VLCC International Inc.

Separate Financial Statements
For the year ended March 31, 2020

VLCC International Inc.
Financial Statements

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Independent Auditor's Report
To the Shareholders of VLCC International Inc.

Report on the Audit of Separate Financial Statements

Opinion

We have audited the accompanying separate financial statements of VLCC International Inc. ("the Company"), which comprise the statement of financial position as at March 31, 2020, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying separate financial statements give a true and fair view of the financial position of the Company as at March 31, 2020, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics as issued by International Ethics Standards Board for Accountants (IESBA), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with IFRS and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate 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 charged with governance are responsible for overseeing the Company's financial reporting process.

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Independent Auditor's Report
To the Shareholders of VLCC International Inc.

Report on the Audit of Separate Financial Statements (continued)

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

Our objectives are to obtain reasonable assurance about whether the separate 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 ISAs 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 separate financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate 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 separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

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Independent Auditor's Report
To the Shareholders of VLCC International Inc.

Report on the Audit of Separate Financial Statements (continued)

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.

Grant Thornton

Grant Thornton P.O. Box: 1620 DUBAI-U.A.E. Public Accountants

Grant Thornton
Farouk Mohamed
Registration No. 86
Dubai, December 24, 2020

VLCC International Inc.
Separate Financial Statements

Statement of financial position
As at March 31, 2020

	Notes	2020 AED	2019 AED
ASSETS			
Non-current			
Investment in subsidiaries	6	75,755,086	91,490,799
Current			
Other receivables		373,785	-
Bank Balance	7	38,289	3,808
		412,074	3,808
TOTAL ASSETS		76,167,160	91,494,607
EQUITY AND LIABILITIES			
Equity			
Share capital	8	**16,313,991**	13,850,904
Share premium	9	**50,483,119**	49,276,206
Accumulated losses		(20,027,446)	(4,775,423)
TOTAL EQUITY		46,769,664	58,351,687
Liabilities			
Non-current			
Borrowings	11	-	1,691,398
Current			
Amount due to related parties	10.2	8,806,933	7,595,837
Trade payables		18,900,547	20,953,646
Borrowings	11	1,690,016	2,902,039
		29,397,496	31,451,522
TOTAL LIABILITIES		29,397,496	33,142,920
TOTAL EQUITY AND LIABILITIES		76,167,160	91,494,607

Sanjay Williams
Director

VLCC INTERNATIONAL INC.

Dubai, United Arab Emirates

The accompanying notes 1 to 15 form an integral part of these separate financial statements.

Statement of profit or loss and comprehensive income
For the year ended March 31, 2020

	Note	2020 AED	2019 AED
Other income		**481,325**	**37,570**
Provision for impairment of trade receivables	12.3	**(337,155)**	
Provision for impairment on investment in subsidiary	6	**(14,881,066)**	-
Foreign exchange (loss)/gain		-	**(467,127)**
Salaries and other benefits		-	**(1,320,000)**
Administrative and general expenses		**(277,291)**	**(78,486)**
Finance costs		**(237,836)**	**(254,333)**
Net loss for the year		**(15,252,023)**	**(2,082,376)**
Other comprehensive income		-	-
Total comprehensive loss for the year		**(15,252,023)**	**(2,082,376)**

The accompanying notes 1 to 15 form an integral part of these separate financial statements.

Statement of changes in equity
For the year ended March 31, 2020

	Share capital AED	Share premium AED	Accumulated losses AED	Total equity AED
Balance at March 31, 2018	12,458,373	46,393,668	(2,693,047)	56,158,994
Additional capital introduced	1,392,531	2,882,538	-	4,275,069
Total comprehensive loss for the year	-	-	(2,082,376)	(2,082,376)
Balance at March 31, 2019	13,850,904	49,276,206	(4,775,423)	58,351,687
Additional capital introduced	2,463,087	1,206,913		3,670,000
Total comprehensive loss for the year	-	-	(15,252,023)	(15,252,023)
Balance at March 31, 2020	**16,313,991**	**50,483,119**	**(20,027,446)**	**46,769,664**

VLCC International Inc.
Separate Financial Statements

Statement of cashflows
For the year ended March 31, 2020

	Notes	2020 AED	2019 AED
OPERATING ACTIVITIES			
Loss for the year		(15,252,023)	(2,082,376)
Adjustments:			
Unrealised exchange loss/(gain)		-	467,127
Finance costs		237,836	254,333
Provision for Impairment of Trade receivables		337,155	-
Impairment of investment in subsidiary		14,881,066	-
		204,034	(1,360,916)
Net changes in working capital:			
Change in trade payables		(2,053,099)	5,756,919
Change in amounts due to related parties		1,211,096	(1,683,793)
Change in other receivables		(710,940)	169,434
Change in amounts due from related parties		-	5,291,166
Net cash generated from operating activities		(1,348,909)	8,172,810
INVESTING ACTIVITIES			
Additional investment in subsidiaries		(3,388,429)	(6,960,061)
Proceeds from repayment of additional capital contribution		4,243,076	-
Net cash used in investing activities		854,647	(6,960,061)
FINANCING ACTIVITIES			
Repayment of borrowings		(2,903,421)	(5,232,932)
Proceeds from issue of share capital		3,670,000	4,275,069
Interest paid		(237,836)	(254,333)
Net cash used in financing activities		528,743	(1,212,196)
Net change in cash and cash equivalents		34,481	553
Cash and cash equivalents, beginning of year		3,808	3,255
Cash and cash equivalents, end of year	7	38,289	3,808

The accompanying notes 1 to 15 form an integral part of these separate financial statements.

1 Legal status and nature of operations

VLCC International Inc. (the "Company") is a limited liability company registered in British Virgin Island (BVI), pursuant to the BVI Business Companies Act. 2004 under the registered number of 627967. The registered address of the Company is Akara Building, 24 de Castro Street, Wickhams Cay 1, Road Town, Tortola, BVI.

The principal activities of the Company is to carry on business of an investment company and for that purpose to acquire and hold either in the name of the Company or in that of any nominee, share stocks, debentures, debenture stocks, bonds, notes, obligations or securities. Details of the subsidiaries of the Company are set out in note 6.

The Company is the holding company of entities incorporated in the United Arab Emirates (UAE), Europe, Sultanate of Oman, Kingdom of Bahrain, Qatar, Egypt, Kuwait, Malaysia, Singapore and Africa. The ultimate parent of the Company is VLCC Healthcare Limited (the "Ultimate Parent"), a limited company incorporated and registered in India.

The separate financial statements for the year ended March 31, 2020 (including comparatives) were approved on December 24, 2020.

2 Going concern

These separate financial statements have been prepared on a going concern basis despite the fact that the Company incurred a net loss of AED 15,252,023 for the year ended March 31, 2020 (2019: AED 2,082,376) and as at that date, the Company's had accumulated losses of AED 20,027,446 (2019 4,775,423) and its current liabilities exceed its current assets by AED 28,985,422 (2019: AED 31,447,714). Despite this, the Company has budgeted positive cashflow for the next twelve months to meet its working capital requirements. Furthermore, the Company has been able to meet its financial obligations such as borrowings and payables as they fall due.

The Company's shareholders, have resolved not to dissolve the Company and the ultimate parent of the Company has provided an undertaking confirming that they will continue to provide and/or arrange the necessary financial support to enable the Company to meet its obligations as they fall due in the foreseeable future and to carry on its activities without significant curtailment of its operations. Accordingly, these financial statements have been prepared on a going concern basis.

3 Statement of compliance with IFRS

These are the separate financial statements of the Company and do not consolidate the activities of subsidiaries. Consolidated financial statements as required by IFRS are also prepared by the management and are available at the registered address of the Company.

These financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

4 Standards, interpretations and amendments to existing standards

4.1 Standards, interpretations and amendments to existing standards that are effective in 2020

The Company has adopted the new accounting pronouncements which have become effective this period, and are as follows:

IFRS 16 'Leases'

IFRS 16 'Leases' replaces IAS 17 'Leases' along with three Interpretations (IFRIC 4 'Determining whether an Arrangement contains a Lease', SIC 15 'Operating Leases-Incentives' and SIC 27 'Evaluating the Substance of Transactions Involving the Legal Form of a Lease').

IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less).

Management have assessed the implementation of this new standard and determined that it has no material impact on leases in terms of the amount and timing of lease recognition.

5 Summary of significant accounting policies

5.1 Overall considerations

These separate financial statements have been prepared using the measurement bases specified by IFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies below.

5.2 Foreign currency

These separate financial statements are presented in United Arab Emirates (UAE) Dirhams (AED), which is the Company's functional currency.

Foreign currency transactions are translated into the functional currency, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items at year-end exchange rates are recognised in profit or loss.

Non-monetary items measured at historical cost are translated using the exchange rates at the date of the transaction (not retranslated). Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

5 Summary of significant accounting policies (continued)

5.3 Investments in subsidiaries

Subsidiaries are all entities (including structured entities) over which the Company has control. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

Investments in subsidiaries are carried at cost less any accumulated impairment.

The cost of an investment in a subsidiary is the aggregate of:

- the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the company; plus
- any costs directly attributable to the purchase of the subsidiary.

All subsidiaries have a reporting date of March 31.

5.4 Financial instruments

Recognition, initial measurement and de-recognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value plus transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

A financial liability is derecognised when it is extinguished, discharged, cancelled or expired.

Financial assets and financial liabilities are measured subsequently as described below.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets are classified and measured at amortised cost if both of the following conditions are met:

- The asset is held in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest, if any, on the principal amount outstanding.

If the financial asset does not pass either of the above conditions, or only one of the above conditions, it is measured at fair value through profit or loss ('FVTPL'). Even if both conditions are met, management may

5 Summary of significant accounting policies (continued)

5.4 Financial Instruments (continued)

Classification and subsequent measurement of financial assets (continued)

designate a financial asset at FVTPL if doing so reduces or eliminates a measurement or recognition inconsistency.

As at the reporting date, the Company's financial assets comprise trade and most other receivables, amounts due from related parties and cash and cash equivalents. These are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

All income and expenses relating to financial assets measured at amortised cost are recognised in profit or loss and presented within 'finance costs - net' or 'other income – net', except for impairment of trade receivables which is presented within 'administrative and general expenses'.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in Company's, which are determined by reference to the industry and region of a counterparty and other shared credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified Company

Impairment of financial assets

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaced IAS 39's 'incurred loss model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under IFRS 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss

Recognition of credit losses is no longer dependent on the Company first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').
- 'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

5 Summary of significant accounting policies (continued)

5.4 Financial Instruments (continued)

Trade and other receivables and contract assets

The Company makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics they have been grouped based on the days past due.

Classification and subsequent measurement of financial liabilities

Financial liabilities comprise trade and most other payables, amount due to a related party and borrowings.

Financial liabilities are measured subsequently at amortised cost using the effective interest method.

Discounting is omitted if the impact is immaterial.

5.5 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

5.6 Cash and cash equivalents

Cash and cash equivalents are items, which are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents in the statement of financial position comprise cash on hand and balance in bank accounts and are initially and subsequently recorded at fair value.

For purpose of the statement of cash flows, all cash and bank balances including bank overdraft are considered to be cash and cash equivalents.

5.7 Provisions and contingent liabilities

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 amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

5 Summary of significant accounting policies (continued)

5.8 Contingencies

Contingent liabilities are not recognised in the financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but disclosed when an inflow of economic benefits is probable.

5.9 Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or at the date of their origin.

5.10 Significant management judgment in applying accounting policies

The preparation of the Company's separate financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. Management is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources.

The judgments, estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant, including expectations of future events that are believed to be reasonable under the circumstances. However, the resulting accounting estimates may differ from actual results. The estimates and assumptions pose a risk of causing adjustment to the carrying amounts of assets and liabilities within the next financial year The Company based its assumptions and estimates on parameters available when the separate financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Company.

When preparing the separate financial statements management undertakes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

Information about significant judgments, estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided as follows:

Impairment of non-financial assets
An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. To determine the recoverable amount, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows management makes assumptions about future operating results. These assumptions relate to future events and circumstances. The actual results may vary and may cause significant adjustments to the Company's assets within the next financial year.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

5 Summary of accounting policies (continued)

5.10 Significant management judgment in applying accounting policies (continued)

Control assessment

The Company reassesses whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control. Management has reviewed its control assessments in accordance with IFRS 10 and has concluded that there is no effect on the classification (as subsidiaries or otherwise) of any of the Company's investees held during the period or comparative periods covered by these consolidated separate financial statements.

Provisions

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation.

6 Investment in subsidiaries

The Company holds investments in the following subsidiaries as at March 31:

	Ownership interest (%)		Country of incorporation and operation	Principal activity
	2020	2019		
VLCC International L.L.C.	100	100	U.A.E.	Operating beauty, slimming, fitness and health care.
VLCC (Middle East) L.L.C.	100	100	U.A.E.	General trading.
VLCC Europe Ltd.	100	100	England and Wales	General commercial Company.
VLCC International L.L.C.	70**	70**	Oman	Operating beauty, slimming, fitness and health care.
VLCC International Qatar Co W.L.L.	100	100	Qatar	Operating beauty, slimming, fitness and health care.
VLCC Healthcare Egypt L.L.C.	99*	99*	Egypt	Operating beauty, slimming, fitness and health care.
VLCC Singapore PTE Ltd.	100	100	Singapore	General commercial Company.
VLCC Overseas Limited	100	100	U.A.E.	Invest in shares, debentures, bonds and act as an investment and holding Company.
Wyann International SDN BHD	76*	76*	Malaysia	Operating beauty, slimming, fitness and health care.
VLCC Wellness (East Africa) Limited	70*	70*	Africa	Operating beauty, slimming, fitness and health care.
VLCC International Kuwait Healthcare Institute L.L.C.	100	100	Kuwait	Operating beauty, slimming, fitness and health care.

*Although the Company has more than half of the ownership interests in the above mentioned subsidiaries, the Company is exposed or, has right, to variable returns from its involvement with the investee and has ability to affect those returns through its power over the investee. The Company establishes 100% beneficial interests in these subsidiaries by virtue of such agreements.

** The Company is able to govern the financial and operating policies of the above mentioned subsidiary, by virtue of an agreement with the other investor of the subsidiary, through which it establishes 100% beneficial interest in that subsidiary.

Total investment in subsidiaries as at March 31 can be summarised as follows:

	2020 AED	2019 AED
Investments in subsidiaries (note 6.1)	**20,815,735**	32,314,286
Contributed capital (note 6.2)	**54,939,351**	59,176,513
	75,755,086	91,490,799

6 Investment in subsidiaries (continued)

6.1 Investments in subsidiaries

	2020 AED	2019 AED
VLCC Singapore PTE Ltd.	**16,160,368**	16,160,368
Wyann International SDN BHD (refer (i) below)	**-**	11,498,551
VLCC Wellness (East Africa) Limited	**2,040,077**	2,040,077
VLCC International L.L.C. - Oman	**1,440,300**	1,440,300
VLCC International Kuwait Healthcare Institute LLC	**324,000**	324,000
VLCC International L.L.C. -UAE	**300,000**	300,000
VLCC (Middle East) L.L.C.	**300,000**	300,000
VLCC International Qatar Co W.L.L.	**204,232**	204,232
VLCC Healthcare Egypt L.L.C.	**36,751**	36,751
VLCC Overseas Limited	**10,000**	10,000
VLCC Europe Ltd.	**7**	7
	20,815,735	32,314,286

(i) The company has fully impaired its investment in Wyann International SDN BHD.

6.2 Contributed capital

	2020 AED	2019 AED
VLCC International Kuwait Healthcare Institute L.L.C.	**28,023,268**	27,444,383
VLCC International L.L.C. - UAE	**2,800,000**	-
VLCC International Qatar Co W.L.L.	**13,556,072**	15,958,130
VLCC Overseas Limited	**7,198,696**	8,362,662
Wyann International SDN BHD (refer (i) above)	**-**	3,382,515
VLCC (Middle East) L.L.C.	**2,806,940**	2,797,396
VLCC International L.L.C. - Oman	**554,375**	1,231,427
	54,939,351	59,176,513

The capital contribution is repayable at the discretion of the subsidiary.

7 Bank balance

	2020 AED	2019 AED
Bank balance	**38,289**	3,808

8 Share capital

The share capital of the Company consists of 4,450,457 shares (2019: 3,779,316) with nominal value of USD 1 each. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at the shareholder's meeting of the Company.

	2020 AED	2019 AED
10,000,000 shares of USD 1 each equivalent to	**36,720,000**	36,720,000
Issued and paid up capital		
Balance at the beginning of the year	**13,850,904**	12,458,373
Issued during the year	**2,463,087**	1,392,531
Balance at the end of the year	**16,313,991**	13,850,904

9 Share premium

	2020 AED	2019 AED
Balance at the beginning of the year	**49,276,206**	46,393,668
Issued during the year	**1,206,913**	2,882,538
Balance at the end of the year	**50,483,119**	49,276,206

Proceeds received in addition to the nominal value of shares issued during the year have been included in share premium.

10 Related parties

The Company in the normal course of business carries on transactions with other enterprises that fall within the definition of related party. These transactions are carried out in the normal course of business and are measured at the amounts agreed to by both the parties.

The Company's related parties include its related parties and key management as described below.

10.1 Transaction with related parties

Transactions carried out with related parties:

	2020 AED	2019 AED
Subsidiary:		
Brand fees	**479,285**	37,570
Transfer from VLCC Overseas	**255,640**	-
Key management personnel:		
Salaries and benefits	**-**	1,320,000

10 Related parties (continued)

10.2 Amounts due to related parties

	2020 AED	2019 AED
Subsidiary:		
VLCC International LLC	**8,266,925**	6,492,826
VLCC Wellness East Africa Ltd.	**284,368**	365,178
VLCC Overseas Limited	**255,640**	737,833
	8,806,933	7,595,837

11 Borrowings

	2020 AED	2019 AED
Non-current	**-**	1,691,398
Current	**1,690,016**	2,902,039
	1,690,016	4,593,437

- Loan is a term loan facility for an amount of USD 3,000,000, obtained for the purpose of opening new centers in overseas markets, and is repayable in 60 monthly installments that matures on October 7, 2020 and is completely repaid subsequently by October 2020.

- The loan bears interest of LIBOR plus 350 basis points. The loan is secured through a standby letter of credit of the bank.

Above term loan is secured by the following:

a) First parri passu charge on the entire current and movable assets of VLCC Healthcare Ltd. both present and future.
b) Escrow of credit card receivable of the Company on proportional basis.
c) Personal Guarantee of Mr. Mukesh Luthra.
d) 100% SBLC of HDFC Bank Ltd on behalf of VLCC Healthcare Ltd, Tenor of SBLC is to be 61 months.
e) Any other security as stipulated by the bank

12 Financial instrument risk management objectives and policies

The Company is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risks, which result from both its operating and investing activities.

The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

The Company is exposed to various risks in relation to financial instruments.

The Company's risk management is coordinated at its Parent level, in close cooperation with the board of directors, and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to financial markets.

12.1 Foreign currency

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Most of the Company's transactions are carried out in AED. The Company does not have major exposure in currency other than AED and the United States Dollar (USD). The risk related to the transactions denominated in USD is low as the AED is pegged against USD, hence the risk arises from fluctuations in currency exchange rates is very minimal.

12.2 Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates.

The Company is exposed to interest rate risk with respect to its borrowings. The Company's borrowings are based on variable rates.

Positions are maintained regularly to ensure that positions are maintained within established limits.

The Company does not have any off-balance sheet financial instrument which are used to manage the interest rate risk.

12 Financial instrument risk management objectives and policies (continued)

12.2 Interest rate risk (continued)

Interest rate sensitivity analysis

The following table illustrates the sensitivity of profit and equity to a reasonably possible change in interest rates of +/- 1% (2019: +/- 1%). This change is considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

	Loss for the year	
	AED	**AED**
	+100 bps	**-100 bps**
2020	**(16,900)**	**16,900**
Borrowings		
2019		
Borrowings	(45,934)	45,934

12.3 Credit risk

Credit risk is the risk that counterparty fails to discharge an obligation to the Company. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognized at the reporting date, as summarized below:

	2020	2019
	AED	AED
Classes of financial assets - carrying amounts:		
Bank balance (note 7)	**38,289**	3,808
Oher receivables	**373,785**	-
	412,074	3,808

Other Receivables
The Company applies the IFRS 9 simplified model of recognising lifetime expected credit losses for all other receivables as these items do not have a significant financing component. In measuring the expected credit losses, the other receivables have been assessed on a collective basis as they possess shared credit risk characteristics. They have been grouped based on the days past due.

12 Financial instrument risk management objectives and policies (continued)

12.3 Credit risk (continued)

The following table shows the expected credit losses for other receivables in accordance with the simplified approach set out in IFRS 9:

	Total AED	Current AED	0-180 days AED	180-360 days AED	>360 days AED
March 31, 2020					
Gross carrying amount	710,940	121,286	108,526	114,867	366,261
Lifetime expected credit loss	(337,155)	-	-	-	(337,155)
Net carrying amount	373,785	121,286	108,526	114,867	29,106

The expected loss rates are based on the payment profile for sales over the past 24 months before March 31, 2020 and April 1, 2019 respectively as well as the corresponding historical credit losses during that period. The historical rates are adjusted to reflect current and forwarding looking macroeconomic factors affecting the customer's ability to settle the amount outstanding. However, given the short period exposed to credit risk, the impact of these macroeconomic factors has not been considered significant within the reporting period.

Other receivables are written off (i.e. derecognised) when there is no reasonable expectation of recovery. Failure to make payments within 1 year from the invoice date and failure to engage with the Company on alternative payment arrangement amongst other is considered indicators of no reasonable expectation of recovery.

Bank balance
With respect to exposures with banks, the Company seeks to limit its credit risk with regard to bank balances by dealing only with reputable banks. The management does not expect any losses from non-performance by these counterparties.

12.4 Liquidity risk

Liquidity risk, also referred to as funding risk, is the risk that an enterprise will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. Liquidity requirements are monitored on a regular basis and the management ensures that sufficient funds are available to meet any future commitments.

All the Company's financial liabilities are non-derivative and have contractual maturities of less than twelve months from the reporting date and do not carry any interest except borrowing as disclosed in note 11.

13 Fair values of financial instruments

All the financial assets and liabilities of the Company are carried at amortised cost and none of the non-financial assets and liabilities have been fair valued. Therefore, the fair value hierarchy disclosure which requires a three-level category of fair value is not disclosed because it does not have significant disclosure impact to the financial statements.

Notes to the separate financial statements (continued)
For the year ended March 31, 2020

14 Capital management policies and procedures

The Company's objective when managing capital are to safeguard the Company's ability to continue as going concern in order to provide returns for shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The capital structure of the Company consists of equity as disclosed in the statement of financial position. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholder, return capital to shareholder, issue new shares or sell assets to reduce debt. Equity for the reporting periods under review is summarised below:

	2020	2019
	AED	AED
Total equity	**46,769,664**	58,351,687

15 Events after reporting period

Subsequent to the year end, there was an outbreak of a global pandemic (Novel Coronavirus disease), causing significant financial and economic impact on major economies across the globe and affecting multiple industries. As at the date of approval of the financial statements, management is in the process of assessing the impact of the said event on its subsequent period's financial results. As this is a non-adjusting event, management has not adjusted the financial statements for the year ended March 31, 2020.