



Singal & Company

CHARTERED ACCOUNTANTS

Independent Auditor's Report

To the Members of **M/S. OAKNORTH HOLDINGS LIMITED, JERSEY & SUBSIDIARIES,**

Report on the Consolidated Financial Statements

We have audited the accompanying financial statements of M/S. OAKNORTH HOLDINGS LIMITED, JERSEY & SUBSIDIARIES ("the Company" or "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation and fair presentation of these financial statements in accordance with Indian GAAP's. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required and 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 31st March, 2016, and its Consolidated profit/loss and its Consolidated cash flows for the year ended on that date.

Emphasis of Matters

There are no Matters in reports which need Emphasis. This report, including the opinion, has been prepared for the Board of Directors of the Company for their internal purposes. We do not, in giving this opinion, accept or assume any responsibility for any other purpose of to any other person, unless expressly agreed by our prior written consent.

Place:-DELHI
Date: 15/Apr/2016



**For M/S. SINGAL & COMPANY
Chartered Accountants
FRN: 023623N**

A handwritten signature in black ink, appearing to read 'K. Singal'.

**KARAN SINGAL
(PARTNER)
M. No.**

515513

OAKNORTH HOLDINGS LIMITED, JERSEY & SUBSIDIARIES
 CONSOLIDATED FINANCIAL STATEMENTS

(F.Y. 2015-2016)

CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2016

| | Note No. | As at 31 March 2016 £ 000 | As at 31 March 2015 £ 000 |
|--|----------|------------------------------|------------------------------|
| EQUITY AND LIABILITIES | | | |
| Shareholder's funds | | | |
| Share capital | 3 | 1,215 | 666 |
| Reserves and surplus | 4 | 82,538 | 13,511 |
| | | 83,753 | 14,177 |
| Non-current liabilities | | | |
| Customers Deposits | 5 | 5,541 | - |
| Long Term Provisions | 6 | 17 | - |
| | | 5,558 | - |
| Current liabilities | | | |
| Short Term Repo Borrowings | | 497 | - |
| Customers Deposits | 5 | 10,518 | - |
| Trade payables | | 1,251 | 669 |
| Short term provisions | 7 | 4 | 1 |
| Other current liabilities | 8 | 866 | - |
| | | 13,136 | 670 |
| TOTAL | | 102,447 | 14,847 |
| ASSETS | | | |
| Non-current assets | | | |
| Fixed assets | 9 | | |
| Tangible fixed assets | | 129 | 34 |
| Intangible assets | | 3,855 | 1 |
| Capital work-in-progress | | 275 | 1,889 |
| Long-term loans and advances to customers | 10 | 26,068 | - |
| Other non-current assets | 11 | 65 | 2 |
| | | 30,392 | 1,926 |
| Deferred tax assets (Net) | 12 | 4 | - |
| Current assets | | | |
| Current investments | 13 | 749 | - |
| Balance with central banks | 14 | 42,131 | - |
| Loans and advances to banks | 14 | 7,140 | 12,789 |
| Short-term loans and advances to Customers | 10 | 21,744 | - |
| Other current assets | 15 | 287 | 132 |
| | | 72,051 | 12,921 |
| TOTAL | | 102,447 | 14,847 |

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

For M/S. SINGAL & COMPANY
 Chartered Accountants
 (FRN: 023623N)


 Karan Singal
 Partner
 Membership No.: 515513
 Place: Delhi
 Date: 15.04.2016



For OakNorth Holdings Limited



Rishi Khosla

Director

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2016

| | Note No. | Year ended 31 March 2016 £ 000 | Year ended 31 March 2015 £ 000 |
|--|----------|--------------------------------------|--------------------------------------|
| Revenue | | | |
| Interest Income | | 513 | 1 |
| Interest expense | | (106) | - |
| Net interest income | | 407 | 1 |
| Fee Income | | 85 | - |
| Other income | | 49 | 1 |
| Total operating income | | 541 | 2 |
| Expenses | | | |
| Employee benefit expenses | | 2,652 | 255 |
| Depreciation and amortization expenses | 9 | 229 | 2 |
| Other expenses | | 1,440 | 329 |
| Finance costs | | 7 | 1 |
| Total expenses | | 4,328 | 587 |
| Loss before tax | | (3,787) | (585) |
| Tax expense | | | |
| Current tax expense | | (24) | (3) |
| Deferred tax credit | 12 | 4 | - |
| Loss after tax for the year | | (3,807) | (588) |
| Earnings per share (£) | 16 | | |
| Basic (£) | | (2.51) | (0.69) |
| Diluted (£) | | (2.51) | (0.69) |

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

As per our report of even date
 For M/S. SINGAL & COMPANY
 Chartered Accountants
 (FRN: 023623N)



Karan Singal
 Partner
 Membership No.: 515513
 Place: Delhi
 Date: 15.04.2016



For OakNorth Holdings Limited



Rishi Khosla
 Director

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2016

| | Year ended 31 March 2016 £000 | Year ended 31 March 2015 £000 |
|---|-------------------------------------|-------------------------------------|
| A. Cash Flow From Operating Activities | | |
| Loss before tax (as per Statement of Profit and Loss) | (3,787) | (585) |
| Adjustments for non-cash/ non-trade items: | | |
| Depreciation & amortization expenses | 229 | 2 |
| Exchange fluctuation | (4) | 2 |
| Increase / (decrease) in trade payables | 582 | 669 |
| Increase / (decrease) in other current liabilities | 866 | - |
| Increase / (decrease) in long term provisions | 17 | - |
| Decrease / (increase) in other non-current assets | (63) | (2) |
| Decrease / (increase) in other current assets | (155) | (132) |
| Operating profits before Working Capital Changes | (2,315) | (46) |
| Adjusted For: | | |
| Increase / (decrease) in customer deposits | 16,059 | - |
| Decrease / (increase) in loans and advances to customers | (47,812) | - |
| Cash used in Operations | (34,068) | (46) |
| Income Tax (paid) | (21) | (2) |
| Net Cash used in Operating Activities(A) | (34,089) | (48) |
| B. Cash Flow From Investing Activities | | |
| Purchase of assets (tangible/intangible) | (2,564) | (1,926) |
| Purchase of investments | (749) | - |
| Net Cash used in Investing Activities(B) | (3,313) | (1,926) |
| C. Cash Flow From Financing Activities | | |
| Issue of share capital | 73,387 | 14,763 |
| Repo borrowings | 497 | - |
| Net Cash generated from Financing Activities(C) | 73,884 | 14,763 |
| D. Net increase/decrease in Cash & Cash Equivalents(A+B+C) | 36,482 | 12,789 |
| E. Cash & Cash Equivalents at Beginning of year/period | 12,789 | - |
| F. Cash & Cash Equivalents at End of year/period | 49,271 | 12,789 |
| Reconciliation of cash and cash equivalents | | |
| Balance with central banks | 42,131 | - |
| Loans and advances to banks | 7,140 | 12,789 |
| Total cash and cash equivalents | 49,271 | 12,789 |

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

As per our report of even date
For M/S. SINGAL & COMPANY
Chartered Accountants
(FRN: 023623N)

K. Singal

Karan Singal
Partner
Membership No.: 515513
Place: Delhi
Date: 15.04.2016



For OakNorth Holdings Limited

Rishi Khosla

Rishi Khosla
Director

Notes to the consolidated financial statements for the year ended 31 March 2016

1. Corporate Information

Oaknorth Holdings Limited is a limited company domiciled in Jersey and incorporated under the provisions of the Jersey Financial Services Commission. The company is a holding company of a bank in United Kingdom and IT enabled service providers in Mauritius and India. It has its registered office in Jersey.

2. Significant Accounting Policies

2.1 Basis of consolidation

The consolidated financial statements presents the accounts of the company and all of its subsidiaries, which are controlled by it. Control exists when the company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries have been prepared for the same reporting period as the Group. The consolidated financial statements of the Company have been prepared on the following basis:

- The financial statement of the OakNorth Holdings Limited (the Company) and its subsidiary companies have been consolidated on a line by line basis by adding together the book values of like items like assets, liabilities, incomes and expenses, after fully eliminating intragroup balances and transactions resulting in unrealized profit or losses.
- The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The subsidiaries considered in the preparation of these consolidated financial statements are:

| Name of the subsidiary | Country of incorporation | of Proportion of ownership | of |
|---|--------------------------|----------------------------|----|
| OakNorth Bank Limited | United Kingdom | 100% | |
| OakNorth Global Limited | Mauritius | 100% | |
| OakNorth Global Private Limited (99% subsidiary of OakNorth Global Limited and 1% held by the Company) | India | 100% | |

2.2 Basis of accounting:-

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statement of individual subsidiaries have been translated to Indian GAAP for consolidation.

- i. The financial statements have been prepared under the historical cost convention on accrual basis.
- ii. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
- iii. The accounts have been prepared on the basis of Going Concern.

2.3 Use of estimates:-

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the estimates used in preparation of the



financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

2.4 Tangible fixed assets :-

Tangible fixed assets comprises of computer and IT equipments, furniture and fixtures leasehold improvements and are stated at cost less accumulated depreciation and impairment, if any. The cost of tangible fixed assets comprises of purchase price and any other incidental cost of bringing the asset to its working condition for its intended use.

The Company follows straight line method of depreciation on all its tangible fixed assets depreciated over the useful life of assets. For assets acquired during the year, the Company provides pro-rata depreciation from the date on which asset is acquired/ put to use. On assets sold, discarded, etc. during the year, depreciation is provided up to the date of sale / discard.

The rates of depreciation charged on tangible assets are as below:

| | |
|---|------------------------------|
| Furniture Fixtures and office equipment | 5 years |
| Computers and IT equipment | 3-6 years |
| Leasehold improvements | over the period of the lease |

2.5 Intangible assets

The amount initially recognised for internally-generated intangible assets being is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria. Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately. Consultancy and other costs incurred in acquiring and developing software for internal use which are capitalised as intangible assets where software supports a significant business system and the expenditure leads to the creation of an identifiable durable asset.

Intangibles assets are amortized using the straight line method over the estimated life of intangibles on the following basis:-

| | |
|--------------------|-----------|
| Banking License | 10 years |
| Computer softwares | 3-5 years |

2.6 Foreign Currency Transactions & Translations :-

Transactions in foreign currencies are recorded on initial recognition at the exchange rate prevailing on the date of the transaction.

The exchange differences arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded / reported in previous financial statements are recognized as income / expense in the period in which they arise.

Non-integral foreign operations: All assets and liabilities of non-integral foreign operations are translated at the year-end rates. Transactions of non-integral foreign operations are translated at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction. The exchange differences on translation of balances relating to non-integral foreign operations are accumulated in a "Foreign currency translation reserve" until disposal of the operation, in which case the accumulated balance in "Foreign currency translation reserve" is recognised as income / expense in the same period in which the gain or loss on disposal is recognised.



2.7 Revenue Recognition :-

Interest income and interest expense are recognised in the statement of profit and loss on time proportion basis, other than interest on doubtful collectability which is excluded from interest income.

Fees receivable which are an integral part of the loan are amortised over the expected life of the instrument on a straight line basis

2.8 Employee benefits :-

Employee benefits include provident fund, gratuity and compensated absences.

Defined contribution plans

Contribution to provident fund and employee state insurance scheme by the entities in the Group are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made.

Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Consolidated Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested. The retirement benefit obligation recognised in the Consolidated Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets.

Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

2.9 Leases

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Consolidated Statement of Profit and Loss on a straight-line basis.

2.10 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.



2.11 Taxes on income

Current tax is determined on the basis of taxable income and tax credits computed for each of the entities in the Group in accordance with the provisions of applicable tax laws of the respective jurisdictions where the entities are located.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognized for all deductible timing differences, other than unabsorbed depreciation and carry forward of losses and are carried forward to the extent there is reasonable certainty that sufficient taxable profit will be available to realize these assets and in respect of unabsorbed depreciation and carry forward of losses, deferred tax assets are recognized only to the extent that there is a virtual certainty that sufficient taxable income will be available to realize these assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the entity has a legally enforceable right for such set off. The Group offsets deferred tax assets and deferred tax liabilities, and advance income tax and provision for tax, if it has a legally enforceable right and these relate to taxes in income levies by the same governing taxation laws.

2.12 Provisions, Contingent Liabilities and Contingent Assets:-

Provision for bad and doubtful debts

Provisions for bad and doubtful debts are based on the year end appraisal of loans and advances. A general provision has been made in respect of losses which, although not yet specifically identified, are known from experience to be present in any portfolio of bank advances. The general provision is charged as a percentage of loans written.

Other provisions

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent liabilities and assets

Contingent Liabilities are disclosed in Notes to the consolidated financial statements for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company; or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized/disclosed in the financial statements

3. Share Capital

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--|------------------------------|------------------------------|
| Issued, subscribed and paid-up : | | |
| 2,058,946 (previous year : 1,128,197) ordinary equity shares of £0.59 each | 1,215 | 666 |

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares

| | As at 31 March 2016 | |
|--|---------------------|---------------|
| | No. of Shares | Amount (£000) |
| | | |



| | | |
|---|------------------|--------------|
| At the beginning of the period | 1,128,197 | 666 |
| Issued during the Period | 930,749 | 549 |
| Redeemed or bought back during the period | - | - |
| Outstanding at end of the period | 2,058,946 | 1,215 |

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of equity shares having a par value of £ 0.59 per share. Each shareholder is eligible for one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

4. Reserves and surplus

| Particulars | £000 | | | |
|--|--------------------|--------------------------------------|-------------------|----------------------------|
| | Securities premium | Foreign currency translation reserve | Retained earnings | Total reserves and surplus |
| Opening Balance (31 March 2015) | 14,210 | 2 | (701) | 13,511 |
| Add: Additions | 72,838 | - | (3,807) | 69,031 |
| Less: Deductions | - | (4) | - | (4) |
| Closing Balance (31 March 2016) | 87,048 | (2) | (4,508) | 82,538 |

5. Customer Deposits

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--------------------------------|------------------------------|------------------------------|
| Non-current customer deposits | 5,541 | - |
| Current customer deposits | 10,518 | - |
| Total customer deposits | 16,059 | - |

6. Long term provisions

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|-----------------------------------|------------------------------|------------------------------|
| Gratuity | 8 | - |
| Compensated absences | 9 | - |
| Total long term provisions | 17 | - |



7. Short term provisions

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|------------------------------------|------------------------------|------------------------------|
| Current tax | 4 | 1 |
| Total short term provisions | 4 | 1 |

8. Other current liabilities

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|---|------------------------------|------------------------------|
| Interest received in advance from customers | 866 | - |
| Total other current liabilities | 866 | - |



9. Fixed Assets

| Assets | | Gross Block | | | | Accumulated Depreciation/ Amortisation | | | Net Block | | £000 |
|----------|---|----------------------------|---------------------------------|--------------------------------|--------------------------------------|--|--------------------|--------------|---------------------------|---------------------------|--------------|
| | | As at 1st April 2015 | Additions during the year | Deletion during the year | Balance as at 31 March 2016 | Upto 31 March 2015 | During the year | On deletions | As at 31 March 2016 | As at 31 March 2016 | |
| A | Tangible fixed assets | | | | | | | | | | |
| | Leasehold improvements | - | 55 | - | 55 | - | 5 | - | 5 | 50 | - |
| | Computer and IT equipment | 32 | 44 | - | 76 | 2 | 16 | - | 18 | 58 | 30 |
| | Furniture, fittings and office equipment | 4 | 19 | - | 23 | - | 2 | - | 2 | 21 | 4 |
| | Total (A) | 36 | 118 | - | 154 | 2 | 23 | - | 25 | 129 | 34 |
| B | Intangible assets | | | | | | | | | | |
| | Banking license | - | 294 | - | 294 | - | 17 | - | 17 | 277 | - |
| | Software - Core Banking Platform | 1 | 3,765 | - | 3,766 | - | 188 | - | 188 | 3,578 | 1 |
| | Total (B) | 1 | 4,059 | - | 4,060 | - | 205 | - | 205 | 3,855 | 1 |
| | Current Year Total (A + B) | 37 | 4,177 | - | 4,214 | 2 | 228 | - | 230 | 3,984 | 35 |
| | Capital work in progress | | | | | | | | | 275 | 1,889 |
| | Total | | | | | | | | | 4,259 | 1,924 |



10. Loans and advances to customers

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--|------------------------------|------------------------------|
| Non-current loans and advances to customers | 26,068 | - |
| Current loans and advances to customers | 21,744 | - |
| Total loans and advances to customers | 47,812 | - |

Provision for bad and doubtful debts

General Provisions

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--------------------------|------------------------------|------------------------------|
| Opening | - | - |
| Created during the year | 62 | - |
| Released during the year | - | - |
| Closing | 62 | - |

Bad and doubtful debts movement during the year

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--|------------------------------|------------------------------|
| General provision created | 62 | - |
| General provision released | - | - |
| Total charge to the profit and loss | 62 | - |

11. Other non-current assets

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|---------------------------------------|------------------------------|------------------------------|
| Security deposits | 65 | 2 |
| Total other non-current assets | 65 | 2 |



12. Deferred tax assets (net)

| Particulars | As at 31 March 2016 £000 | As at 31 March 2015 £000 |
|---|-----------------------------|-----------------------------|
| Deferred tax assets | | |
| - Expenses deductible on payment basis | 5 | - |
| Deferred tax liabilities | | |
| - On depreciation | (1) | - |
| Net deferred tax assets / (liabilities) | 4 | - |
| Charge during the year | 4 | - |

Deferred tax credit / (charge)

| Particulars | Year ended 31 March 2016 £000 | Year ended 31 March 2015 £000 |
|---------------------|-------------------------------------|-------------------------------------|
| Deferred tax credit | 4 | - |
| Total | 4 | - |

13. Investments

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|---|------------------------------|------------------------------|
| Investment in treasury bills (Fair value : £700 thousands) | 700 | - |
| Investment in equity shares – unlisted | 49 | - |
| Total investments | 749 | - |

14. Cash and cash equivalents

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|--|------------------------------|------------------------------|
| Balance with central banks | 42,131 | - |
| Balance with banks | 7,140 | 12,789 |
| Total cash and cash equivalents | 49,271 | 12,789 |



15. Other current assets

| Particulars | As at 31 March 2016 £000s | As at 31 March 2015 £000s |
|-----------------------------------|------------------------------|------------------------------|
| Prepayments | 185 | 132 |
| Accruals | 102 | - |
| Total other current assets | 287 | 132 |

16. Earnings Per Share

| Particulars | Year ended 31 March 2016 | Year ended 31 March 2015 |
|--|-----------------------------|-----------------------------|
| | | |
| Basic | | |
| Loss after tax (A) (£000) | (3,807) | (588) |
| Weighted average number of shares outstanding (B) | 1,517,392 | 851,751 |
| Basic EPS (A / B) (£) | (2.51) | (0.69) |
| Weighted average number of shares outstanding including effect of potential equity (C) | 1,521,548 | 851,751 |
| Diluted EPS (A / C) (£) | (2.51) | (0.69) |
| Face value per share (£) | 0.59 | 0.59 |

17. Operating Leases

| | Year ended 31 March 2016 £000 | Year ended 31 March 2015 £000 |
|---|-------------------------------------|-------------------------------------|
| Lease expense charged to Statement of profit and loss | 115 | |

Total future minimum lease payments under non-cancellable operating leases are as follows:

| | | |
|------------------------------|-----|----|
| - within one year | 190 | 25 |
| - between one and five years | 19 | 44 |
| - beyond five years | - | - |

Operating lease payments represent rentals payable by the Group for its office premises at different locations.



18. Related Party disclosures under AS-18 "Related Party Disclosures"

As per Accounting Standard AS-18 "Related Party Disclosures" the company's related parties and transactions with them are disclosed below:

A. Name of the related parties and nature of related party relationships:-

| Details of related parties: | |
|--|--|
| Description of relationship | Names of related parties |
| Subsidiaries | OakNorth Bank Limited, United Kingdom |
| | OakNorth Global Limited, Mauritius |
| | OakNorth Global Private Limited, India |
| Key Management personnel | Rishi Khosla |
| | Joel Perlman |
| | Kathryn Tully |
| | Paul D Pirouet |
| Entities on which key management personnel exercise control | R&H Trust Co. Jersey Limited |

B. Transactions with related parties:-

| Particulars | Year ended 31 March 2016 £000 | Year ended 31 March 2015 £000 |
|--|-------------------------------------|-------------------------------------|
| Purchase of services from R&H Trust Co. Jersey Limited | 35 | 35 |
| Salaries (paid by the Group) | 114 | 10 |

Balance outstanding as at year end:-

| Particulars | As at 31 March 2016 | As at 31 March 2015 |
|-------------|---------------------|---------------------|
| NIL | | |

19. Contingent liabilities and commitments

The Group has loan commitments outstanding as at the year-end for £1,000 thousands in respect of agreements executed pending drawdowns from the customers.

Further, OakNorth Bank Limited has a loan pipeline of approximately £30 million as at the end of year.

20. The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

