)	64,000	64
Add: Issued during the year (INR 1 per share paid up)*	38,701	0
At 31 March 2021	1,667,950	163

Instruments Entirely Equity in Nature - 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.10/- each (Series A) issued, subscribed and fully paid

	Number	(Rs. Lakhs)
At March 31, 2019	291,667	29
Add: Issued during the year	-	-
At 31 March 2020	291,667	29
Add: Issued during the year	-	-
Less: Converted to equity during the year (refer note 14)	291,667	29
At 31 March 2021	-	-

Instruments Entirely Equity in Nature - 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100 each (Series B, C, D, D1, E and F) issued, subscribed and fully paid

	Number	(Rs. Lakhs)
At March 31, 2019	3,888,068	3,888
Add: Issued during the year	-	-
At 31 March 2020	3,888,068	3,888
Add: Issued during the year	-	-
Less: Converted to equity during the year (refer note 14)	348,333	348
At 31 March 2021	3,539,735	3,540

*Value less than 1 lakh

B. Other Equity (refer note 15)

For the year ended March 31, 2021

Description	Attributable to the equity holders of the Company				Items of OCI	Total
	Securities premium	Share Based Payment Reserve	Retained earnings	Business Transfer Adjustment Reserve		
Balance as at April 1, 2020	740,698	13,450	(442,019)	-	24	312,153
Loss for the year	-	-	(35,631)	-	-	(35,631)
Other comprehensive income/(loss)						
Re-measurement gains/(losses) on defined benefit plans	-	-	101	-	-	101
Exchange differences on translating the financial statements of a foreign operation	-	-	-	-	(1)	(1)
Total comprehensive income/(loss)	-	-	(35,530)	-	(1)	(35,531)
Add: ESOPs exercised [transferred Rs. 1099 Lakhs (31March 2020: Rs. 1094) from Employee stock options outstanding]	1,289	-	-	-	-	1,289
Less: transferred to securities premium on exercise of stock options	-	(1,099)	-	-	-	(1,099)
Add: Securities premium on equity issued during the year	774	-	-	-	-	774
Add: Gain on Demerger of division under common control transaction	-	-	-	912	-	912
Add Premium on conversion of preference share to equity share	313	-	-	-	-	313
Less: Share issues Expenses	(4)	-	-	-	-	(4)
Add: Share based payment expense	-	7,231	-	-	-	7,231
Balance as at March 31, 2021	743,070	19,582	(477,549)	912	23	286,038

For the year ended March 31, 2020

Description	Attributable to the equity holders of the Company				Items of OCI	Total
	Securities premium	Share Based Payment Reserve	Retained earnings	Exchange differences on translating the financial statements of a foreign operation		
Balance as at April 01, 2019	739,477	9,663	(411,084)	-	29	338,085
Loss for the year	-	-	(28,413)	-	-	(28,413)
Other comprehensive income/(loss)						
Re-measurement gains/(losses) on defined benefit plans	-	-	(76)	-	-	(76)
Exchange differences on translating the financial statements of a foreign operation	-	-	-	-	(5)	(5)
Total comprehensive income/(loss)	-	-	(28,489)	-	(5)	(28,494)
Add: ESOPs exercised [transferred Rs. 1,289 Lakhs (31March 2020: Rs. 1,239) from share based payment reserve]	1,239	-	-	-	-	1,239
Less: transferred to securities premium on exercise of stock options	-	(1,094)	-	-	-	(1,094)
Less: Share issues Expenses	(18)	-	-	-	-	(18)
Add: Share based payment expense	-	4,881	-	-	-	4,881
Add: Effect of adoption of Ind AS 116 leases	-	-	(2,446)	-	-	(2,446)
Balance as at March 31, 2020	740,698	13,450	(442,019)	-	24	312,153

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

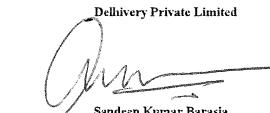
For S.R.Batliboi & Associates LLP
 Chartered Accountants
 ICAI Firm registration number : 101049W/E306004


 Mr. Yogesh Midha
 Partner
 Membership no : 094941

Place : New Delhi
 Date : September 24, 2021



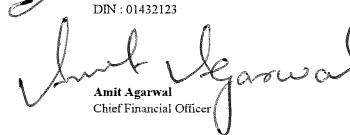
For and on behalf of the board of directors of
 Delivery Private Limited


 Sandeep Kumar Barasia
 Director
 DIN : 01432123

Place : Gurugram
 Date : September 24, 2021


 Sahil Barua
 Director
 DIN : 05131571

Place : Gurugram
 Date : September 24, 2021


 Amit Agarwal
 Chief Financial Officer

Place : Gurugram
 Date : September 24, 2021

Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

1. Corporate Information

Delhivery Private Limited (hereinafter referred to as "The Company" or "DELHIVERY"), was incorporated as SSN Logistics Private Limited on 22nd Day of June 2011 under the provisions of the Companies Act, 1956. The company changed its name to Delhivery Private Limited as of 8th Day of December 2015. The registered office of the company is located at N24-N34, S24-S34, Air Cargo Logistics Centre-II, Opposite Gate 6 Cargo Terminal, IGI Airport, New Delhi-110037.

The Company is engaged in the business of warehousing and last mile logistics and also involved in designing and deploying logistics management systems, provide logistics and supply chain consulting/advice, provide inbound/procurement support and other activities of a similar nature.

The financial statements for the year ended 31 March 2021, were approved by the Board of Directors and authorized for issue on September 24, 2021.

2.1 Basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standard (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

These financial statements have been prepared under the historical cost convention on the accrual basis except certain financial instrument which are measured at fair values, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements are presented in Indian Rupees and all amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs (as per the requirement of Schedule III), unless otherwise stated.

2.2 Summary of significant accounting policies

a) Use of estimates

The preparation of financial statements in conformity with the principles of Ind AS requires the management to make judgements, estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

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

b) Business combination and goodwill

Business combinations are accounted for using the acquisition method.

The Company determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

Acquisition method

The acquisition method of accounting is used to account for all business combinations. The consideration transferred for the acquisition of a subsidiary comprises the

- (i) fair values of the assets transferred;
- (ii) liabilities incurred to the former owners of the acquired business;
- (iii) equity interests issued by the Company; and



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

(iv) fair value of any asset or liability resulting from a contingent consideration arrangement.

However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

i) Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.

The excess of the

- (i) consideration transferred;
- (ii) amount of any non-controlling interest in the acquired entity, and
- (iii) acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired and liabilities assumed is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Companies cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value

Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in the statement of profit and loss or other comprehensive income, as appropriate.

c) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) It is expected to be realised within twelve months after the reporting period, or
- iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- i) It is expected to be settled in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) It is due to be settled within twelve months after the reporting period, or



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

- iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

d) Foreign currencies

The Company's financial statements are presented in INR. For each entity, the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. Functional currency is the currency of the primary economic environment in which the entities forming part of Company operates and is normally the currency in which the entities forming part of Company primarily generates and expends cash.

Transactions and balances

Transactions in foreign currencies are initially recorded in the functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the exchange rates at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit and loss with the exception of the following:

- i) In the financial statements that include the foreign operation and the reporting entity (e.g., financial statements when the foreign operation is a branch), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit and loss on disposal of the net investment.
- ii) Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Foreign branches

On consolidation, the assets and liabilities of foreign operations are translated into Indian Rupees at the rate of exchange prevailing at the reporting date and their statements of profit and loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the company uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

Cumulative currency translation differences for all foreign operations are deemed to be zero at the date of transition, viz., 01 April 2016. Gain or loss on a subsequent disposal of any foreign operation excludes translation differences that arose before the date of transition but includes only translation differences arising after the transition date.

e) Fair value measurement

The Company measures financial instruments such as Investment in cumulative compulsorily convertible preference shares (CCCPs), Investment in mutual funds, similar financial instruments at fair value at each balance sheet date



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i) In the principal market for the asset or liability, or
- ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- i) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- ii) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- iii) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring fair value measurement, such as cumulative compulsorily convertible preference shares (CCCPs), Investment in mutual funds, similar financial instruments at fair value. The team comprises of the Chief Financial Officer (CFO) and Finance Controller.

External valuers are involved for valuation of significant assets and liabilities. Involvement of external valuers is decided on the basis of nature of transaction and complexity involved. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the finance team analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the team verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. A change in fair value of assets and liabilities is also compared with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

f) Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment loss, if any

Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit and loss as incurred.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 01 April 2017 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation on all property plant and equipment are provided on a straight-line method based on the estimated useful life of the asset, which is as follows:

Property, plant and equipment	Useful lives as per Schedule II	Useful lives estimated by management
Computer	3 years	3 years
Computer Server	6 years	6 years
Office equipment	5 years	3 -5years
Furniture & Fittings	10 years	5 years
Vehicles	8 years	3.86 years
Plant and Machinery	10 years	5 years

Leasehold are amortised over five years or life based on lease period.

The useful life of vehicles, furniture and fittings, computers, plant and machinery are estimated as 3.86, 5 and 5 years respectively. These lives are lower than those indicated in schedule II to Companies Act 2013.

The management has estimated the useful lives and residual values of all property, plant and equipment and adopted useful lives based on management's technical assessment of their respective economic useful lives. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on the assets purchased during the year is provided on pro-rata basis from the date of purchase of the assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

g) Intangible assets

Intangible assets (mainly includes software and trade marks) acquired separately are measured on initial recognition at cost. The amortisation period and the amortisation method for an Intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

IT Softwares and Trademarks are to be depreciated 5 years as its useful life.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gains or losses arising from derecognition of an intangible asset 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.

Intangible assets acquired in business combination, include non-compete and customer relationship which are amortized over the period of five years on written down value basis

h) Leases

On initial application of Ind AS 116, the Company has taken the cumulative adjustment to retained earning and Lease equalization reserve, consequently the Company discounted using the Company's incremental borrowing



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

rate at 01 April 2019 whereas the Company has elected to measure ROU at its carrying amount as if Ind AS 116 had been applied since the lease commencement date, but discounted using the Company's incremental borrowing rate at 01 April 2019.

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right of use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

"If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (q) Impairment of non-financial assets."

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short term leases

The Company applies the short-term lease recognition exemption to its properties (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

i) Inventories

Inventories are valued at lower of cost and net realisable value. Inventory primarily consist of packing material and consumables.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

j) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Company expects to be entitled in exchange



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customers.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in note 30 of standalone financial statements.

Performance obligation

At contract inception, the Company assess the goods and services promised in contracts with customers and identifies various performance obligations to provide distinct goods and services to the customers. The Company has determined following distinct goods and services that represent its primary performance obligation.

The transaction price of goods sold and services rendered is net of variable consideration on account of various elements like discounts etc. offered by the company as part of the contract

Delivery services includes:

- Revenue from Express Parcel Services
- Revenue from Part Truck Load Services (PTL)
- Revenue from Truck Load Services (TL)
- Revenue from cross – border services

Revenue from these services are recognized over the period as they are satisfied over the contract term, which generally represents the transit period including the incomplete trips at the reporting date. The transit period can vary based upon the method of transport, generally a couple days for over the road, rail, and air transportation, or several weeks in the case of an ocean shipment. Company also provide certain ancillary logistics services, such as handling of goods, customs clearance services etc. The service period for these services is usually for a very short duration, generally few days or weeks. Hence, revenue from these services is recognised over the service period as the Company perform the primary obligation of delivery of goods.

Other allied services includes:

- Revenue from supply chain services

Revenue from these services are recognised over time as the customer simultaneously avails the benefits of these services. Hence, the revenue from such services is recognised on a monthly basis, basis the amount fixed as per the agreements.

The Company collects Goods & Service Tax (GST) GST on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Sale of goods

Revenue from sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customers (if any).

Dividend

Dividend income is recognized when the Company's right to receive dividend is established by the reporting date.

Interest

Interest income is recognized when it is probable that the economic benefits will flow to the Company and amount of income can be measured reliably.

Contract balances

The Policy for Contract balances i.e. contract assets, trade receivables and contract liabilities is as follows:



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

Contract assets

A contract asset is the right to receive consideration in exchange for services already transferred to the customer (which consist of unbilled revenue). By transferring services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is unconditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to deliver services to a customer for which the Company has received consideration or part thereof (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company deliver services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

k) Retirement and other employee benefits

Retirement benefit in the form of provident fund and social security is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund/social security. The Company recognizes contribution payable to the provident fund scheme/ social security scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit and loss in subsequent periods.

Past service costs are recognised in profit and loss on the earlier of:

- i)The date of the plan amendment or curtailment, and
- ii)The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- ii) Net interest expense

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company 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 Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Company also operates a leave encashment plan. The Company treats accumulated leave expected to be carried forward beyond twelve 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 reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

I) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

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 and where the relevant tax paying units intends to settle the asset and liability on a net basis.

Deferred taxes

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit and loss,
- ii) In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit and loss,
- ii) In respect of deductible temporary differences associated with investments in subsidiaries and associates, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

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

m) Share based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit and loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

n) Segment reporting

Segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance. Segment results that are reported to the CODM include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

o) Earning per share

Basic earnings per share are calculated by dividing the net profit and loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity and preference shares outstanding during the period.

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



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Notes to standalone Financial Statements for the year ended 31 March 2021

p) Provisions and Contingent liabilities

i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

ii) Contingent liabilities

Contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company, or is a present obligation that arises from past event but is not recognised because either it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or a reliable estimate of the amount of the obligation cannot be made. Contingent liabilities are disclosed and not recognised.

iii) Decommissioning liability

The Company records a provision for decommissioning costs of leasehold premises. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

q) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurements

For purposes of subsequent measurement, financial assets are classified in two categories:

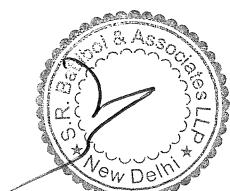
- i) Financial assets carried at amortised cost
- ii) Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit and loss.

Financial assets at FVTPL

FVTPL is a residual category for financial assets. Any financial assets instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Equity instruments

The Company subsequently measures all equity investments in scope of Ind AS 109 at fair value, with net changes in fair value recognised in statement of profit and loss

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- i) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance
- "ii) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115"

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).. This amount is reflected under the head ‘other expenses’ in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost, contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The company’s financial liabilities include Compulsorily Convertible Preference Shares, trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

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

Financial liabilities at amortised cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading or financial liabilities designated upon initial recognition as at fair value through profit or loss.



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit and loss

Financial liabilities designated upon initial recognition at fair value through profit and loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The company has designated CCPS to be measured at fair value through profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

r) Borrowing costs

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

s) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts (if any) as they are considered an integral part of the company's cash management.

t) Convertible preference shares

Convertible preference shares are separated into liability and equity components based on the terms of the contract.

On issuance of the convertible preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortized cost (net of transaction costs) until it is extinguished on conversion or redemption.

The remainder of the proceeds is allocated to the conversion option that is recognized and included in equity since conversion option meets Ind AS 32 criteria for fixed to fixed classification. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not remeasured in subsequent years.

Transaction costs are apportioned between the liability and equity components of the convertible preference shares based on the allocation of proceeds to the liability and equity components when the instruments are initially recognized.

u) EBITDA Policy

Company presents EBITDA in the statement of profit and loss; this is not specifically required by Ind AS 1. The terms EBITDA are not defined in Ind AS. Ind AS complaint Schedule III allows companies to present Line items, sub-line items and sub-totals shall be presented as an addition or substitution on the face of the Financial Statements when such presentation is relevant to an understanding of the company's financial position or performance or to cater to industry/sector-specific disclosure requirements or when required for compliance with the amendments to the Companies Act or under the Indian Accounting Standards.

Measurement of EBITDA

Accordingly, the company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the company does not include depreciation and amortization expense, interest income, finance costs, share of profit/ loss from associate/ joint ventures and tax expense.

2.3 Change in accounting policies and disclosures

New and amended standard

(i) Amendments to Ind AS 116: Covid-19-Related Rent Concessions

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under Ind AS 116, if the change were not a lease modification.



Delhivery Private Limited
Notes to standalone Financial Statements for the year ended 31 March 2021

The amendments are applicable for annual reporting periods beginning on or after the 01 April 2020. In case, a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after the 01 April 2019. The Company has received rental concessions during the year. Refer Note 32 for details.

(ii) Amendments to Ind AS 103 *Business Combinations*

The amendment to Ind AS 103 Business Combinations clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that, together, significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs.

These amendments are applicable to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after the 01 April 2020 and to asset acquisitions that occur on or after the beginning of that period. This amendment had no impact on the standalone financial statements of the Company but may impact future periods should the Company enter into any business combinations.

(iii) Amendments to Ind AS 1 and Ind AS 8: Definition of Material

The amendments provide a new definition of material that states, “information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.” The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the standalone financial statements of, nor is there expected to be any future impact to the Company.

These amendments are applicable prospectively for annual periods beginning on or after the 01 April 2020. The amendments to the definition of material are not expected to have a significant impact on the Company’s standalone financial statements.

(iv) Amendments to Ind AS 107 and Ind AS 109: Interest Rate Benchmark Reform

The amendments to Ind AS 109 *Financial Instruments: Recognition and Measurement* provide a number of reliefs, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainty about the timing and/or amount of benchmark-based cash flows of the hedged item or the hedging instrument. These amendments have no impact on the standalone financial statements of the Company as it does not have any interest rate hedge relationships.

The amendments to Ind AS 107 prescribe the disclosures which entities are required to make for hedging relationships to which the reliefs as per the amendments in Ind AS 109 are applied. These amendments are applicable for annual periods beginning on or after the 01 April 2020. These amendments are not expected to have a significant impact on the Company’s standalone financial statements.



Delivery Private Limited
Notes to standalone financial statements for the year ended March 31, 2021
CIN : U64900DL2011PTC221234
(All amounts in Indian Rupees in lakhs, unless otherwise stated)

3a. Property, plant and equipment		Computers/ Servers	Office Equipment	Furniture and Fixtures	Vehicles #	Plant and Equipment	Leashold Improvements	Total
<u>Gross carrying value</u>		4,675	8,823	8,328	1,835	6,078	7,375	37,713
<u>At 1 April 2019</u>								
At 1 April 2019		4,675	8,823	8,328	1,835	6,078	7,375	37,714
Additions	2,097	5,433	3,533	3,308	3,622	2,781	20,775	
Disposals	699	490	178	-	86	-	1,453	
<u>At March 31, 2020</u>		6,073	13,766	11,683	5,143	9,614	10,156	56,435
At March 31, 2020		6,073	13,766	11,683	5,143	9,614	10,156	56,434
Additions	1,793	4,629	3,146	708	1,551	4,266	16,092	
Disposals	618	307	297	149	-	293	1,664	
<u>At March 31, 2021</u>		7,247	18,088	14,532	5,702	11,165	14,128	70,962
<u>Accumulated depreciation</u>		3,017	4,102	4,469	1,267	3,760	4,396	21,011
<u>At 1 April 2019</u>								
At 1 April 2019		3,017	4,102	4,469	1,267	3,760	4,396	21,011
Change for the year	1,799	3,738	2,769	1,138	1,838	1,915	13,217	
Disposals	663	461	168	-	79	-	1,371	
<u>At March 31, 2020</u>		4,153	7,399	7,070	2,405	5,519	6,311	32,887
At March 31, 2020		4,153	7,399	7,070	2,405	5,519	6,311	32,887
Change for the year	1,742	4,207	3,151	1,832	2,218	2,512	15,663	
Disposals	569	252	245	149	-	221	1,435	
<u>At March 31, 2021</u>		5,327	11,354	9,977	4,088	7,737	8,602	47,085

Net block	
Balance as on March 31, 2021	1,921
Balance as on March 31, 2020	1,920

Vehicles under loan contracts as at 31 March 2021 were 5,613 lakhs (31 March 2020: 4,905 lakhs). Additions during the year is Rs. 708 lakhs (31 March 2020: 3,203 Lakhs). Loans assets are hypothecated as security for the related loan (refer note 6).

Company reassess the life of assets at the end of each reporting year. Company has estimated the useful life of Utro device originally as 5 years which has been changed to 3 years in financial year 2019-20. This is classified under office equipment. Accordingly, company had recognised depreciation expense in profit and loss account amounting to Rs. 168 lakhs and decrease the carrying value of the fixed assets by the same amount. There is no material impact on the basic and diluted earnings per share.

3b. Capital work in progress

Particulars	Amount
At 1 April 2019	88
Additions	2,671
Capitalised	87
<u>At March 31, 2020</u>	<u>2,672</u>
At March 31, 2020	2,672
Additions	5,204
Capitalised	200
<u>At March 31, 2021</u>	<u>7,676</u>
At March 31, 2021	7,676



4. Other intangible assets

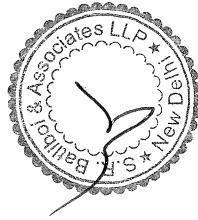
	Software	Customer relationships	Non - compete	Total	Goodwill*
Gross carrying value					
At 1 April 2019	1,219	611	17	1,847	1,638
At 1 April 2019	1,219	611	17	1,847	1,638
Additions	548	-	-	548	-
Disposals	-	-	-	-	-
At March 31, 2020	1,767	611	17	2,395	1,638
At March 31, 2020	1,767	611	17	2,395	1,638
Asset acquired on acquisition of business (refer note 35(a))	210	-	-	210	1
Additions	673	-	-	673	-
Disposals	7	-	-	7	-
At March 31, 2021	2,643	611	17	3,271	1,639
Accumulated amortization					
At 1 April 2019	704	31	1	736	
At 1 April 2019	704	31	1	736	
Charge for the year	362	31	1	736	
Disposals	-	348	10	720	-
At March 31, 2020	1,066	379	11	1,456	
At March 31, 2020	1,066	379	11	1,456	
Charge for the year	481	139	4	624	
Disposals	7	-	-	7	
At March 31, 2021	1,540	519	14	2,073	
Net Block					
Balance as on March 31, 2021	1,102	92	3	1,197	1,639
Balance as on March 31, 2020	701	232	6	939	1,638

* The Company performs test for goodwill impairment at least annually on March 31, or if indicators of impairment arise, such as the effects of obsolescence, demand, competition and other economic factors or on occurrence of an event or change in circumstances that would more likely than not reduce the fair value below its carrying amount. When determining the fair value, we utilize various assumptions, including operating results, business plans and projections of future cash flows. Any adverse changes in key assumptions about our businesses and their prospects or an adverse change in market conditions may cause a change in the estimation of fair value and could result in an impairment charge.

The recoverable amounts of CGU's are based on value-in-use, which are determined based on five year business plans that have been approved by management for internal purposes. The said planning horizon reflects the assumptions for short-to-mid term market developments. Considering this and the consistent use of such robust five-year information for management reporting purposes, the company uses five-year plans for the purpose of impairment testing. Management believes that this planning horizon reflects the assumptions for management reporting purposes, the company uses five-year plans for the purpose of impairment testing.

Assumptions considered while performing goodwill impairment testing are as follows:

EBITDA	The EBITDA margins have been estimated based on past experience after considering the impact of incremental revenue and synergies benefits that the company will get in future due to increase in process efficiencies. Margins will be positively impacted from the efficiencies, growth in top line and cost rationalisation / others initiatives driven by the company.
Discount Rate	Discount rate reflects the current market assessment of the risks specific to a CGU based on the weighted average cost of capital for respective CGU. Pre-tax discount rates used are 18.15% for the year ended March 31, 2021 and 22% for the year ended March 31, 2020.
Growth Rates	The growth rates used are in line with the long-term average growth rates of the respective industry and country in which the entity operates, and are consistent with the internal/external sources of information. The average terminal growth rate used in extrapolating cash flows beyond the planning period is 5% for March 31, 2021 and 5% for
Capital Expenditures	The cash flow forecasts of capital expenditure are based on experience after considering the additional capital expenditure required to meet the business's growth.



Delhivery Private Limited
 Notes to standalone financial statements for the year ended March 31, 2021
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 (All amounts in Indian Rupees in lakhs, unless otherwise stated)

5. Financial assets - Investments	Non-Current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Investments at Cost				
Investments in Unquoted equity instruments (fully paid)				
Investment in subsidiaries				
Skynet Logistics Private Limited				
5,510,000 (March 31, 2020 : 5,510,000) equity shares of Rs 10 each (At cost less provision for diminution in value Rs 551 lakhs (March 31, 2020: 551 lakhs)	-	-	-	-
Delhivery Corp Limited, London , United Kingdom				
20,69,165 (March 31, 2020 : 1,650,165) equity shares of 1 GBP each (At cost less provision for diminution in value Rs 1,881 lakhs (March 31, 2020: Rs 1,475 lakhs)	-	-	-	-
Delhivery HK Pte Limited, Honk Kong				
2,209,446 (March 31, 2020: 1) equity share of 1 HKD each	199	199	-	-
Delhivery USA LLC, USA				
36,31,060 (March 31, 2020: 981,060) equity shares of USD 1 each	2,678	703	-	-
Orion Supply Chain Private Limited				
10,000 (March 31, 2020: 10,000) equity shares of Rs. 10 each	1	1	-	-
Delhivery Freight Services Pvt. Ltd				
10,000 (March 31, 2020: Nil) equity shares of Rs. 10 each	1	-	-	-
Contribution by Parent Entity				
Investment Delhivery Freight Services Pvt. Ltd				
Investment Delhivery USA LLC, USA				
Investment Delhivery Corp Limited, London , United Kingdom				
(At cost less provision for diminution in value Rs 2013 lakhs (March 31, 2020: Nil)*	0	-	-	-
Investments at fair value through Profit & Loss				
Investments in Associates				
Investments in Unquoted equity instruments (fully paid)				
Leucon Technology Private Limited: 5 (March 31, 2020 : 5) equity shares of Rs 19,322 each (includes security premium of Rs 19,317)	-	-	-	-
Investments in Unquoted preference shares (fully paid)				
Leucon Technology Private Limited: 4,653 (March 31, 2020 : 4,653) CCPS of Rs 19,312 each (includes securities premium of Rs 19,312)	-	-	-	-
Other Investments				
Investments in Unquoted equity instruments (fully paid)				
Leapmile Logistics Private Limited: 100 (March 31, 2020 : 100) equity shares of Rs 8,836 each (includes securities premium of Rs 8,835)	-	-	-	-
Moonshots Internet Private Limited: 100 (March 31, 2020: 100) equity shares of Rs 7,494 (includes security premium of Rs 7,493)	-	-	-	-
NAXR Logistics Private Limited: 2000 (March 31, 2020 : 2,000) equity shares of Rs 10 each (includes security premium of Rs 1 lakh)	-	-	-	-
Other Investments				
Investments in Unquoted preference shares (fully paid)				
Leapmile Logistics Private Limited: 3,472 (March 31, 2020:3,472) preference shares of Rs 8,836 (includes security premium of Rs 8,835)	-	-	-	-
Moonshots Internet Private Limited: 31,924 (March 31, 2020:31,924) preference shares of Rs 7,494 (includes security premium of Rs 7,493)	-	-	-	-
NAXR Logistics Private Limited: 105 (March 31, 2020 : 105) preference shares of Rs 10 each (includes security premium of Rs 14,235)	-	-	-	-
NAXR Logistics Private Limited: 3,007 (March 31, 2020 : 3,007) preference shares of Rs 10 each (includes security premium of Rs 0.50 lakh)	-	-	-	-
	3,472	904	-	-



5. Financial assets - Investments (contd.)

	Non-Current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Investments at fair value through Profit & Loss				
(a) Perpetual Bond (Quoted)				
500 (March 31, 2020: 500) 9.45% State Bank Of India Series III Bd Perpetual of Rs. 10,35,473 (March 31, 2020: 10,13,561)	5,177	5,068	-	-
250 (March 31, 2020: 250) units of Export Import Bank of India of Rs. 10,16,796 (March 31, 2020: 9,91,044) each	2,542	2,478	-	-
250 (March 31, 2020: 250) 9.90% Icici Bank Limited Sr Dde18At 9.90 Bd Perpetual (31-Dec-2099) of Rs. 10,07,403 (March 31, 2020: 10,07,403)	2,590	2,519	-	-
500 (March 31, 2020: 500) 8.85% Hdfc Bank Basel iii Perpetual Bonds Series 1/2017-18 (12-May-2060) of Rs. 10,19,388 (March 31, 2020: 9,89,824)	5,097	4,949	-	-
(b) Bonds				
200 (March 31, 2020: Nil) 6.99% Rec Limited SR 193 6.99 BD 31DC21 Fvrs10LAC of Rs. 10,20,864 (March 31, 2020: Nil)	-	-	2,042	-
400 (March 31, 2020: Nil) 7.09% Rec Limited Series 185 BD 13DC22 Fvrs10LAC of Rs. 10,31,576 (March 31, 2020: Nil)	4,126	-	-	-
100 (March 31, 2020: Nil) 7.24% Rec Limited Series 187 BD 31DC22 Fvrs10LAC of Rs. 10,38,212 (March 31, 2020: Nil)	1,038	-	-	-
200 (March 31, 2020: Nil) 7.35% Power Finance Corporation Ltd. Series 191 BD 15OT22 Fvrs10LAC of Rs. 10,35,969 (March 31, 2020: Nil)	2,072	-	-	-
250 (March 31, 2020: Nil) 9.02% Rec Bonds 22/11/2022 of Rs. 10,94,999 (March 31, 2020: Nil)	2,737	-	-	-
(c) Non Convertible Debentures (Quoted)				
750 (March 31, 2020: 750) 8.6308% Kotak Mahindra Investments Limited Sr008 Ncd 29Jl21 Fvrs 10,00,000 (29-Jul-2021) of Rs. 10,73,533 each (March 31, 2020 : 10,16,138)	-	7,621	8,051	-
Nil (March 31, 2020: 50) 11.50% Housing Development Finance Corporation Ltd Sr-R-010 Rr Ncd 22Ju20 Fvrs1Cr (22-Jun-2020) of Nil (March 31, 2020 : 1,04,89,740)	-	-	-	5,245
Nil (March 31, 2020: 250) 7.55% Hdb Financial Services Limited Sra/1/108 Ncd 19Ju20 (19-Jun-2020) of Nil (March 31, 2020: 10,02,736)	-	-	-	2,507
Nil (March 31, 2020: 50) Housing Development Finance Corporation Ltd Sr-R-016 Rr Ncd 16Sp20 Fvrs1Cr (16-Sep-2020) of Nil (March 31, 2020: 1,01,98,860)	-	-	-	5,099
Nil (March 31, 2020: 1000) 9.02% Lic Housing Finance Limited Tr371 Ned03Dc20 of Nil (March 31, 2020: 10,13,524) Fvrs10Lac Loaupto27Dc18 (03-Dec-2020)	-	-	-	10,135
Nil (March 31, 2020: 50) 7.70% Tata Capital Financial Services Limited 10-07-2020 of Nil (March 31, 2020 : 10,00,071)	-	-	-	5,000
500 (March 31, 2020: 500) 8.30% Tata Capital Financial Services Limited Sr Ncd 04Ju21 of Rs. 10,07,423 (March 31, 2020: 9,97,747)	-	4,989	5,037	-
500,000 (March 31, 2020: 500,000) 8.80% Tata Capital Financial Services Limited Sr I Cat Iii&Iv 8.8 Ncd of Rs. 1,020 (March 31, 2020: 1,009)	-	5,018	5,102	-
Nil (March 31, 2020: 250) Lic Housing Finance Limited Tranche 263 Opt 2 8.67 Loa 26Ag20 Fvrs10Lac of Nil (March 31, 2020: 10,06,877)	-	-	-	2,517
500 (March 31, 2020: 500) 9.45% State Bank Of India NCD FV10Lac 22 Mar 2030 (22-Mar-2030) of Rs. 10,35,473 (March 31, 2020: 10,13,561)	5,177	5,068	-	-
Nil (March 31, 2020: 880) units of KOTAK MAHINDRA INVESTMENTS LIMITED SR025 NCD 23JL20FVRS10LAC of Nil (March 31, 2020: 11,34,366)	-	-	-	9,951
250 (March 31, 2020:Nil) SIKKA PORTS & TERMINALS LIMITED 8.45 NCD 12JU23 FVRS10LAC LOA UPTO 10SP13 (12-Jun-2023) of Rs. 10,61,286 (March 31, 2020: Nil)	2,653	-	-	-
400 (March 31, 2020: Nil) R.I.L PPD-13 8 NCD 16AP23 FVRS10LAC LOAUPTO19AG18 of Rs. 11,36,338 (March 31, 2020: Nil)	4,545	-	-	-
400 (March 31, 2020: Nil) NABARD SR 20K 6.40 LOA 31JL23 FVRS10LAC of Rs. 10,71,882 (March 31, 2020: Nil)	4,288	-	-	-
(d) Commercial Paper (Quoted)				
Nil (March 31, 2020: 1000) Kotak Mahindra Prime Ltd Cp 07-May-2020 of Nil (March 31, 2020: 4,60,617)	-	-	-	4,606
Nil (March 31, 2020: 1000) HDB Financial Services Limited Cp 06-May-2020 of Nil (March 31, 2020:4,60,716)	-	-	-	4,607
(e) Mutual fund (Quoted)				
Nil (March 31, 2020: 5,50,778) units of Aditya Birla Sun Life Overnight fund - Direct Plan -Growth of Nil (March 31, 2020: Rs.1,026,25)	-	-	-	5,950
Nil (March 31, 2020: 27,42,340) Aditya Birla Sun Life Liquid Fund - Dir - Growth of Nil (March 31, 2020: 319.55)	-	-	-	8,763
Nil (March 31, 2020: 71,813) units of HDFC Liquid Fund - Dir - Growth of Nil (March 31, 2020 : 3,906.61)	-	-	-	2,805
1,98,748 (March 31, 2020: 1,98,748) Axis Banking & PSU Debt Direct-Growth of Rs. 2097.79 (March 31, 2020: 1,940.99)	-	-	4,169	3,858
21,55,568 (March 31, 2020 : 9,77,007) units of Bharat Bond ETF 2023-Growth of Rs.1,116.98 (March 31 2020 : 1,023.53)	-	-	24,077	10,000
391,44,646 (March 31, 2020: Nil) Bharat Bond FOF Apr-2025-Growth of Rs. 10.23 (March 31, 2020 : Nil)	-	-	4,006	-
67,386,616 (March 31, 2020: Nil) IDFC Corporate Bond Direct-Growth of Rs. 15.26 (March 31, 2020: Nil)	-	-	10,288	-
6,89,928 (March 31, 2020: Nil) Direct Plan-Kotak Floating of Rs 1,157.0536 (March 31, 2020 : Nil)	-	-	7,983	-
	42,043	37,708	70,756	81,044
	45,516	38,613	70,756	81,044

* Value Less than Rs 1 Lakh

Other disclosures

Aggregate book value of quoted investments
 Aggregate market value of quoted investments
 Aggregate amount of unquoted investments

1,07,968
 1,12,800
 3,472

1,17,170
 1,18,753
 904



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

6. Inventories

	March 31, 2021	March 31, 2020
Inventories		
-Packing material and consumables	2,588	1,783
Total	2,588	1,783

Inventory written off during the year is Nil (March 31, 2020 : Rs 756 lakhs)

7. Trade Receivables

	March 31, 2021	March 31, 2020
Trade receivables	57,287	60,188
Total trade receivables	57,287	60,188

Break-up of trade receivables

	March 31, 2021	March 31, 2020
Trade receivables		
Unsecured, considered good	57,287	60,188
Trade Receivables-credit impaired	20,144	8,662
	77,431	68,850
Impairment Allowance (allowance for bad and doubtful debts)		
Trade Receivables-credit impaired	(20,144)	(8,662)
	(20,144)	(8,662)
Total Trade receivables	57,287	60,188

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

For terms and conditions relating to related party receivables, refer Note 34

Trade receivables includes:

Dues from companies in which the company's non-executive directors is a director

-Oravel Stays Pvt. Ltd.	-	31
-Snapdeal Private Limited	-	468
-Bata India Limited	73	125
-Glaxosmithkline pharmaceuticals limited*	0	-
-Apollo tyres limited.	402	300
-Siemens limited	23	20
-Voltas limited	7,360	2,390
-C&S electric limited	26	36
-Tata motors limited	672	-

*Value less than Rs. 1 lakh

	March 31, 2021	March 31, 2020
Particulars		
Opening balance	8,662	5,470
Add: Provision created during the year	13,763	5,415
Less: write offs, net of recoveries	(2,281)	(2,223)
Closing balance	20,144	8,662



Delivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

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(All amounts in Indian Rupees in lakhs, unless otherwise stated)

8. Loans

	Current	
	March 31, 2021	March 31, 2020
Unsecured, considered good		
Advance to employees	2,642	268
	<u>2,642</u>	<u>268</u>
Loans and advances to related parties (refer note 34)		
- Unsecured, Considered good	7,710	400
- Doubtful	938	938
	<u>8,648</u>	<u>1,338</u>
Impairment Allowance (allowance for bad and doubtful balances)		
Other financial assets - credit impaired	(938)	(938)
	<u>7,710</u>	<u>400</u>
	<u>10,352</u>	<u>668</u>

Refer note 34 for related party balances

9. Other Financial Assets

	Non-current	Current	
	March 31, 2021	March 31, 2020	March 31, 2021
Security deposits			
- Unsecured, Considered good	6,739	4,265	3,694
- Doubtful	-	-	183
	<u>6,739</u>	<u>4,265</u>	<u>3,877</u>
Impairment Allowance (allowance for bad and doubtful balances)			
Other financial assets - credit impaired	-	-	(183)
	<u>6,739</u>	<u>4,265</u>	<u>3,694</u>
Margin Money Deposits*			
Deposits with original maturity for more than 12 months	2,034	34,581	32,326
	<u>2,034</u>	<u>48,096</u>	<u>57,173</u>
Other receivables			
- Unsecured, Considered good	-	-	220
- Doubtful	-	-	314
	<u>-</u>	<u>-</u>	<u>534</u>
Impairment Allowance (allowance for bad and doubtful balances)			
Other financial assets - credit impaired	-	-	(314)
	<u>-</u>	<u>-</u>	<u>220</u>
Accrued Income			
Unbilled Receivable (Refer Note 21)**	-	-	34,803
Interest accrued on deposits	-	-	6,729
Interest accrued on investments	-	-	2,400
	<u>-</u>	<u>-</u>	<u>43,932</u>
			32,544
Amount recoverable from third party agent- Cash collected on our behalf			1,229
Money Held in Trust	-	-	14,305
Less: Liabilities against money held in trust	-	-	(14,305)
	<u>-</u>	<u>-</u>	<u>1,229</u>
			1,047
Interest accrued on inter company deposits (refer note 34)			
- Unsecured, Considered good	-	-	387
- Doubtful	-	-	319
	<u>-</u>	<u>-</u>	<u>705</u>
Impairment Allowance (allowance for bad and doubtful balances)			
Other financial assets - credit impaired	-	-	(319)
	<u>-</u>	<u>-</u>	<u>387</u>
	<u>8,773</u>	<u>52,361</u>	<u>1,06,633</u>
			<u>64,316</u>

* Margin money deposits include deposits given to the following #

	March 31, 2021	March 31, 2020
Banks	21,875	16,375
Vendors	1,000	100
Customers	2,000	670
	<u>24,875</u>	<u>17,145</u>

For the year ended March 31, 2021 includes amount of Rs. 28 Lakhs of Margin money deposit with original maturity of more than 3 months (refer note 13)

** Consists of contract assets, that primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date. The contract assets are transferred to the receivables when the rights become unconditional.

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Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

10. Non-current tax assets (net)

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Advance Income tax	12,203	10,474	-	-
	12,203	10,474	-	-

11. Other assets

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Unsecured Considered good unless otherwise stated				
Capital advances	341	68	-	-
- Unsecured, Considered good	3	3	-	-
- Doubtful	343	71	-	-
Impairment Allowance (allowance for bad and doubtful balances)				
Other financial assets - credit impaired	(3)	(3)	-	-
	341	68	-	-
Prepaid expenses	134	54	1,353	1,210
	134	54	1,353	1,210
Balance with statutory/government authorities	-	-	5,700	5,170
	-	-	5,700	5,170
Advance to suppliers	-	-	2,476	2,344
- Unsecured, Considered good	-	-	145	43
- Doubtful	-	-	2,621	2,387
Impairment Allowance (allowance for bad and doubtful balances)				
Other financial assets - credit impaired	-	-	(145)	(43)
	-	-	2,476	2,344
	475	122	9,530	8,724

12. Cash and Cash equivalent

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<i>Balances with banks:</i>				
- On current accounts	-	-	20,285	10,610
- In deposit accounts (with original maturity of less than 3 months)	-	-	5,000	-
	-	-	25,285	10,610

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<i>Balances with banks:</i>				
- On current accounts	-	-	20,285	10,610
- In deposit accounts (with original maturity of less than 3 months)	-	-	5,000	-
Bank Overdraft repayable on demand (secured) (refer note 16)	-	-	-	(4,054)
	-	-	25,285	6,557

13. Other bank balances

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<i>Balances with banks:</i>				
- Deposits with original maturity of more than three months but less than 12 months	-	-	129	28,866
- Deposits with original maturity of more than 12 months	2,034	34,581	32,326	20,054
- Margin money deposits (Deposits with original maturity of more than three months but less than 12 months	-	13,516	28	-
- Margin money deposits (Deposits with original maturity of more than 12 months)	-	-	24,847	3,629
	2,034	48,096	57,330	52,549
Amount disclosed as "Other financial asset" (refer note 9)	2,034	48,096	57,173	23,683
	-	-	158	28,866

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Delhivery Private Limited
 Notes to standalone financial statements for the year ended March 31, 2021
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 (All amounts in Indian Rupees in lakhs, unless otherwise stated)

	March 31, 2021	March 31, 2020
Authorised Share Capital		
Equity Shares		
22,00,228 (March 31, 2020: 20,00,228) Equity Shares of Rs.10 each	220	200
Instruments Entirely Equity in Nature		
3,00,000 (March 31, 2020: 3,00,000) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.10/- each (Series A)	30	30
43,10,337 (March 31, 2020: 42,35,337) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each (Series B, C, D, D1, E F and G)	4,310	4,235
	<u>4,560</u>	<u>4,465</u>
Issued, subscribed and fully paid-up shares		
Equity Shares		
1,629,229 (March 31, 2020: 974,952) Equity Shares of Rs.10 each	163	97
38,701 (March 31, 2020: Nil) Equity Shares of Rs.10 each (Re.1 paid up)* (refer note 14 f)	0	-
	<u>163</u>	<u>97</u>

*Value less than Rs. 1 lakh

Instruments Entirely Equity in Nature				
Nil (March 31, 2020: 291,667) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.10/- each Series A				29
217562 (March 31, 2020: 448,719) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series B				218
365,310 (March 31, 2020: 478,434) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series C				365
653,551 (March 31, 2020: 653,551) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series D				654
44,479 (March 31, 2020: 48,531) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series D1				44
801,139 (March 31, 2020: 801,139) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series E				801
1,457,694 (March 31, 2020: 1,457,694) 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each - Series F				1,458
				<u>3,540</u>
				<u>3,917</u>

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year:

	March 31, 2021	March 31, 2020		
	Number	Rs. lakhs	Number	Rs. lakhs
Equity shares				
At the beginning of the year	9,74,952	97	9,58,395	96
Issued during the year (stock options exercised)	14,277	1	16,557	2
Converted during the year	6,40,000	64	-	-
Issued during the year (partly paid)*	38,701	0	-	-
Outstanding at the end of the year	<u>16,67,930</u>	<u>163</u>	<u>9,74,952</u>	<u>97</u>

*Value less than Rs. 1 lakh

Instruments Entirely Equity in Nature - 0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs)

Series A				
At the beginning of the year	2,91,667	29	2,91,667	29
Issued during the year	-	-	-	-
Converted into equity Share during the year	2,91,667	29	-	-
Outstanding at the end of the year	<u>-</u>	<u>-</u>	<u>2,91,667</u>	<u>29</u>
Series B				
At the beginning of the year	4,48,719	449	4,48,719	449
Issued during the year	-	-	-	-
Converted into equity Share during the year	2,31,157	231	-	-
Outstanding at the end of the year	<u>2,17,562</u>	<u>218</u>	<u>4,48,719</u>	<u>449</u>
Series C				
At the beginning of the year	4,78,434	478	4,78,434	478
Issued during the year	-	-	-	-
Converted into equity Share during the year	1,13,124	113	-	-
Outstanding at the end of the year	<u>3,65,310</u>	<u>365</u>	<u>4,78,434</u>	<u>478</u>
Series D				
At the beginning of the year	6,53,551	654	6,53,551	654
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>6,53,551</u>	<u>654</u>	<u>6,53,551</u>	<u>654</u>
Series E				
At the beginning of the year	48,531	49	48,531	49
Issued during the year	-	-	-	-
Converted into equity Share during the year	4,052	4	-	-
Outstanding at the end of the year	<u>44,479</u>	<u>44</u>	<u>48,531</u>	<u>49</u>
Series F				
At the beginning of the year	8,01,139	801	8,01,139	801
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>8,01,139</u>	<u>801</u>	<u>8,01,139</u>	<u>801</u>
Series G				
At the beginning of the year	14,57,694	1,458	14,57,694	1,458
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>14,57,694</u>	<u>1,458</u>	<u>14,57,694</u>	<u>1,458</u>
	<u>35,39,735</u>	<u>3,540</u>	<u>41,79,735</u>	<u>3,917</u>

b) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Group, the holders of equity shares will be entitled to receive remaining assets of the Group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The company declares and pays dividends in Indian rupees. The dividend proposed by The Board of Directors is subject to the approval of the shareholders in Annual General Meeting.



(c) Terms/rights attached to Instruments entirely equity in nature

The Company had issued 132,779 and 158,888 Series A Cumulative Compulsorily Convertible Preference Shares ('CCCPs') of Rs. 10 each fully paid-up at a premium of 215.94 per share on 30th April 2012 and 1st November 2012 respectively, Series B - 448,719 CCCPs of Rs. 100 each fully paid-up at a premium of Rs. 680 per share on 26th September 2013, Series C - 478,434 CCCPs of Rs. 100 each fully paid-up at a premium of Rs. 2,164.20 per share on 9th September 2014, Series D - 653,551 CCCPs of Rs. 100 each fully paid-up at a premium of Rs. 7,650 per share on 8th May 2015, Series D1 - 48,531 CCCPs of Rs. 100 each fully paid-up at a premium of Rs. 9,959 per share on 17th October 2016, Series E - 6,40,911, 160,228 CCCPs of Rs. 100 each fully paid-up at a premium of Rs. 10,747 per share on 22nd March 17 and 17th May 2017 respectively and Series F 1,457,694 shares of Rs. 100 each fully paid at a premium of Rs. 19,726 per share on March 7, 2019 and March 29, 2019 respectively.

These CCCPs will be converted into equity shares of the Company in the ratio of 1:1 at the earlier of: (i) 19 years and 11 months from the date of issue of the respective CCCPs; or (ii) if at any time after their issuance, the Company proposes to file a DRHP for a firmly underwritten issue of shares to the public, if the Shareholders of the Company have consented to the Qualified IPO under the provisions of the agreement between the company and the holders of CCCPs.

Voting Rights

The Investor shall have right to vote pro-rata to their shareholding on "as if converted basis"

Liquidation

The holders of each series of Investor Securities (other than the Sale Shares) shall be entitled to be paid and otherwise receive distributions out of the Liquidation Proceeds, on a pari passu basis and prior to any payment or other distribution to any holders of Equity Shares

Rank

These CCCPs will be senior to the Equity Shares of the Company.

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

Name of the shareholder	March 31, 2021		March 31, 2020	
	No.	% holding in the class	No.	% holding in the class
Equity shares of Rs.10/- each fully paid				
Suraj Saharan	1,14,000	6.83%	1,19,500	12.26%
Mohit Tandon	1,16,642	6.99%	1,22,142	12.53%
Kapil Bharati	54,092	3.24%	50,752	5.21%
Salil Banu	1,20,625	7.23%	1,27,285	13.06%
Multiples Private Equity Fund I Limited	38,211	2.29%	1,45,159	14.89%
Internet Fund III Pre Ltd	1,80,448	10.82%	1,80,448	18.51%
Canada Pension Plan Investment Board (CPPIB)	2,64,457	15.86%	93,304	9.57%
Alpine Opportunity Fund II LP	90,623	5.43%	62,904	6.45%
Times Internet Limited	3,71,569	22.28%	100	0.01%
0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.10/- each (Series A)				
Times Internet Limited			2,91,667	100.00%
0.001% Cumulative Compulsorily Convertible Preference Shares (CCCPs) of Rs.100/- each (Series B, C, D, D1, E, and F)				
Times Internet Limited	55,020	1.55%	1,97,017	5.07%
Nexus Ventures III, Ltd.	5,73,968	16.21%	5,73,968	14.76%
SVF Doorbell (Cayman) Ltd.	14,02,180	39.61%	14,15,933	36.42%
Internet Fund III PTE Ltd.	1,98,489	5.61%	1,98,489	5.11%
CA Swift Investments	6,53,915	18.47%	6,53,915	16.82%
Deli. Cmf. Pte.Ltd.	2,23,760	6.32%	2,23,760	5.76%
Canada Pension Plan Investment Board (CPPIB)	1,74,358	4.93%	3,45,511	8.89%

As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(e) Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option (ESOP) plan of the company, please refer note 36.

(f) The Company had issued 38,701 equity shares of face value of 10/- each to certain individuals at an issue price of Rs. 18,965 per Equity Share (including premium of Rs. 18,955 per Equity Share). In accordance with the terms of issue, Rs. 2,000 was received from the concerned allottees on application and shares were allotted. The Board shall make calls upon the holders of the equity shares in respect of monies unpaid, whether on account of the nominal value of the shares or premium, as and when it deems fit.

15. (a) Other equity

	March 31, 2021	March 31, 2020
Securities Premium		
Balance as per the last financial statements	7,40,698	7,39,477
Add: ESOPs exercised [transferred Rs. 1,099 Lakh (March 31, 2020: 1,094 Lakh) from Share Based Payment Reserve]	1,289	1,239
Add: Securities premium on equity shares issued during the year	774	-
Add: Premium on conversion of preference share to equity share	313	-
Less: Share issue expense	(4)	(18)
	7,43,070	7,40,698
Share Based Payment Reserve		
Balance as per the last financial statements	13,450	9,663
Add: Share based payment expense	7,231	4,881
Less: transferred to securities premium on exercise of stock options	(1,099)	(1,094)
	19,582	13,450
Business Transfer Adjustment Reserve		
Gain on Demerger of division under common control transaction	912	-
	912	-
Retained earnings		
Balance as per last financial statements	(4,42,019)	(4,111,084)
Add: Loss during the year	(35,631)	(28,413)
Add: Re-measurement losses on defined benefit plans	101	(76)
Add: Effect of adoption of Ind AS 116 Leases (Note 31)	-	(2,446)
Net surplus in the statement of profit and loss	(4,77,549)	(4,42,019)
Items of Other Comprehensive Income		
Balance at the beginning of the year	24	29
Exchange differences on translating the financial statements of a foreign operation	(1)	(5)
	23	24
Total reserves and surplus	2,86,038	3,12,153

15. (b) Nature and purpose of Reserves

Retained earnings

Retained earnings are the loss that the Company has incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings includes re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Exchange differences on translating the financial statements of a foreign operation

Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed-off.

Share Based Payment Reserve

The share options based payment reserve is used to recognise the grant date fair value of options issued to employees under Employee stock option plan.



Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021
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16. Borrowings

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Term Loan				
Vehicle Loan from Bank (Secured)*	1,021	2,020	1,639	1,619
Secured bank loan**	10,292	7,961	6,912	5,029
	11,313	9,981	8,551	6,647
The above amount includes				
- Secured Borrowings	11,313	9,981	8,551	6,647
Amount disclosed under the head "Other Financial Liabilities" (note 17)	-	-	(8,551)	(6,647)
	11,313	9,981	-	-
Others				
Bill discounting facility from the Bank (secured) ***	-	-	8,423	5,000
Bank Overdraft repayable on demand (secured) #	-	-	-	4,054
	-	-	8,423	9,054
Compulsorily Convertible Preference Shares##	1,848	-	-	-
	1,848	-	-	-
	13,161	9,981	8,423	9,054

*Vehicle Loans carries interest @8.7% to 9.15% (March 31, 2020 : 8.7% to 9.15%) per annum and are repayable in 35 equated monthly instalments of Rs 0.20 lakhs (March 31, 2020: 0.20 lakhs) to 2.69 lakhs (March 31, 2020 : 0.77) lakhs along with interest. The loan is secured by hypothecation of respective vehicles.

**Loan has been availed from HDFC Bank carrying interest rate @ One year MCLR+0.50% p.a ranging from 8.90% to 9.15% and are repayable in 35 (remaining installment 5 (March 31, 2020: 17) and 30 equated monthly instalments of Rs. 112.26 lakhs and 113.91 lakhs alongwith interest respectively. The loan is secured by a first charge over certain of the company's movable property (not being pledge) and fixed deposits/Cash deposits.

Further Loan has been availed from Axis Bank carrying interest rate @ One year MCLR+0.30% p.a. and One year MCLR+0.15% p.a. ranging 7.7% to 8.45% and are repayable in 48 (remaining installment 35 (March, 31, 2020: 47))equated monthly instalments of Rs. 208.33 lacs and Rs. 312.50 plus interest thereon respectively.The loan is secured by a first charge over certain of the company's movable property (not being pledge) and fixed deposits/Cash deposits.

*** Bill discounting facility has been availed from HDFC bank carrying floating rate of interest of 3 months MCLR plus 0.55% ranging from 7.35% to 8.10% (March 31, 2020 : 3 months MCLR plus 0.55% ranging from 8.30% to 8.85%). The facility is on the bills underlying raised with the respective principals.

Further Bill discounting facility has been availed from Axis bank carrying floating rate of interest of 3 months MCLR plus 0.40% ranging from 7.70% to 7.85%. The facility is on the bills underlying raised with the respective principals. The bill discounting is secured by lien on fixed deposit/cash deposit.

Bank Overdraft (repayable on demand) is from HDFC Bank Limited. This is secured against margin money deposits. The bank overdraft is repayable on demand and carries floating rate of interest on Fixed Deposit plus 0.5%. The rate of interest on FD is 7.5% (March 31, 2020 : 7.5%).

Further, Bank Overdraft (repayable on demand) is from Axis Bank Limited. This is secured against margin money deposits. The bank overdraft is repayable on demand and carries floating rate of interest on Fixed Deposit plus 0.45%. The rate of interest on FD is 7.65% till September 2020 and 4% from thereafter.

##46,441(March 31, 2020: Nil) 0.001% Series G Compulsorily Convertible Preference Shares (CCPS), having a face value of Rs. 100/- (Rupees One Hundred Only) each have been issued during the year at an issue price of Rs. 22,615; called and paid up Rs. 10/- The rights exercised by the holder shall be in accordance with applicable laws i.e. exercisable to the extent of amount paid up. The Board shall make calls upon the holders of the Series G CCPS in respect of monies unpaid on the Series G CCPS (whether on account of the nominal value of the shares or premium), as and when it deems fit. After the Series G CCPS are fully paid-up, it will convert into equity shares of the Company, based on the conversion ratio based on share price multiple of Series F price, upon occurrence of a liquidation event or listing of securities of the Company on a recognized stock exchange.

Each Series G CCPS holder shall have the right to vote on all matters considered at a general meeting of the shareholders of the Company

(i) which directly affect the rights attached to the Series G CCPS;

(ii) in connection with the winding up of the Company;

(iii) in connection with the repayment or reduction of the equity or preference share capital of the Company

Unused line of credit

The below table provides the details of un-drawn credit facilities that are available to the Company:

	March 31, 2021	March 31, 2020
Secured Loan	34,500	5,954
Bill discounting	4,077	5,000
	38,577	10,954

17. Other Financial Liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Other Financial Liabilities Measured at Amortised Cost				
Interest accrued and not due on borrowings	-	-	16	83
Current maturities of long term borrowings (refer note 16)	-	-	8,551	6,647
Capital Creditors	-	-	3,757	3,152
Amount payable, collected on behalf of the customers	-	-	-	-
-Amount payable, collected on behalf of the customers		16,315	6,120	
Less: Liabilities against money held in trust		(14,305)	2,010	(3,965)
Employee Welfare Fund	-	-	139	283
Employee benefit payable	-	-	5,577	4,472
Security Deposit	-	-	1,317	843
	-	-	21,366	17,635

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Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021
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18. Provisions

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Provision for employee benefits				
- Provision for Gratuity (refer note 30)	2,087	1,641	106	77
- Provision for compensated absences	-	-	1,071	959
	2,087	1,641	1,177	1,036
Other Provisions				
Provision for asset retirement obligation	49	20	-	-
	49	20	-	-
Total Provisions	2,136	1,661	1,177	1,036

Movement in above balances

	Asset retirement obligation
As at April 01 2019	30
Arising during the year	-
Utilised	(10)
As at March 31, 2020	20
Arising during the year	29
Utilised /Transferred *	(0)
As at March 31, 2021	49

* Value Less than 1 Lakh

19. Other current liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Others				
Advance from Customers	-	-	1,412	318
Statutory dues				
Withholding tax payable	-	-	1,248	1,303
Provident Fund payable	-	-	469	380
Employee's State Insurance Payable	-	-	41	36
Professional tax payable	-	-	56	33
Labour Welfare Fund payable	-	-	1	1
	-	-	3,227	2,071

20. Trade Payables

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Trade payable				
Total outstanding dues of micro and small enterprises(refer note 39 for details of dues to micro and small enterprises)	-	-	205	80
Total outstanding dues of creditors other than micro and small enterprises	-	-	41,134	26,940
	-	-	41,339	27,020

Trade payables are non-interest bearing and are normally settled on 0-60 days terms.
For explanations on the Company's credit risk management processes, refer to note 36.

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Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

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(All amounts in Indian Rupees in lakhs, unless otherwise stated)

21. Revenue from Contracts with Customers

	March 31, 2021	March 31, 2020
Sale of services		
Revenue from Services*	3,48,869	2,77,170
Sale of goods		
Revenue from sale of traded goods	1,109	575
	3,49,978	2,77,745
*includes		
Revenue from Express Parcel services	2,55,052	1,92,886
Revenue from Part Truck Load services	38,416	23,065
Revenue from Truck Load services	6,955	36,505
Revenue from Supply Chain services#	39,006	21,492
Revenue from Cross Border services	9,423	3,219
Others	17	3
	3,48,869	2,77,170

#Revenue from Supply Chain services includes Revenue from End-to-End services and Revenue from Warehousing services

Timing of rendering of services

	March 31, 2021	March 31, 2020
Services rendered over time	3,48,869	2,77,170
Total Revenue from Contract with customers	3,48,869	2,77,170

Revenue from sale of traded goods

	March 31, 2021	March 31, 2020
Goods transferred at a point in time	1,109	575
Total Revenue from Contract with customers	1,109	575

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

	March 31, 2021	March 31, 2020
Revenue as per contracted price	3,63,062	2,82,965
Less:Credit note	(13,084)	(5,219)
Revenue from contract with customers	3,49,978	2,77,745

Contract Balances

The following table provides information about receivables, contracts assets, and contract liabilities from contracts with customers.

	March 31, 2021	March 31, 2020
Trade Receivables (Unconditional right to consideration)	57,287	60,188
Contract assets (Refer note 1 below)	34,803	27,369
Contract liabilities (Refer note 2 below)	1,412	318

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Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

Notes:

1. The contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date. The contract assets are transferred to the receivables when the rights become unconditional.

Contract assets

	March 31, 2021	March 31, 2020
Opening balance	27,369	14,131
Add: Contract assets created during the year	34,803	27,369
Less: Contract assets billed during the year	(27,369)	(14,131)
Closing balance	34,803	27,369

2. Contract liability relates to payments received in advance of performance against which amount has been received from customer but services are yet to be rendered on the reporting date. Contract liabilities are recognized once the services are provided, being performance obligation of the Company.

Contract liabilities

	March 31, 2021	March 31, 2020
Opening Balance	318	491
Add: Revenue deferred	2,052	473
Less: Revenue Recognised	289	159
Less : Write-back	668	488
Closing Balance	1,412	318

22. Other Income

	March 31, 2021	March 31, 2020
22.1 Finance income		
Interest Income on		
- Bank deposits at amortised cost	5,363	6,883
- Non-current investments	5,935	3,064
- Current investments	-	4,214
- Inter-corporate loans at amortised cost	410	133
- Income Tax refund	199	-
- Unwinding of discount on security deposits paid at amortised cost	1,056	398
Total finance income (A)	12,963	14,692
22.2 Other income		
Net gain on mutual funds:		
-Fair value gain on Investment at fair value through profit or loss	3,250	1,335
-Net gain on sale of current investments	1,008	3,948
Profit on disposals of property plant and equipment	30	-
Gain on modification / termination of lease contracts	998	-
Rent waiver on lease liabilities	338	-
Credit Balance written back	668	488
Miscellaneous Income	685	435
Total other non - operating income (B)	6,976	6,206
Grand Total (A+B)	19,939	20,898

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Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

23. Freight, Handling and Servicing Costs

	March 31, 2021	March 31, 2020
Line haul expenses	1,17,981	1,09,144
Contractual manpower expenses	47,083	40,278
Vehicle rental expenses	67,986	42,253
Rent	10,347	10,484
Security expenses	5,848	4,410
Power, fuel & water charges	7,246	8,030
Packing material	1,228	1,170
Stores and spares	1,416	803
Lost Shipment expense (net)	3,632	1,683
	2,62,767	2,18,256

24. Employee Benefits Expense

	March 31, 2021	March 31, 2020
Salaries, wages and bonus	45,016	38,262
Contribution to provident and other funds*	2,730	2,638
Share Based Payment Expense (refer note 36)	4,625	4,881
Gratuity expense (refer note 30)	796	659
Staff welfare expenses	2,364	2,205
	55,531	48,645

* Defined contribution plan

25. Other Expenses

	March 31, 2021	March 31, 2020
Allowances for recoverable from third party agent	479	721
Rates and Taxes	721	794
Business development expenses	159	186
Repairs & Maintenance		
- Building	1,083	1,027
- Computers	85	96
- Others	2,191	1,413
Allowances for doubtful debts	8,360	4,472
Bad debts written off	44	178
Payment Gateway Charges	266	232
Cash Management Service Charges	2,403	1,458
Housekeeping Expenses	2,642	2,064
Allowances for doubtful advances	475	95
Travelling and conveyance	2,889	2,606
Loss on disposal of property, plant and equipment (net)	-	81
Inventory written off	-	756
Communication cost	1,505	1,782
Software and technology expenses	7,824	6,135
Legal and professional fees	1,017	977
Audit Fees*	148	98
Director's Remuneration (refer note 33)	271	264
Printing and stationery	563	622
Insurance expense	401	223
Recruiting expenses	221	137
Foreign Exchange loss (net)	89	27
Miscellaneous expenses	752	764
	34,590	27,208

*Audit fees

As Auditor;

Audit fee

In Other Capacity

Reimbursement of expense

	March 31, 2021	March 31, 2020
	146	95
	2	2
	148	98



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

26. Depreciation and amortization expense

	March 31, 2021	March 31, 2020
Depreciation of property, plant and equipment (Refer note 3a)	15,663	13,217
Depreciation of Right-of-use assets (refer note 32)	19,024	11,501
Amortization of intangible assets (Refer note 4)	625	720
	35,312	25,438

27. Finance Cost

	March 31, 2021	March 31, 2020
Interest at amortised cost		
- to banks	1,501	820
- bill discounting	479	286
-Interest on lease liabilities (refer note 32)	6,830	3,780
- to others	5	2
Others		
-Bank Charges	40	32
	8,855	4,919

28. Exceptional Items**Diminution in carrying value of investments**

	March 31, 2021	March 31, 2020
- Skynet Logistics Private Limited	-	551
-Delhivery Corp UK Limited	2,419	205
	2,419	756

Allowances for loan and other balances to related party

	March 31, 2021	March 31, 2020
-Loan to related party	-	938
-Other Balances to related party	-	319
	-	1,257

	March 31, 2021	March 31, 2020
Allowances for doubtful debts*	4,133	-
	4,133	-

* During the year ended 31 March 2021, the management has recorded allowance for doubtful debt of Rs. 4,133 lakhs, in view of its anticipated non-recoverability in near future primarily due to imposition of ban by Government of India on certain business units. In view of this unprecedented event, the management has considered it to be outside of the ordinary course of business and accordingly disclosed it as "Exceptional" in the consolidated financial statements.

29. Earnings per share (EPS)

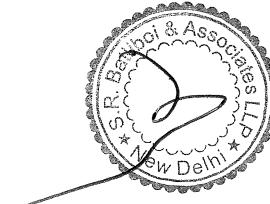
Basic/Diluted EPS amounts are calculated by dividing the loss for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

The following reflects the income and share data used in the basic and diluted EPS computations:

	March 31, 2021	March 31, 2020
Loss attributable to equity holders of the company	(35,631)	(28,413)
Weighted average number of equity and preference shares at the year end in calculating basic EPS	52	52
Weighted average number of equity and preference shares at the year end in calculating diluted EPS	52	52
Basic loss per share	(690)	(552)
Diluted loss per share	(690)	(552)

There are potential equity shares as on March 31, 2021 and March 31, 2020 in the form of stock options issued. As these are antidilutive, they are ignored in the calculation of diluted loss per share and accordingly the diluted loss per share is the same as basic loss per share.

The weighted average number of shares takes into account the weighted average effect of changes Compulsorily Convertible Preference shares during the year.



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

30 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Share-based payments

Employees of the company receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions). In accordance with the Ind AS 102 Share Based Payments, the cost of equity-settled transactions is measured using the fair value method. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognized in the statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality table . The mortality table tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in note 31.

Fair value measurement of financial instruments

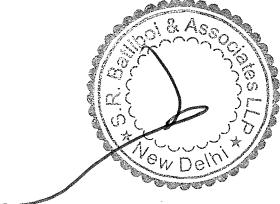
When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Useful Life of property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation on all property plant and equipment are provided on a written-down value method based on the estimated useful life of the asset. The management has estimated the useful lives and residual values of all property, plant and equipment and adopted useful lives based on management's assessment of their respective economic useful lives. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Depreciation on the assets purchased during the year is provided on pro-rata basis from the date of purchase of the assets. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on Derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

Impairment of investments in subsidiaries

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Impairment of goodwill

The Company estimates the value-in-use of the cash generating unit (CGU) based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rate used for the CGU's represent the weighted average cost of capital based on the historical market returns of comparable companies.

Loss allowance on trade receivables:

Provision for expected credit losses of trade receivables and contract assets. The Company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance). The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observ.At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Company's trade receivables and contract assets is disclosed in Note 6. The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows

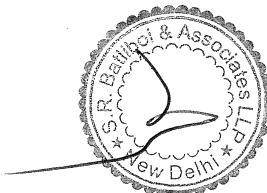
Business combinations

During the year ended March 31, 2021, the Company had made an acquisition (refer Note 35). The assets acquired were recognized at fair value at the date of acquisition. Goodwill was recognized as the remaining portion of the purchase price that was not allocated to the acquired assets as part of the purchase price allocation. To determine the fair values of individual assets acquired including property, plant and equipment, non-compete and customer relationships, complex valuation models based on assumptions were used. This measurement was dependent on estimates of future cash flows as well as the cost of capital applied.

Leases

The lease payments shall include fixed payments, variable lease payments, residual value guarantees and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease . The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates.



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021**

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(All amounts in Indian Rupees in lakhs, unless otherwise stated)

31. Gratuity plan

The Group has a defined benefit gratuity plan. The gratuity plan of India is governed by the Payment of Gratuity Act, 1972. Under the Act, employees who are in continuous service of five years are entitled to specific benefit. The level of benefits provided depends on the employees length of service and salary at retirement age. Gratuity plan is an unfunded plan and the Group does not make contribution to recognized funds.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the balance sheet for the Gratuity:-

Benefit liability

	March 31, 2021	March 31, 2020
Opening defined benefit obligation	1,719	1,089
Past Service Cost	-	-
Interest cost	117	82
Current Service Cost	679	577
Benefits Paid	(178)	(106)
Transferred	(42)	-
Actuarial (gain)/ loss on obligation	(101)	76
Closing defined benefit obligation	2,193	1,719

Expense Recognised in the statement of Profit and Loss**Gratuity Cost for the year**

	March 31, 2021	March 31, 2020
Current Service Cost	679	577
Past Service Cost	-	-
Interest Cost	117	82
Net Gratuity Cost	796	659

Remeasurement gains/(losses) in other comprehensive income

Actuarial changes arising from changes in financial assumptions
Experience adjustments

Amount recognised in OCI during the year**Actuarial assumptions**

	March 31, 2021	March 31, 2020
Discount rate	6.76%	6.78%
Salary Growth Rate	7.00%	7.00%
Mortality	IALM(2012-14) ultimate	IALM(2012-14) ultimate
Upto 30 years	15.00%	15.00%
Between 31 and 44 years	7.00%	7.00%
Above 44 years	2.00%	2.00%
Normal retirement age	60 years	60 years

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered taking into account the inflation, seniority, promotion and other relevant factors.

Attrition rate: The estimate of future employee turnover

A quantitative sensitivity analysis for significant assumption as at 31 March 2021 is as shown below:

	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Sensitivity level			Discount rate increase by 0.5%	Discount rate decrease by 0.5%
Impact on defined benefit obligation	(132)	(104)	147	115
Sensitivity level			Future salary increase by 0.5%	Future salary decrease by 0.5%
Impact on defined benefit obligation	137	105	(125)	(97)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 11.36 years (March 31, 2020: 11.26 years).

The following payments are expected contributions to the defined benefit plan in future years:

	March 31, 2021	March 31, 2020
Within the next 12 months (next annual reporting period)	106	77
Between 2 and 5 years	585	462
More than 5 years	3,043	2,394
Total expected payments	3,733	2,933



Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

32 Leases

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

As at 1 April 2019	28,906
Additions	30,407
Depreciation expense (Note 26)	(11,501)
As at 31 March 2020	47,811
Additions	55,090
Deletions	(5,598)
Depreciation expense (Note 26)	(19,023)
As at 31 March 2021	78,280

Set out below are the carrying amounts of lease liabilities and the movements during the year:

As at 1 April 2019	32,079
Additions	26,919
Accretion of interest	3,780
Payments	(12,995)
As at 31 March 2020	49,783
Additions	46,129
Accretion of interest	6,830
Payments	(21,186)
As at 31 March 2021	81,555

	March 31, 2021	March 31, 2020
Current	16,172	11,077
Non-current	65,384	38,706

The following are the amounts recognised in Statement of Profit or Loss:

	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation expense of right-of-use assets	19,023	11,501
Interest expense on lease liabilities	6,830	3,780
Expense relating to short-term leases (included in other expenses)	10,347	10,484
Total amount recognised in Profit or Loss	36,201	25,766

The company has several lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the company's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised and has assessed that the company is reasonably certain to exercise the extension options, while not exercising the termination option. Accordingly, there are no undiscounted potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

The company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The effective interest rate for lease liabilities based on the duration of leases is -

0 - 36 months - 7.95% (March 31, 2020: 8.75%)

37 - 72 months - 8.50% (March 31, 2020 :8.95%)

73 months & Above - 8.75% (March 31, 2020 :9%)

Rental expense recorded for short-term leases was Rs 10,347 Lakhs in March 31, 2021 (Rs. 10,484 Lakhs March 31,2020).

The aggregate depreciation on ROU assets has been included under depreciation and amortisation expense in the Consolidated Statement of Profit and Loss.

The Company has applied practical expedient in Indian Accounting Standard (Ind AS 116) notified vide Companies (Indian Accounting Standards) Amendment Rules,2020 by Ministry of Corporate Affairs (MCA) on 24 July 2020 to all rent concessions received as a direct consequence of COVID-19 pandemic. Accordingly, the Company recognized an amount Rs. 338 Lakhs as other income (refer note 22) during the year ended 31 March 2021.

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31 March, 2021	As at 31 March, 2020
Less than one year	22,667	15,075
One to four years	53,558	34,571
More than four years	27,631	11,974
Closing balance	1,03,856	61,620



Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

33. Commitments and contingencies**A. Capital and other commitments**

- a) Capital commitment (net of advances) as on March 31, 2021 is Rs. 4,190 Lakhs (March 31, 2020: 1,390 Lakhs).
b) Other commitment (Labour Guarantee- Dubai Branch) as on March 31, 2021 is Rs. 13 Lakhs (March 31, 2020 : Rs. 13 Lakhs)

B. Contingent Liability:

	March 31, 2021	March 31, 2020
--	-----------------------	-----------------------

Claims against the Company not acknowledged as debts*

a) Tax matter in appeal : Income Tax	3,449	18,357
b) Others	5	5

* The claims against the company comprises of:

(a) The Company received Assessment Order dated December 26, 2018 for FY 2015-2016 i.e. A.Y 2016-17 wherein the Assessing Officer (AO) raised Income tax demand of Rs 18,357 lakhs under Income Tax Act, 1961. The company has filed appeal in respect of the above demand which is pending at Commissioner of Income Tax (Appeals). The company filed rectification petition under section 154 of the IT Act, wherein the company was allowed to set-off business loss and unabsorbed depreciation and demand was revised to Rs. 3,449 lakhs accordingly vide order dated September 15, 2021.

(b) An outsourced security vendor has commenced an action against the company in respect of debit notes raised by the company for non - performance of their agreed duties. The company has estimated that if the action is successful, estimate liability may be approx. Rs. 5 Lakhs (31 March 2021: 5 Lakhs). A trial date has not yet been set and therefore it is not practicable to state the timing of any payment. The company has been advised by its legal counsel that it is possible, but not probable, the action will succeed and accordingly no provision for liability has been recognized in the financial statements.

The company has assessed that it is only possible, but not probable, that outflow of economic resources will be required and hence these demands have been disclosed as contingent liability.

C. There are numerous interpretative issues relating to the Supreme Court (SC) judgement on PF dated 28th February, 2019. As a matter of caution, the Company has made a provision on a prospective basis from the date of the SC order. The company will update its provision, on receiving further clarity on subject.

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34. Related party transactions

Names of related parties and related party relationship:

Related parties under Ind AS 24:

Entities with significant influence over the Company

Subsidiaries

Skynet Logistics Private Limited
 Delhivery USA LLC
 Delhivery Corp Limited, London, United Kingdom
 Delhivery HK Pte. Ltd.
 Orion Supply Chain Private Limited (w.e.f December 6, 2019)
 Delhivery Freight Services Pvt Ltd. (w.e.f April 21, 2020)

Associate

Key Management Personnel ("KMP")

Mr. Sahil Barua	Chief Executive Officer
Mr. Mohit Tandon	Chief Strategy Officer - Client Servicing (till Feb 28, 2021)
Mr. Suraj Saharan	Head - Orion till 1 August 2021 and Head - New Ventures w.e.f. 2 August 2021)
Mr. Bhavesh Kishor Manglani	Head - Platforms (till Dec 11, 2020)
Mr. Kapil Bharati	(Chief Technical Officer - Technology) (Executive Director w.e.f August 19, 2021)
Mr. Ajith Pai Mangalore	Chief Financial officer till 30 June 2020 and Chief operating officer w.e.f July 01, 2020
Mr. Amit Agarwal	Vice President Finance till 30 June 2020 and Chief financial officer w.e.f July 01,2020
Mr. Deepak Manglani	Company Secretary (till April 15, 2020)
Ms. Kriti Gupta	Company Secretary (w.e.f 22 August 2020 till June 19, 2021)
Mr. Vivek Kumar	Company Secretary (w.e.f 19 Jun 2021 till Sept 17, 2021)
Mr. Sunil Kumar Bansal	Company Secretary (w.e.f Sept 17, 2021)
Mr. Sandeep Kumar Barasia	Director
Mr. Suvir Suren Sujan	Nominee Director
Mr. Variyar Sudhir Narayananankutty	Nominee Director (till November 28, 2019)
Mr. Gautam Sinha	Nominee Director
Mr. Srivatsan Ranjan	Non-Executive Director
Mr. Neeraj Bhardwaj	Nominee Director
Mr. Deep Verma	Nominee Director
Mr. Deepak Kapoor	Non-Executive Director
Ms. Hanne Brigitte Breinhjerg Sorensen	Non-Executive Director
Ms. Anjali Bansal	Nominee Director (resigned w.e.f. September 16, 2021)
Mr. Munish Ravinder Varma	Nominee Director
Mr. Yanxiang Lu	Nominee Director (till June 04, 2020)
Mr. Sumer Juneja	Nominee Director
Mr. Agus Tandiono	Nominee Director
Mr. Jiang Bo	Nominee Director (w.e.f June 25, 2020)



34. Related Party Transaction (Cont'd)

Summary of transactions and balances with the above related parties is as follows:

A. Transactions during the year:

Nature of transactions/balances	Companies having significant influence		Key management personnel		Subsidiaries		Associate		Total
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	
Investments in Unquoted equity instruments (fully paid)									
- Delivery Corp Limited, London, United Kingdom	-	-	-	-	406	205	-	-	406
- Delivery HK Pic Ltd	-	-	-	-	-	199	-	-	199
- Delivery USA LLC	-	-	-	-	1,975	703	-	-	1,975
- Delivery Freight Service Private limited	-	-	-	-	1	-	-	-	1
- Orion Supply Chain Private Limited	-	-	-	-	-	1	-	-	-
Deemed Investment									
- Delivery USA LLC	-	-	-	-	389	-	-	-	389
- Delivery Freight Service Private limited	-	-	-	-	204	-	-	-	204
- Delivery Corp Limited, London, United Kingdom	-	-	-	-	2,013	-	-	-	2,013
Loan to related parties									
- Orion Supply Chain Private Limited	-	-	-	-	610	400	-	-	610
- Delivery Freight Service Private limited	-	-	-	-	6,700	-	-	-	6,700
Other Income									
Interest income : Inter-corporate loans	-	-	-	-	-	-	-	-	-
- Skycat Logistics Private Limited	-	-	-	-	95	-	-	-	95
- Orion Supply Chain Private Limited	-	-	-	-	67	7	-	-	67
- Delivery Freight Service Private limited	-	-	-	-	344	-	-	-	344
Purchase of Services									
- Leuton Technology Private Limited	-	-	-	-	-	533	684	533	684

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34. Related Party Transaction (Cont'd)

Summary of transactions and balances with the above related parties is as follows:

A. Transactions during the year (contd.):

Nature of transactions/balances	Companies having significant influence		Key management personnel		Subsidiaries		Associate		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Services provided										
- Delivery HK Pie Ltd.										
- Delivery Freight Services Private Limited										
Services received										
- Delivery USA LLC										
- Orion Supply Chain Private Limited										
Remuneration to Key Managerial Personnel (refer Note below)										
Short term employees benefits										
Mr. Sahil Barua	433	228	-	-	-	-	-	-	-	-
Mr. Mohit Tandon	58	137	-	-	-	-	-	-	-	-
Mr. Suraj Saharan	-	-	46	-	-	-	-	-	-	-
Mr. Kapil Bharti	392	662	-	-	-	-	-	-	-	-
Mr. Ajith Pai Mangalore	1,190	642	-	-	-	-	-	-	-	-
Mr. Amit Agarwal	454	337	-	-	-	-	-	-	-	-
Mr. Sandeep Kumar Barasia	529	529	-	-	-	-	-	-	-	-
Mr. Deepak Mangani	2	21	-	-	-	-	-	-	-	-
Ms. Kriti Gupta	3	-	-	-	-	-	-	-	-	-
Loan Given										
Mr. Sandeep Kumar Barasia	514	-	-	-	-	-	-	-	-	-
Mr. Ajith Pai Mangalore	235	-	-	-	-	-	-	-	-	-
Mr. Amit Agarwal	235	-	-	-	-	-	-	-	-	-
Mr. Kapil Bharti	235	-	-	-	-	-	-	-	-	-
Mr. Sahil Barua	235	-	-	-	-	-	-	-	-	-
Loan Repayment received										
Mr. Sandeep Kumar Barasia	10	-	-	-	-	-	-	-	-	-
Orion Supply Chain Private Limited	-	-	200	-	-	-	-	-	-	-
Fees to Non-Executive Directors										
Ms. Anjali Bansal	65	-	-	-	-	-	-	-	-	-
Mr. Deepak Kapoor	65	-	-	-	-	-	-	-	-	-
Ms. Hanne Brigitte Breinbjerg Sorensen	65	-	-	-	-	-	-	-	-	-
Mr. Srivatsan Ranjan	65	69	-	-	-	-	-	-	-	-

* Remuneration to the key managerial personnel does not include the provisions made for gratuity and leave encashment, as they are determined on an actuarial basis for the company as a whole. Share based payment amounting to Rs. 2,683 lakhs (March 31, 2020: Rs. 1,427 lakhs) has been charged to profit and loss account.

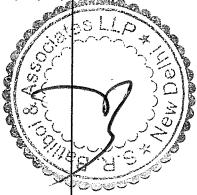


34. Related Party Transaction (Cont'd)

Summary of transactions and balances with the above related parties is as follows:

Nature of transactions/balances	Key management personnel		Subsidiaries		Associate		Total
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	
Outstanding balance payable							
- Skynet Logistics Private Limited (Loan balance)			938 (938)	938 (938)			938 (938)
- Skynet Logistics Private Limited (Loan provision)			1,010	400			(938)
- Orion Supply Chain Private Limited (Loan balance)			6,700	-			400
- Delhivery Freight Services Private Limited (Loan balance)			-	-			-
- Skynet Logistics Private Limited (Delivery services)			-	-			-
- Skynet Logistics Private Limited (Delivery services provision)			-	-			-
- Skynet Logistics Private Limited (COD payable)			-	-			-
- Leucon Technology Private Limited			-	-			-
- Delhivery HK Pte. Ltd. (receivable)			-	-			-
- Delhivery USA LLC (Delivery services)			-	-			-
- Delhivery USA LLC (Advance)			-	-			-
- Orion Supply Chain Private Limited (Advance)			-	-			-
- Delhivery Freight Services Private Limited			-	-			-
Other Financial Assets							
Interest accrued on inter company deposits			-	-			-
- Skynet Logistics Private Limited			-	-			-
- Skynet Logistics Private Limited (Provision)			-	-			-
- Orion Supply Chain Private Limited			-	-			-
- Delhivery Freight Services Private Limited			-	-			-
Balance outstanding at year end							
Salary Payable**							
Mr. Sahil Bania	59	50	-	-			59
Mr. Mohit Tandon	-	34	-	-			-
Mr. Suraj Saharan	-	12	-	-			34
Mr. Bhavesh Kishor Manglani	-	-	-	-			-
Mr. Kapil Bharti	51	42	-	-			12
Mr. Ajith Pai Mangalore	51	39	-	-			12
Mr. Amit Agarwal	31	22	-	-			-
Mr. Sandeep Kumar Barasia	67	54	-	-			-
Mr. Deepak Manglani	2	-	-	-			-
Ms. Kriti Gupta*	0	-	-	-			-
Loans and advances to related parties							
Mr. Sahil Bania	235	-	-	-			235
Mr. Kapil Bharti	235	-	-	-			235
Mr. Ajith Pai Mangalore	235	-	-	-			235
Mr. Amit Agarwal	235	-	-	-			235
Mr. Sandeep Kumar Barasia	504	23	-	-			504
Fees payable to Non-Executive Directors							
Ms. Ajithi Bansal	16	16	-	-			16
Mr. Deepak Kapoor	16	16	-	-			16
Ms. Hanne Birgitte Breinbjerg Sorensen	19	17	-	-			17
Mr. Srivatsan Ranjan	16	16	-	-			16

* Value Less than 1 Lakh
** Remuneration to the key managerial personnel does not include the provisions made for gratuity and leave encashment, as they are determined on an actuarial basis for the company as a whole.



Delhivery Private Limited

Notes to standalone financial statements for the year ended March 31, 2021

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(All amounts in Indian Rupees in lakhs, unless otherwise stated)

35. Business combinations**a) Acquisition during the previous year ended March 31, 2021****Primaseller Inc. (Primasellar)**

The company entered into an asset purchase agreement with Primaseller Inc. (Primasellar) on February 20, 2021, to purchase the assets, along with employing all such employees who wanted to be employed with the company at a total purchase consideration of Rs. 210 lakhs.

Assets acquired

The fair values of the identifiable assets of Primasellar as at the date of acquisition were:

Particular	Amount
Technology/ software	210
Goodwill	1
Purchase Consideration	211

PrimaSeller's product enables SME retailers (target customers) manage their orders and inventory easily through a common platform

All other disclosures as required under IND AS 103 are as follows:

- i) There were no contingent consideration arrangements entered into with the acquiree,
 - ii) No contingent liabilities have been recognised,
 - (iii) There are no such transactions that are recognized separately from the acquisition of assets and assumption of liabilities in the business combination,
 - (iv) The above business combination is not a bargain-purchase
 - (v) The above business combination is not achieved in stages.
- (vi) Goodwill is not tax deductible

b) Business transfer agreement with Delhivery Freight services private limited ("DFSPL")

During year ended March 31, 2021, business transfer agreement has been executed on October 1, 2020 ("the BTA") between Delhivery Private Limited (DPL) and Delhivery Freight Services Private Limited (DFSPL), pursuant to provisions of the Companies Act , 2013 ("the Act") and rules framed thereunder.

DPL agreed to transfer convey and deliver to DFSPL , the Full Truck Load Business (FTL) Business (as defined hereinafter) as a going concern on a stump sale basis (as defined in Section 2(42C) of the Income Tax Act, 1961) for a lump sum consideration of Rs. 912 lakhs without values being assigned to individual assets and liabilities.

FTL business means the business of providing freight services.

36.1 Fair Values**Financial instruments by category**

The carrying value and fair value of financial instruments by categories as of March 31, 2021 were as follows:

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss		Carrying value
		Designated upon initial recognition	Mandatory	
Assets:				
Cash and cash equivalents (Refer Note 12)	25,285	-	-	25,285
Other bank balances(Refer Note 13)	158	-	-	158
Investments (current) (Refer Note 5)	-	-	70,756	70,756
Investments (non-current) (Refer Note 5)	-	-	42,043	42,043
Investments in equity securities (non-current) (Refer Note 5)	3,472	-	-	3,472
Trade receivables (Refer Note 7)	57,287	-	-	57,287
Loans (current) (Refer note 8)	7,710	-	-	7,710
Other financial assets (Refer Note 9)	1,15,406	-	-	1,15,406
Total	2,09,318	-	1,12,800	3,22,118
Liabilities:				
Trade payables (Refer Note 20)	41,339	-	-	41,339
Borrowing (Refer Note 16)	19,736	1,848	-	21,584
Other financial liabilities (Refer Note 17)	21,366	-	-	21,366
Lease liabilities (refer note 32)	81,556	-	-	81,556
Total	1,63,997	1,848	-	1,65,844

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

Particulars	Amortised cost	Financial assets/ liabilities at fair value through profit or loss		Carrying value
		Designated upon initial recognition	Mandatory	
Assets:				
Cash and cash equivalents (Refer Note 12)	10,610	-	-	10,610
Other bank balances (Refer Note 13)	28,866	-	-	28,866
Investments (current) (Refer Note 5)	-	-	81,044	81,044
Investments (non-current) (Refer Note 5)	-	-	37,708	37,708
Investments in equity securities (non-current) (Refer Note 5)	904	-	-	904
Trade receivables (Refer Note 7)	60,188	-	-	60,188
Loans (current) (Refer note 8)	668	-	-	668
Other financial assets (Refer Note 9)	1,16,677	-	-	1,16,677
Total	2,17,912	-	1,18,753	3,36,665
Liabilities:				
Trade payables (Refer Note 20)	27,020	-	-	27,020
Borrowing (Refer Note 16)	19,035	-	-	19,035
Lease liabilities (refer note 32)	49,783	-	-	49,783
Other financial liabilities (Refer Note 17)	17,635	-	-	17,635
Total	1,13,473	-	-	1,13,473

The following methods / assumptions were used to estimate the fair values:

- i) The carrying value of trade receivables, cash and cash equivalents, trade payables, security deposits, and other current financial assets and other current financial liabilities measured at amortised cost approximate their fair value due to the short-term maturities of these instruments.
- ii) The fair value of non-current financial assets and financial liabilities are determined by discounting future cash flows using current rates of instruments with similar terms and credit risk. The current rates used does not reflect significant changes from the discount rates used initially. Therefore, the carrying value of these instruments measured at amortised cost approximate their fair value.
- iii) Fair value of quoted mutual funds is based on quoted market prices at the reporting date.
- iv) Fair value of debt instruments is estimated based on discounted cash flows valuation technique using the cash flow projections, discount rate and credit risk.
- v) Lease liabilities are measured at amortised cost, the carrying amounts approximate to fair values, as lease liabilities are recognised based on the present value of the remaining lease payments.
- vi) Fair value of the Compulsorily Convertible Preference Shares is estimated based on discounted cash flow valuation technique using cash flow projections and financial projections/budgets approved by the management

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Notes to standalone financial statements for the year ended March 31, 2021

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36.2(a) Fair value hierarchy**The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.**

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

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

Particulars	March 31, 2021	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Assets				
Investments in liquid mutual fund units (Refer Note No.5)	1,12,800	1,12,800	-	-
Liabilities				
Compulsorily Convertible Preference Shares (Refer Note 16)	1,848	-	-	1,848

The following table presents fair value hierarchy of assets and liabilities measured at fair value as of March 31, 2020:

Particulars	March 31, 2020	Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
Assets				
Investments in liquid mutual fund units (Refer Note No.5)	1,18,753	1,18,753	-	-

36.2 (b) Fair value hierarchy

Reconciliation of Level 3 fair value measurement is as follows:	compulsorily convertible preference shares	
	March 31, 2021	March 31, 2020
Balance at the beginning of the year	-	-
Addition during the year	929	-
Fair value loss on financial instruments at fair value through profit or loss	920	-
Balance at the end of the year	1,848	-

36.2 (c) Fair value hierarchy

Following table describes the valuation techniques used and key inputs thereto for the level 3 financial assets / liabilities as of 31 March 2021 and 31 March 2020:

Financial Liabilities	Valuation technique(s)	Key Input(s)	Sensitivity
Compulsorily Convertible Preference Shares	Option Pricing Method*	i) Risk Free Discount rate - 6 % ii) Volatility rate 40.02% iii) Liquidity event timeline - 4 to 5 years	Refer Note below**

* The fair values of financial assets included in level 3 have been determined in accordance with generally accepted pricing models based on a option pricing method, with the most significant inputs being the risk free discount rate that reflects the credit risk of counter
** Sensitivity to changes in unobservable inputs: The fair value of these financial assets is directly proportional to the estimated entity valuation. If the entity were to increase / decrease by 5% with all the other variables held constant, the fair value of the financial liabilities would increase / decrease by 5%.

36.3 Financial risk management objectives and policies**Financial risk management****Financial risk factors**

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

Risk management is carried out by senior management for cash and cash equivalent, trade receivable, deposits with banks, foreign currency risk exposure and liquidity risk.

A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The Company has in place appropriate risk management policies to limit the impact of these risks on its financial performance. The Company ensures optimization of cash through fund planning and robust cash management practices.

i) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As majority of the financial assets and liabilities of the Company are either non-interest bearing or fixed interest bearing instruments, the Company's net exposure to interest risk is negligible. An increase in interest rate by 1% will result in Increase in Loss by Rs.136 lakhs (March 31, 2020: Rs. 53 lakhs) and decrease in interest rate by 1% will result in Decrease in loss by Rs. 145 lakhs (March 31, 2020: Rs 53 lakhs)

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The entire revenue and majority of the expenses of the Company are denominated in Indian Rupees. Management considers currency risk to be low and does not hedge its currency risk. As variations in foreign currency exchange rates are not expected to have a significant impact on the results of operations, a sensitivity analysis is not presented.

Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments. Trade receivables are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as the Companies's historical experience for customers.

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36.3 Financial risk management objectives and policies (contd.)**Credit risk exposure**

The company has established an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables and 12 months' expected credit loss for other receivables. An impairment analysis is performed at each reporting date on an individual basis for major parties. In addition, a large number of minor receivables are combined into homogenous categories and assessed for impairment collectively. The calculation is based on historical data of actual losses.

The provision matrix takes into account available external and internal credit risk factors such as the Company's historical experience for customers and adjusted for forward-looking information.

Excessive risk concentration

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

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

The Company's largest customer accounted for approximately 14% of net sales, and the second largest customers accounted for 12% of net sales for the year ended Mar 31, 2021 (2020: 16%, and 8%, respectively).

Liquidity risk

Ultimate responsibility for liquidity risk management rests with the Board, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company manages liquidity risk by maintaining adequate cash reserves, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below provides details regarding the contractual undiscounted maturities of significant financial liabilities as of March 31, 2021:

Particulars	Carrying Amount	Less than 1 year	1-2 years	2-4 years	> 4 years	Total
Trade payables (Refer Note 20)	41,339	41,339	-	-	-	41,339
Borrowing (Refer Note 16)	21,584	9,648	9,671	4,258	-	23,577
Other financial liabilities (Refer Note 17)	21,366	21,366	-	-	-	21,366

The table below provides details regarding the contractual undiscounted maturities of significant financial liabilities as of March 31, 2020:

Particulars	Carrying Amount	Less than 1 year	1-2 years	2-4 years	> 4 years	Total
Trade payables (Refer Note 20)	27,020	27,020	-	-	-	27,020
Borrowing (Refer Note 16)	19,035	10,222	5,196	5,863	-	21,281
Other financial liabilities (Refer Note 17)	17,635	17,635	-	-	-	17,635

Equity price risk

The Company invests its surplus funds in various mutual funds (debt fund, equity fund, liquid schemes and income funds etc.), government securities. In order to manage its price risk arising from investments, the Company diversifies its portfolio in accordance with the limits set by the risk management policies.

36.4 Capital management

For the purpose of the company's capital management, capital includes issued equity capital, instruments entirely equity in nature, securities premium and all other equity reserves attributable to the equity holders of the company. The primary objective of the company's capital management is to maximise the shareholder value.

The Company's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders; and
- Maintain an optimal capital structure to reduce the cost of capital.

The Company monitors capital by regularly reviewing the capital structure. As a part of this review, the Company considers the cost of capital and the risks associated with the issued share capital. In the opinion of the Directors, the Company's capital risk is low.

Borrowings other than Compulsorily convertible preference shares
Less: cash and cash equivalents (Note 10)

Net debt

Compulsorily Convertible preference shares (Note 14 & 16)

Equity

Total capital

Capital and net debt

Gearing ratio

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

March 31, 2021	March 31, 2020
19,736	36,670
(25,285)	(10,610)
(5,549)	26,060
5,387	3,917
2,86,202	3,12,250
2,91,589	3,16,167
2,86,040	3,42,327
-1.94%	7.61%

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(All amounts in Indian Rupees in lakhs, unless otherwise stated)

37. Share-based payments

General Employee Share-option Plan (GESP): Delhivery Employees Stock Option Plan, 2012

The company provides share-based payment schemes to its employees. During the year ended 31 March 2021, three employee stock option plan (ESOP) were in existence. The relevant details of the schemes and the grant are as below:

On 28th September 2012, the board of directors approved the Delhivery Employees Stock Option Plan, 2012 for issue of stock options to the key employees and directors of the company. According to the Scheme 2012, it applies to bona fide confirmed employees/directors and who are in whole – time employment of the company and as decided by the board of directors of the company or appropriate committee of the board constituted by the board from time to time. The options granted under the Scheme shall vest not less than one year and not more than four years from the date of grant of options. Once the options vest as per the Scheme, they would be exercisable by the Option Grantee at any time and the equity shares arising on exercise of such options shall not be subject to any lock-in period.

Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year:

	March 31, 2021	March 31, 2020		
	No. of options	WAEP (Rs.)	No. of options	WAEP (Rs.)
Outstanding at the beginning of the year	2,34,338	1,735	2,07,756	1,362
Granted during the year	29,525	2,985	52,124	2,985
Forfeited during the year	(8,918)	2,605	(8,985)	1,931
Cancelled during the year	(8,248)	2,985	-	-
Exercised during the year	(14,277)	1,341	(16,557)	884
Outstanding at the end of the year	2,32,420	1,852	2,34,338	1,735
Exercisable at the end of the year	2,32,420	1,852	2,34,338	1,735

The weighted average remaining contractual life for the stock options outstanding as at March 31, 2021 is 1.25 years (March 31, 2020: 2.55 years). The range of exercise prices for options outstanding at the end of the year was Rs. 225.94 to Rs. 2,985 (March 31 2020: Rs. 225.94 to Rs. 2,985).

The weighted average fair value for the stock options granted during the year is Rs. 18,240 (March 31, 2020: Rs. 15,265).

The following tables list the inputs to the models used for the GESP plans for the years ended March 31 2021 and March 31 2020, respectively:

	March 31, 2021	March 31, 2020
Expected volatility (%)	51.00%	38.00%
Risk-free interest rate (%)	3.80%	6.5% & 6.7%
Expected life of share options	4 to 5 years	4 to 5 years
Weighted average share price (Rs.)	1,852	1,735
Model used	Black Scholes Option Pricing Model	

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

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Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

"Delhivery Employees Stock Option Plan - II, 2020".

The Plan has been formulated and approved on January 25, 2021 by the Board of Directors ("Board") and approved on February 01, 2021 by the shareholders of Delhivery Private Limited (the "Company"). The Plan shall be deemed to have come into force on February 01, 2021 and shall continue to be in force until - (i) its termination by the Board; or (ii) the date on which all of the Options available for issuance under the Plan have been Exercised.

Movement during the year

	March 31, 2021	March 31, 2020		
	No. of options	WAEP (Rs.)	No. of options	WAEP (Rs.)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	77,402	10	-	-
Forfeited during the year	-	-	-	-
Cancelled during the year	-	-	-	-
Exercised during the year	-	-	-	-
Outstanding at the end of the year	77,402	10	-	-
Exercisable at the end of the year	-	-	-	-

The Options granted under the Plan shall vest as per the schedule determined by the Board / ESOP Committee. Vesting of Options shall be subject to continued / uninterrupted employment with the Company and completion of a minimum period of 1 year from the date of the grant of the Options and shall vest on the basis of the Company achieving the valuation thresholds (being the multiple of the share price of the Series F round of investment in the Company)

Any remaining unvested Options (that have not vested in accordance with above) shall automatically lapse.

The Vesting Date or conditions for vesting shall be specified in the Option Agreement or grant letter between each Eligible Employee and the Company, unless determined otherwise by the Board / ESOP Committee from time to time.

The following tables list the inputs to the models used for the plan for the years ended March 31, 2021 and March 31, 2020 :

	March 31, 2021	March 31, 2020
Expected volatility (%)	45.1% - 48%	-
Risk-free interest rate (%)	3.35%	-
Expected life of share options	3.17	-
Face value (Rs.)	10	-
Model used	Monte Carlo simulation	

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Delhivery Private Limited**Notes to standalone financial statements for the year ended March 31, 2021****CIN: U63090DL2011PTC221234**

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

Delhivery Employees Stock Option Plan III, 2020

The Plan has been formulated and approved on 25th January, 2021 by the Board of Directors ("Board") and approved on 01st February, 2021 by the shareholders of Delhivery Private Limited (the "Company"). The Plan shall be deemed to have come into force on 01st February, 2021 and shall continue to be in force until - (i) its termination by the Board; or (ii) the date on which all of the Options available for issuance under the Plan have been Exercised.

The Options granted under the Plan shall vest as per the schedule determined by the Board / ESOP Committee. Vesting of Options shall be subject to continued / uninterrupted employment with the Company and completion of a minimum period of 1 year from the date of the grant of the Options and shall vest at the discretion of the Board / ESOP Committee on the basis of the performance of the Company or any other transformative event as decided by the Board / ESOP Committee. Any remaining unvested Options that have not vested in accordance with this sub-clause shall automatically lapse. The Vesting Date or conditions for vesting shall be specified in the Option Agreement or grant letter between each Eligible Employee and the Company, unless determined otherwise by the Board / ESOP Committee from time to time.

Movement during the year

	March 31, 2021	March 31, 2020		
	No. of options	WAEP (Rs.)	No. of options	WAEP (Rs.)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	10,500	10	-	-
Forfeited during the year	-	-	-	-
Cancelled during the year	-	-	-	-
Exercised during the year	-	-	-	-
Outstanding at the end of the year	10,500	10	-	-
Exercisable at the end of the year	-	-	-	-

The following tables list the inputs to the models used for the plan for the years ended March 31 2021 :

	March 31, 2021	March 31, 2020
Expected volatility (%)	45.1% - 48%	-
Risk-free interest rate (%)	3.35%	-
Expected life of share options	3.17	-
Face value (Rs.)	10	-
Model used	Monte Carlo simulation	

During the year the company has recognised expense of Rs. 4,625 lakhs (March 31, 2020: Rs. 4,881 lakhs)

38. Operating Segments

The primary reporting of the Company has been performed on the basis of business segment. Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker ('CODM') CEO being the CODM has evaluated of the Company's performance at an overall level as one segment which is 'Logistics Services' that includes warehousing, last mile logistics, designing and deploying logistics management systems, logistics and supply chain consulting/advice, inbound/procurement support, and operates in a single business segment based on the nature of the services, the risks and returns, the organization structure and the internal financial reporting systems. Accordingly, the figures appearing in these financial statements relate to the Company's single business segment.

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Notes to Standalone financial statements for the year ended March 31, 2021

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39. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006**Particulars**

	March 31, 2021	March 31, 2020
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	205	80
Principal amount due to micro and small enterprises	205	80
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

40. As at the year ended on March 31, 2021 and March 31, 2020, the Company is having net deferred tax assets primarily comprising of unabsorbed Depreciation and carry forward Losses under tax laws. However in the absence of reasonable certainty as to its realization of Deferred Tax Assets (DTA), DTA has not been created.

	March 31, 2021	March 31, 2020
Deferred Tax Liability		
Impact on business combination	511	511
Deferred Tax Assets		
Deductible temporary differences	19,267	35,060
Brought forward losses	18,193	17,480
Unabsorbed Depreciation	8,970	6,338
Recognised in books	Nil	Nil

The Company has tax losses which arose in India that are available for offsetting for eight years against future taxable profits of the companies in which the losses arose. Majority of these losses will expire in March 2026-27.

Reconciliation of Tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020.

	March 31, 2021	March 31, 2020
Accounting profit before income tax	(35,631)	(28,413)
At India's statutory income tax rate of 31.2% (March 31, 2020: 31.2%)	(11,117)	(8,865)
Share of results of associates	-	-
Tax in foreign jurisdiction	-	-
Effect of tax free rates in foreign Jurisdiction	-	-
Other non-deductible items	(560)	(264)
Losses on which deferred taxes not recognised	887	2,169
Unabsorbed depreciation on which deferred taxes not recognised	2,632	2,325
Other temporary differences on which deferred taxes utilised	-	-
Other temporary differences on which deferred taxes not recognised	8,158	4,636
Income tax expense reported in the restated consolidated statement of	-	-

41. Estimation Uncertainty of COVID 19:

The outbreak of Coronavirus (COVID-19) pandemic globally is causing significant disturbance and slowdown of activity with economic and social disruption to the Company impacting investment in subsidiaries, receivables including trade receivables, unbilled receivables, Right to Use Asset, goodwill and intangible assets. In assessing recoverability of such assets, the Company has considered internal and external information up to the date of approval of these financial statements. The company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic condition.

42. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant

43. The Company has not earned net profit in three immediately preceding financial years, therefore, there was no amount as per section 135 of the Act which was required to be spent on CSR activities in each of the respective financial years by the Holding Company

44. Subsequent events

- Subsequent to year ended March 31 2021, company has made 100% investment in Spoton Logistics limited (Company engaged in the domestic road business and Air business) for a consideration of Rs. 151,090 lakhs vide share purchase agreement dated July 29,2021. Post the completion of acquisition Spoton logistics limited has become 100% subsidiary of Delhivery private limited w.e.f Aug 24,2021.



Delhivery Private Limited

Notes to Standalone financial statements for the year ended March 31, 2021

CIN: U63090DL2011PTC221234

(All amounts in Indian Rupees in lakhs, unless otherwise stated)

44. Subsequent events contd.

- Subsequent to year ended March 31 2021, the company has entered into assets purchase agreement with FedEx Express Transportation And Supply Chain Services (India) Private Limited and TNT India Private Limited, via tri-party agreement dated July 15, 2021. The same is under process of regulatory approval.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number : 101049W/E300004

per Yogesh Midha
Partner
Membership No.: 094941



Place: New Delhi
Date : September 24, 2021

**For and on behalf of the Board of Directors of
Delhivery Private Limited**

Sandeep Kumar Barasia
Director
DIN : 01432123

Sabil Barua
Director
DIN : 05131571

Amit Agarwal
Chief Financial Officer

Place : Gurugram
Date : September 24, 2021

Sunil Kumar Bansal
Company Secretary
FCS-4810

Place : Gurugram
Date : September 24, 2021