

# ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

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May 30, 2023

To

BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai- 400 001  
Scrip Code: 533632

National Stock Exchange of India Ltd  
Exchange Plaza  
Bandra- Kurla Complex  
Bandra, Mumbai- 400 051

Symbol: ONELIFECAP

Respected Sir/Madam,

Sub: Outcome of Board Meeting of “Onelife Capital Advisors Limited” held on Tuesday, May 30, 2023 commenced at 11.00 a.m. and concluded at 11.30 p.m.

The Board of Directors at its Meeting held on Tuesday, May 30, 2023 considered and after due deliberation approved the following:

1. The Audited Standalone and Consolidated Financial Results for the fourth Quarter and year ended March 31, 2023 along with the Auditor’s Report.
2. To withdraw appointment of Mrs. Ruchika Goyal as Company Secretary and Compliance officer of the Company.

In respect of the above, we hereby enclose the following:

1. The Audited Standalone and Consolidated Financial results for the fourth quarter and year ended on March 31, 2023, in the format specified under Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
2. Auditor’s Report issued by the statutory Auditors of the Company on the Audited Standalone and Consolidated Financial results for the fourth quarter and year ended on March 31, 2023

We request you to take this information on Records.

Thanking You,  
Yours Faithfully,

For Onelife Capital Advisors Limited

-sd-

Pandoo Naig  
Director  
DIN: 00158221  
Place: Thane

## Independent Auditor's Report

To  
The Board of Directors of  
**Onelife Capital Advisors Limited**

### Report on the audit of the Standalone Financial Results

#### Opinion

We have audited the accompanying standalone financial results of **Onelife Capital Advisors Limited** ('the Company') for the quarter and year ended March 31, 2023, attached herewith along with notes thereto, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, these standalone financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the quarter and year ended March 31, 2023.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial results 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.

#### Management's Responsibilities for the Standalone Financial Results

These standalone quarterly financial results have been prepared based on the standalone annual financial statements. The Company's Board of Directors are responsible for the preparation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.



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 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 financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 financial results.

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 financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 standalone financial results 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 financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

**Other Matters:**

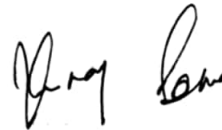
- (i) We draw attention to Note No. 5 of the accompanying statement. The Company has made investment of Rs. 400.00 lakhs and has given unsecured loan of Rs. 801.98 lakhs to Dealmoney Distribution and Advisory Services Private Limited (DDASPL) a subsidiary. DDASPL has incurred losses and the accumulated losses as on 31st March 2023 amounted to Rs. 44.39 Lakhs and the net worth is fully eroded. However, having regard to the value of investment property of DDASPL, the investment and loans are fully realizable and no impairment/provision is necessary in this regard. Our conclusion on the Statement is not modified in respect of the above matter.
- (ii) The Standalone Financial Results include the results for the quarter ended March 31, 2023, and corresponding quarter ended of the previous year being the balancing figure between audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current and previous financial year which were subject to limited review by us

Our opinion is not modified in respect of the above matters.

For **Bagaria and CO. LLP**

Chartered Accountants

Firm registration No. -113447/W/M-100019



**Vinay Somani**

Partner

Membership No. 143503

UDIN: 23143503BGWEMT7697



Place: Mumbai

Date: May 30, 2023

### Independent Auditor's Report

To  
The Board of Directors of  
**Onelife Capital Advisors Limited**

#### Report on the audit of the Consolidated Financial Results

#### Opinion

We have audited the accompanying consolidated financial results of **Onelife Capital Advisors Limited** ('the Holding Company'), its subsidiaries (together referred to as "the group") for the quarter and year ended March 31, 2023, attached herewith (refer other matters section below), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate audited financial statements/financial results of the subsidiaries which,

(i) include the financial results of following entities :

Sr. No	Particulars	Relationship
1.	Dealmoney Distribution and Advisory Services Private Limited	Wholly owned subsidiary
2.	Dealmoney Commodities Private Limited	Wholly owned subsidiary
3.	Eyelied Infrastructure Private Limited	Wholly owned subsidiary
4.	Dealmoney Insurance Broking Private Limited	Wholly owned subsidiary
5.	Sarsan Securities Private Limited	Wholly owned subsidiary
6.	Dealmoney Financial Services Private Limited	Subsidiary

(ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(iii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the quarter and year ended March 31, 2023.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial results 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 obtained by us and other auditors in terms of their report referred to in "Other matters" paragraph below is sufficient and appropriate to provide a basis for our audit opinion.



**Management's Responsibilities for the Consolidated Financial Results**

These Consolidated quarterly financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the group in accordance with the applicable accounting standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the entities included in the group 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial results, the Board of Directors of the entity's included in the group are responsible for assessing the respective entity'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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the entities included in the group are also responsible for overseeing the financial reporting process of the Group

**Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 consolidated financial results.

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 consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control system 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 the Board of Directors.



- Conclude on the appropriateness of the respective Board of Directors' 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 respective entities 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 consolidated financial results 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 consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/ information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company of which we are the independent auditors 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.

We are not required to perform procedures (as there is no significant component which in aggregate represents at least eighty percent of each of the consolidated revenue, assets and Profits) in accordance with the circular issued by the Securities Exchange Board of India (SEBI) under regulation 33(8) of the Listing Regulations, to the extent applicable.

**Other Matters:**

- (i) We did not audit the financial statements of 6 subsidiaries included in the consolidated financial statements, whose financial statements Total revenue of Rs.20.71 lakhs & 134.23 lakhs, total comprehensive profit(loss) of Rs. (112.12) lakhs and Rs. (248.90) lakhs for the quarter ended 31<sup>st</sup> March, 2023 and for year to date from 1<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023, respectively as considered in the consolidated financial statement. The financial statements of these subsidiaries have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the said subsidiaries, is based solely on the reports of other auditors.



- (ii) A Paragraph on material uncertainty related to Going Concern has been included in the Independent Auditor's report dated 30<sup>th</sup> May, 2023 issued without modifying their opinion, in respect of the financial statements of Dealmoney Distribution and Advisory Services Private Limited, a subsidiary company.

The Company net worth has been fully eroded, the Company has incurred a net cash loss Rs. 11.23 lakhs during the current Quarter ended 31<sup>st</sup> March 2023 (Rs.44.39 lakhs year to date for the period ended 31<sup>st</sup> March 2023) and, the Company's current liabilities exceeded its current assets by Rs. 847.14 lakhs as at 31<sup>st</sup> March 2023. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis based on the ability and commitment of holding company to provide adequate finances to the Company from time to time to enable to meet day to day expenses.

- (iii) The Auditors of Subsidiary "Dealmoney Commodities Private Limited " have modified their opinion and have highlighted the fact regarding the merger of Dealmoney Securities Private Limited (DSPL) with Dealmoney Commodities Private Limited (DCPL), which was approved by NCLT on 19<sup>th</sup> July, 2021. However, as the books of accounts of DSPL and DCPL have not been merged as on 31<sup>st</sup> March, 2023. Hence the figures reported in the results are subject to adjustments of the financial results of DSPL therein, including figures for the preceding periods. Our opinion in this report is modified in respect of this matter.
- (iv) The consolidated financial results include the results for the quarter ended March 31, 2023 and corresponding quarter ended of the previous year being the balancing figure between audited figures in respect of full financial year and the published unaudited year to date figures up to the third quarter of the current and previous financial year which were subject to limited review by us. Our opinion is not modified in respect of the above matters.

For **Bagaria and Co. LLP**  
Chartered Accountants  
Firm registration No.-11344/VV/W-100019



**Vinay Somani**

Partner

Membership No. 143503

UDIN: 23143503BGWEMU3300



Place: Mumbai  
Date: May 30, 2023