

Colosceum Media Private Limited

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF COLOSCEUM MEDIA PRIVATE LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Colosceum Media Private Limited, ("the company"), which comprises the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

Management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 standalone 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 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 disclosures in the financial statements. The procedures selected depend on the auditors' 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 and presentation 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 accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit/loss and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 (the 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors of the Company as on March 31, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.
 - g. With respect to the other matters to be included in the Auditor’s report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 2.16 to the financial statements.
 - ii. The Company did not have any material foreseeable losses on long term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Mohan L Jain & Co**
Chartered Accountants
Firm Registration No. **005345N**

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date:

“ANNEXURE – A” TO THE INDEPENDENT AUDITOR’S REPORT

“ANNEXURE – A” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENT OF COLOSCEUM MEDIA PRIVATE LIMITED

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

We have audited the internal financial controls over financial reporting of Colosceum Media Private Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,

projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Mohan L Jain & Co**
Chartered Accountants
Firm Registration No. **005345N**

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date:

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

To the Members of Colosceum Media Private Limited

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2016.

On the basis of such checks as we considered appropriate and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

(i) *Fixed assets:*

- (a)** The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b)** As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c)** The Company does not have any immovable properties. Accordingly, the provision of paragraph 3 (i) (c) of the Order is not applicable to the Company.

(ii) *Inventories:*

- (a)** The Company does not have any inventory at any time during the year. Accordingly, the provisions of paragraph 3 (ii) of the Order are not applicable to the Company.

(iii) *Granting of loans to certain parties:*

- (a)** According to the information and explanation given to us, the Company has not granted any loan, secured or unsecured to companies, firms or other parties covered by Section 2(76) of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable.

(iv) *Loans and investments:*

- (a)** According to the information and explanation given to us, the Company has not made any loan, investment, and guarantees to any person specified under section 185 and section 186 of the Companies Act, 2013; and therefore paragraph 3(iv) of the Order is not applicable.

(v) *Acceptance of Deposits:*

- (a)** In our opinion and according to the information and explanation given to us, the Company has not received any public deposits during the year.

(vi) *Maintenance of cost records:*

- (a)** We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) (d) of the Act and are of the opinion that, *prima facie*, the prescribed accounts and cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) *Deposit of statutory dues:*

- (a)** According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.

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- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess and other material statutory dues in arrears / were outstanding as at 31 March, 2016 for a period of more than six months from the date they became payable.
- (viii) *Default in repayment of dues:*
- (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (ix) *Application of term loans/public issue/follow on offer:*
- (a) In our opinion and according to the information and explanations given to us, monies rose by way of debt instruments and the term loans have been applied by the Company for the purposes for which they were raised.
- (x) *Fraud reporting:*
- (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) *Managerial remuneration:*
- (a) The Company is a private limited company. Accordingly, the provisions of paragraph 3(xi) of the Order are not applicable
- (xii) *Nidhi Company:*
- (a) The Company is not Nidhi Company as per Companies Act 2013. Accordingly, the provision of paragraph 3(xii) of the Order is not applicable.
- (xiii) *Related party transactions:*
- (a) All transactions with the related parties are in compliance with section 177 and 188 of the Companies act 2013 where applicable and details have been disclosed in financial statements etc., as required by the applicable accounting standards.
- (xiv) *Preferential allotment/private placement:*
- (a) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
- (xv) *Non-cash transactions:*
- (a) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

For Mohan L Jain & Co.

Chartered Accountants

(Firm Registration No: 005345N)

Mohan Lal Jain

Partner

Membership No: 084190

Place: New Delhi

Date:

Balance sheet as at 31st March, 2016

		(Amount in Rs.)	
	Notes	As at 31st March 2016	As at 31st March 2015
Equity and liabilities			
1	Shareholders' funds		
	(a) Share capital	12,846,010	12,846,010
	(b) Reserves and surplus	139,380,119	116,342,943
2	Non-current liabilities		
	(a) Long-term provisions	1,843,715	1,631,284
3	Current liabilities		
	(a) Short-term borrowings	59,954,709	-
	(b) Trade payables	37,299,090	40,462,762
	(c) Other current liabilities	34,874,900	31,828,196
	(d) Short-term provisions	86,034	65,263
	Total	286,284,576	203,176,458
Assets			
1	Non-current assets		
	(a) Fixed assets		
	(i) Tangible assets	1,519,682	1,729,456
	(ii) Intangible assets	-	-
	(b) Deferred tax assets (net)	1,216,247	1,263,256
	(c) Long-term loans and advances	2,116,500	2,452,396
2	Current assets		
	(b) Inventories	64,971,795	8,816,490
	(c) Trade receivables	137,634,504	100,292,576
	(d) Cash and Bank Balance	3,854,659	22,104,022
	(e) Short-term loans and advances	74,971,189	66,518,261
	Total	286,284,576	203,176,458
	See accompanying notes to the Financial statements	1 to 31	

In terms of our report attached

For and on behalf of the Board

For MOHAN L. JAIN & CO.
Chartered Accountants
Firm Registration No.005345N

Mohan Lal Jain
Partner
Membership No. 084190

Kshipra Jatana
Director

Karanvir Singh Gill
Director

Place: New Delhi
Date:

Statement of profit and loss for the year ended 31st March, 2016

	Notes	Year Ended 31st March 2016	(Amount in Rs.) Year Ended 31st March 2015
I. Revenue			
Revenue from operations	18	568,373,725	450,798,383
Other income	19	9,709,442	4,351,647
Total revenue		578,083,167	455,150,030
II. Expenses			
Production and other direct expenses	20	543,980,084	357,979,097
(Increase)/decrease in inventories of Work in Progress	21	(56,155,305)	33,697,681
Employee benefits expense	22	19,564,650	22,758,762
Finance costs	23	1,785,489	76,418
Depreciation and amortization expense	24	374,482	1,266,193
Other expenses	25	29,366,149	24,239,478
Total Expenses		538,915,548	440,017,629
Profit/(Loss) before exceptional items and tax		39,167,619	15,132,401
Exceptional Items		-	1,103,120
Profit/(loss) before tax		39,167,619	14,029,281
Tax expense			
Prior Period Tax Adjustments		2,630,029	-
Current tax		13,453,404	2,969,410
Deferred tax		47,010	(650,615)
Total Tax expense		16,130,443	2,318,795
Profit/ (Loss) for the year		23,037,176	11,710,486
Earnings per equity share [nominal value of share Rs. 10/- (31st March 2015: Rs. 10/-)]			
(a) Basic		19.58	9.95
(b) Diluted		19.58	9.95
Summary of significant accounting policies			

In terms of our report attached

For and on behalf of the Board

For MOHAN L. JAIN & CO.
Chartered Accountants
Firm Registration No.005345N

Mohan Lal Jain
Partner
Membership No. 084190

Kshipra Jatana
Director

Karanvir Singh Gill
Director

Place: New Delhi
Date:

Cashflow Statement for the year ended 31st March, 2016

	(Amount in Rs.)	
	Year Ended 31st March 2016	Year Ended 31st March 2015
Cash flows from Operating activities		
Profit / (Loss) before income tax	39,167,619	14,029,281
Adjustments for:		
Depreciation & Amortisation	374,482	1,266,193
Interest & Financial Charges	1,785,489	76,418
Exceptional Items	-	1,103,120
Interest Income	(2,593,440)	(3,890,691)
Loss on Scrap of Fixed Assets	332,793	43,603
Changes in working capital		
Increase in:		
– Non-Current Liabilities	212,431	397,327
– Current Assets	(101,950,160)	(28,592,055)
Decrease in:		
– Current Liabilities	(96,197)	(10,092,288)
– Non-Current Assets	335,896	540,710
– Current Assets	-	-
Cash used in operations	(62,431,087)	(25,118,383)
Income tax paid	(16,083,433)	(2,969,410)
Net cash used in operating activities	(78,514,520)	(28,087,793)
Cash flows from investing activities		
Purchases of Fixed Assets	(571,106)	(59,750)
Sale of Fixed Assets	73,604	-
Interest Received	2,593,440	3,890,691
Net cash flow used in investing activities	2,095,938	3,830,941
Cash flows from financing activities		
Loan Borrowing/Repayment	59,954,709	(39,208,557)
Interest & Financials Charges	(1,785,489)	(76,418)
Net cash flow generated from financing activities	58,169,220	(39,284,975)
Net increase / (decrease) in cash and cash equivalents	(18,249,363)	(63,541,826)
Cash and cash equivalents at beginning of year	22,104,022	85,645,848
Cash and cash equivalents at end of Year	3,854,659	22,104,022

1. The above Cash flow statement has been prepared under the indirect method set out in AS-3
2. Figures in brackets indicate cash outflow.
3. Previous year figures have been regrouped and recast wherever necessary to conform to the current period classification.

In terms of our report attached

For and on behalf of the Board

For MOHAN L. JAIN & CO.

Chartered Accountants

Firm Registration No.005345N

Mohan Lal Jain

Partner

Membership No. 084190

Place: New Delhi

Date:

Kshipra Jatana

Director

Karanvir Singh Gill

Director

Notes forming part of the financial statements for the year ended 31st March, 2016

1 Corporate information

Colosceum Media Private Limited was promoted by Mr. Raghav Bahl and Mrs. Ritu Kapur to carry on the business of media and media related services. The company was incorporated in the name of RVT SOFTWARE PRIVATE LIMITED on November 29, 2007. The name of the company was changed to Colosceum Media Private Limited on December 20, 2007.

The company is engaged in the business of conceptualization and creation of multimedia assets and IPs. It offers content development capabilities for television and film entertainment as well as consulting, strategic and research advisory services to clients.

2 Significant accounting policies

These financial statements have been prepared to comply with Accounting Principals Generally accepted in India (Indian GAAP) the Accounting Standards notified under Section 211(3C) of the Companies (Accounting Standards) Rules, 2006 (as amended) (“ the 1956Act”) (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 (“the 2013 Act”) in terms of General Circular 15/2013 dated 13 September, 2013 of the Ministry of Corporate Affairs) and the relevant provision of the 1956 Act/2013 Companies Act, as applicable.

2.1 Basis of accounting and preparation of financial statements

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

2.2 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. Examples of such estimates include provision for doubtful debts, future obligations under employee retirement benefit plans, income taxes, foreseeable estimated contract losses and useful life of fixed and intangible assets. 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 recognised in the periods in which the results are known / materialise.

2.3 Inventories

Inventories are valued at cost. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

2.4 Depreciation and amortisation

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under:

Leasehold land is amortised over the duration of the lease i.e. considering 3 years.

Intangible assets are amortised over their estimated useful life as follows:

Computer Software – 5 years

The estimated useful life of tangible and intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern.

2.5 Revenue recognition

Income from services

In respect of sponsored and commissioned program, revenue is recognised as and when the relevant episodes of the programs are telecast.

Notes forming part of the financial statements for the year ended 31st March, 2016

2.6 Other income

- a) Interest income is accounted on accrual basis.
- b) Dividend income is accounted for when the right to receive it is established.
- c) In all other cases, revenue is recognised when no significant uncertainty as to its determination or realization exist.

2.7 Tangible fixed assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets acquired and put to use for specific project purpose are expensed out.

2.80 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

2.90 Foreign currency transactions and translations

Initial recognition

Transactions in foreign currencies entered into by the Company are accounted 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.

2.10 Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

2.11 Employee benefits

Employee benefits include provident fund, gratuity fund, compensated absences, long service awards and post-employment medical benefits.

Defined contribution plans

Provident Fund

The Company's contribution to provident fund is considered as defined contribution plans and is charged as an expense as they fall due based on the amount of contribution (presently, 12% of the employees' basic salary) as required to be made by both the employees and the employer. The company has no further obligations under the plan beyond its monthly contributions.

Defined benefit plans

Gratuity

The gratuity liability arises on retirement, withdrawal, resignation or death of an employee. The aforesaid liability is calculated

Notes forming part of the financial statements for the year ended 31st March, 2016

on the basis of fifteen days salary (i.e. last drawn salary plus dearness allowance) for each completed year of service subject to completion of five years of service.

The present value of defined benefit obligations/compensated absences and the related current service cost are measured using the projected unit credit method with actuarial valuation being carried at each year end.

Leave Encashment

The Company has provided for the liability at period end on account of unavailed leave as per the actuarial valuation as per the Projected Unit Credit Method.

2.12 Borrowing costs

Borrowing costs that are attributable to the acquisition and construction of a qualifying asset are recognized as an expense in the year in which they are incurred.

2.13 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 Statement of Profit and Loss on a straight-line basis over the lease period.

2.14 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

2.15 Taxes on income

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT Credit is recognised as an asset under the head "Short term Loans and Advances" in the Balance Sheet.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the 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 substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.16 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

As of 31st March 2016 a demand of Rs. 15,850/- has been made by the Income Tax Department on account of default in deduction and payment of TDS liability pertaining to Financial Year 2007-08 onwards. The same is being examined and appropriate representations will be made to the department. No provision has been created for the same.

Notes forming part of the financial statements for the year ended 31st March, 2016

		(Amount in Rs.)	
		As at 31st March 2016	As at 31st March 2015
3	Share capital		
	a. Authorized shares capital		
	i. 1,500,000 (31 March 2016: 1,500,000) Equity shares of Rs. 10/- each	15,000,000	15,000,000
	ii. 500,000 (31 March 2016: 500,000) Preference shares of Rs. 10/- each	5,000,000	5,000,000
	b. Issued, subscribed and paid-up capital		
	i. 1,176,500 (31 March 2016: 1,176,500) Equity shares of Rs. 10/- each	11,765,000	11,765,000
	ii. 108,101 (31 March 2016: 1,08,101) Preference Shares of Rs.10/- each	1,081,010	1,081,010
	Total issued, subscribed and fully paid-up shares capital	12,846,010	12,846,010

DISCLOSURES

a Reconciliation of the shares outstanding		As at	As at
i Equity shares		31st March 2016	31st March 2015
		Numbers	Numbers
	i. At the beginning of the period	1,176,500	1,176,500
	ii. Issued during the period-ESOP	-	-
	Outstanding at the end of the period	1,176,500	1,176,500
ii. Preference shares		As at	As at
		31st March 2016	31st March 2015
		Numbers	Numbers
	i. At the beginning of the period	108,101	108,101
	ii. Issued during the period	-	-
	Outstanding at the end of the period	108,101	108,101

b Description of the rights, preferences and restrictions attached preference shares

- Each Preference Share shall have a tenure of 10 (ten) years from the date of issue and shall carry right to dividend at 0%.
- The company shall have an option, exercisable at any time during a period of 10 (ten) years following the date of issue, to convert all or part of the Preference ShareS into Equity Shares.
- Each Preference Share is convertible into 10 Equity Shares of the Company. The Equity Shares of the Company so allotted on conversion shall rank pari passu and shall have the same rights as the existing Equity Shares of Company.
- The Preference Shares shall be freely transferable to any third party subject to applicable law.
- The Preference Shares which are not redeemed or converted and outstanding on the expiry of 10 years from the date of subscription shall be redeemed by the Company within 1 month from the expiry of the tenure at the same price at which the Preference Shares were issued

Notes forming part of the financial statements for the year ended 31st March, 2016

		(Amount in Rs.)	
		As at	As at
		31st March 2016	31st March 2015
c	Details of shares held within the Group		
	Shares held by the holding company		
	Equity Shares: 11,76,499 (31 March 2016: 11,76,499) shares of Rs. 10 each	11,764,990	11,764,990
	Preference Shares: 108,101 (31 March 2016: 1,08,101) Shares of Rs.10/- each	1,081,010	1,081,010
d	Details of Equity shareholders holding more than 5% shares in the company		
		As at 31st March 2016	As at 31st March 2015
	Name of Shareholder	No. of Shares held	% of Holding
		No. of Shares held	% of Holding
	Capital 18 Fincap Pvt Ltd	1,176,499	99.99%
		1,176,499	99.99%
e	Details of Preference shareholders holding more than 5% shares in the company		
		As at 31st March 2016	As at 31st March 2015
	Name of Shareholder	No. of Shares held	% of Holding
		No. of Shares held	% of Holding
	Capital 18 Fincap Pvt Ltd	108,101	100.00%
		108,101	100.00%
4	Reserve and surplus		
	a) Securities premium account		
	Balance as per the last financial statements	126,019,740	126,019,740
	Add: Premium on issue of preference shares	-	-
	Closing Balance	126,019,740	126,019,740
	b) Surplus/(deficit) in the statement of profit and loss		
	Balance as per the last financial statements	(9,676,797)	(21,075,907)
	Depreciation charge as per Schdule II from retained earnings	-	(311,376)
	Less.: Profit for the year	23,037,176	11,710,486
	Net Deficiat in the statement of profit and loss	13,360,379	(9,676,797)
	Total	139,380,119	116,342,943
5	Long Term Provisions		
	Provision for employee benefits		
	Provision for gratuity	1,132,777	1,069,256
	Provision for leave encashment	710,938	562,028
	Total	1,843,715	1,631,284

Notes forming part of the financial statements for the year ended 31st March, 2016

	(Amount in Rs.)	
	As at 31st March 2016	As at 31st March 2015
6 Short-term borrowings		
Secured - Repayable on demand from banks - Cash Credit	59,954,709	-
Total	59,954,709	-

DISCLOSURES

Bank Name	Yes Bank	Kotak Mahindra Bank
i. Details of Security	First pari passu charge on all existing and future current assets including movable fixed assets of the borrower	First pari passu charge on all existing and future current assets including movable fixed assets of the borrower
ii. Term of repayment of Term Loans <i>Lender reference (Name etc)</i> <i>Outstanding as on March 31,2016</i>	Yes Bank 30,175,101	Kotak Mahindra Bank 29,779,607

	(Amount in Rs.)	
	As at 31st March 2016	As at 31st March 2015
7 Trade payable and Other current liabilities		
Trade payables		
(a) Due to Micro and Small Enterprises	-	-
(b) Due to Others	37,299,090	40,462,762
Total	37,299,090	40,462,762
8 Other Current Liabilities: (Due within 1 year)		
(a) Unearned Revenue	881,200	200,000
(b) Other payables	-	-
I. Statutory dues payable		
– service tax payable	-	-
– TDS payable	4,899,708	6,079,788
– PF Payable	109,081	99,999
– Other Statutory liability	1,200	-
II. Provision for expenses	28,965,800	22,885,607
III. Salary Payable	17,911	1,949,367
(c) Advances from Customers	-	613,435
Total	34,874,900	31,828,196
9 Provisions - Short Term		
Provision for employee benefits		
Provision for gratuity	56,396	43,143
Provision for leave benefits	29,638	22,120
Total	86,034	65,263

Notes forming part of the financial statements for the year ended 31st March, 2016

10 Tangible assets	(All amount in Rs.)					
	Plant & Equipment	Computer Hardware	Furniture & Fixtures	Vehicles	Office Equipment	Total
Cost or valuation						
At 31 March 2014	416,604	2,350,527	855,220	2,658,133	493,862	6,774,347
Additions		59,750				59,750
Disposals	274,066	733,718	417,887		153,796	1,579,467
At 31st March 2015	142,538	1,676,559	437,333	2,658,133	340,066	5,254,630
Additions		494,318			76,788	571,106
Disposals				1,071,460		1,071,460
At 31st March 2016	142,538	2,170,877	437,333	1,586,673	416,854	4,754,276
Depreciation						
At 31 March 2014	249,823	1,534,832	308,618	933,271	158,217	3,184,761
Depreciation charged to retained earnings due to schedule II		195,147			116,229	311,376
Charge for the year	13,037	592,250	100,780	404,098	147,641	1,257,806
Assets more than 5 years			307,096			307,096
Disposals	238,069	733,718	417,887		146,190	1,535,864
At 31st March 2015	24,791	1,588,511	298,607	1,337,369	275,897	3,525,175
Charge for the year	9,232	66,451	41,993	224,615	32,191	374,482
Disposals				665,063		665,063
At 31st March 2016	34,023	1,654,963	340,600	896,921	308,088	3,234,594
Net Block						
At 31st March 2015	117,747	88,048	138,726	1,320,764	64,170	1,729,456
At 31st March 2016	108,515	515,914	96,734	689,752	108,766	1,519,682
11 Intangible assets		Computer software	Total			
Gross block						
At 31 March 2014		77,500	77,500			
Purchase		-	-			
Disposal		40,060	40,060			
At 31st March 2015		37,440	37,440			
Purchase						
Disposal						
At 31st March 2016		37,440	37,440			
Amortization						
At 31 March 2014		69,113	69,113			
Charge for the year		8,387	8,387			
Disposal		40,060	40,060			
At 31st December 2015		37,440	37,440			
Charge for the year		-	-			
Disposal		-	-			
At 31st March 2016		37,440	37,440			
Net Block						
At 31st March 2015		-	-			
At 31st March 2016		-	-			

Notes forming part of the financial statements for the year ended 31st March, 2016

	As at 31st March 2016	(Amount in Rs.) As at 31st March 2015
12 Deferred tax assets (net)		
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	270,494	394,607
Gross deferred tax liability	270,494	394,607
Deferred tax assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purpose on payment basis		
Provision for employee benefits	945,753	868,649
Provision for doubtful debts and advances	-	-
Gross deferred tax assets	945,753	868,649
Total	1,216,247	1,263,256
13 Loans and advances - Non Current		
a. Security Deposits - unsecured, considered good	2,116,500	2,332,396
b. Loan to employees	-	120,000
Total	2,116,500	2,452,396
14 Inventories		
Work-in-progress	64,971,795	8,816,490
Total	64,971,795	8,816,490
15 Trade receivables		
a. Trade receivables outstanding for a period less than six months		
Unsecured, considered good	136,171,524	98,983,197
	136,171,524	98,983,197
b. Trade receivables outstanding for a period exceeding six months		
Unsecured, considered good	1,462,980	1,309,379
Unsecured, considered doubtful		
Less: Provision for doubtful debts		
	1,462,980	1,309,379
Total	137,634,504	100,292,576
16 Cash and bank balances		
Cash and Cash equivalents	555,712	127,142
Balances with banks in current accounts	2,749,148	2,923,889
Balances with banks in Cash Credit	-	19,052,991
Fixed Deposit with bank (maturity less than 3 months)	549,799	-
Total	3,854,659	22,104,022

Notes forming part of the financial statements for the year ended 31st March, 2016

	As at 31st March 2016	(Amount in Rs.) As at 31st March 2015
17 Loans and advances		
a. Advances recoverable in cash or kind		
Advance to suppliers - Unsecured, considered good	3,324,750	566,931
Total (A)	3,324,750	566,931
b. Other Loans and Advances		
Income Tax Paid (Net of Provisions)	45,902,491	39,327,220
MAT Credit Entitlement	1,066,956	6,469,684
Service Tax Input Credit	7,320,283	6,529,081
Prepaid expenses	191,423	184,974
Unbilled Production Income	17,165,287	13,440,371
Total (B)	71,646,440	65,951,331
Total (A + B)	74,971,189	66,518,261
	Year Ended 31st March 2016	(Amount in Rs.) Year Ended 31st March 2015
18 Revenue from operations		
Income from media operations	568,373,725	450,798,383
Total	568,373,725	450,798,383
19 Other income		
Interest on income tax refund	1,831,230	-
Other Income	15,830	101,681
Interest on Fixed Deposits	2,593,440	3,890,691
Excess Provision written back	-	299,136
Sundry Balance written back	5,268,942	60,139
Total	9,709,442	4,351,647
20 Production and other direct expenses		
Media Professional Fee	137,920,637	93,534,471
Material Consumed	31,994,371	25,186,800
Travelling & Conveyance	58,871,906	36,044,524
Event Expenses	150,000	4,395,068
Artist Fees	67,838,898	9,713,337
Set Expenses	37,112,612	23,237,651
Production Equipment Expenses	95,686,750	49,245,770
Studio and Location Expenses	23,537,244	29,449,148
Production General Expenses	62,357,116	27,353,856
Line Production Fees	28,510,550	59,818,472
Total	543,980,084	357,979,097

Notes forming part of the financial statements for the year ended 31st March, 2016

	31st March 2016	(Amount in Rs.) 31st March 2015
21 (Increase)/decrease in inventories		
Inventories at the end of the year		
Work in progress	64,971,795	8,816,490
Total	<u>64,971,795</u>	<u>8,816,490</u>
Inventories at the beginning of the year		
Work in progress	8,816,490	(24,881,191)
Total	<u>8,816,490</u>	<u>(24,881,191)</u>
		(Amount in Rs.)
	Year Ended	Year Ended
	31st March 2016	31st March 2015
22 Employee benefit expense		
Salaries, wages and bonus	18,307,039	20,711,993
Contribution to provident fund and other funds	686,950	756,447
Staff welfare expenses	321,492	294,977
Retirement benefits	249,169	995,345
Total	<u>19,564,650</u>	<u>22,758,762</u>
23 Finance costs		
<i>Interest Expenses</i>		
Cash Credit	554,325	29,148
Interest on Late Payment of TDS / Service Tax	1,207,361	15,993
Bank Charges	23,803	31,277
Total	<u>1,785,489</u>	<u>76,418</u>
24 Depreciation and amortization expenses		
Depreciation of tangible assets	374,482	1,257,806
Amortization of intangible assets	-	8,387
Total	<u>374,482</u>	<u>1,266,193</u>

Notes forming part of the financial statements for the year ended 31st March, 2016

	(Amount in Rs.)	
	Year Ended 31st March 2016	Year Ended 31st March 2015
25 Other expenses		
Electricity expenses	825,516	764,405
Rent	3,072,540	2,622,940
Repairs and maintenance - Others	887,523	1,006,639
Insurance	350,326	337,894
Miscellaneous expenses	9,003,615	5,443,983
Legal and professional expenses	11,676,802	10,714,488
Loss on sale / disposal of assets	332,793	43,604
Sundry Balance written off	24,739	13,586
Travelling and conveyance	2,152,673	2,262,349
Communication costs	588,652	507,777
Printing and stationery	116,374	127,607
Loss on exchange differences	24,096	81,706
Payment to auditor (Refer note below)	310,500	312,500
Total	29,366,149	24,239,478
Payment to auditors (net of service tax input credit)		
As auditor:		
Statutory Audit Fees	260,500	262,500
Tax Audit Fees	50,000	50,000
Total	310,500	312,500

26 Additional information to the financial statements

a. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Based on the information available with the Company, the balance due to micro and small enterprises as defined under the MSMED Act, 2006 is Rs. Nil (Previous year Rs. Nil) and no interest has been paid or is payable under the terms of the MSMED Act, 2006.

b. Expenditure in foreign currency

(Amount in Rs.)

	Year Ended 31st March 2016	Year Ended 31st March 2015
	Rs.	Rs.
Registration expenses, hotel expenses, Artist Fees, Travelling & Conveyance etc.	323,843	1,519,091
Production Co-Ordinators Charges	6,344,455	14,937,275

Notes forming part of the financial statements for the year ended 31st March, 2016

III) Reconciliation of fair value of assets and obligations

	Gratuity				Compensated Absences			
	(Funded) As at 31st March		(Unfunded) As at 31st March		(Funded) As at 31st March		(Unfunded) As at 31st March	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Fair value of Plan assets	-	-	-	-	-	-	-	-
Present value of obligation	-	-	1,189,173	1,112,399	-	-	740,576	584,148
Amount recognised in Balance Sheet	-	-	1,189,173	1,112,399	-	-	740,576	584,148

IV) Expenses recognised during the year

	Gratuity				Compensated Absences			
	(Funded)		(Unfunded)		(Funded)		(Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Current Service Cost	-	-	171,694	187,843	-	-	111,257	121,669
Interest Cost	-	-	90,327	55,246	-	-	47,433	20,034
Expected return on Plan assets	-	-	-	-	-	-	-	-
Actuarial (gain) / loss	-	-	(185,247)	202,745	-	-	13,705	407,808
Other Transfer	-	-	-	-	-	-	-	-
Net Cost	-	-	76,774	445,834	-	-	172,395	549,511

V) Investment Details:

	As at 31st March, 2016		As at 31st March, 2015	
		% invested		% invested
GOI Securities	-	-	-	-
Public Securities	-	-	-	-
State Government Securities	-	-	-	-
Insurance Policies	-	-	-	-
Others (including bank balances)	-	-	-	-

VI) Actuarial assumptions

	Gratuity				Compensated Absences	
	(Funded)		(Unfunded)		(Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Mortality Table	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)
Discount rate (per annum)			8%	8%	8%	8%
Expected rate of return on plan assets (per annum)			0%	0%	0%	0%
Rate of escalation in salary (per annum)			7%	7%	7%	7%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

Notes forming part of the financial statements for the year ended 31st March, 2016

VII) Amounts recognised in current year and previous four years

Particular	As at 31st, March				
	2015-16	2014-15	2013-14	2012-13	2011-12
Gratuity					
Defined benefit obligation	1,189,173	1,112,399	707,377	1,050,787	1,087,528
Fair value of plan assets	-	-	-	-	-
(Surplus) / Deficit in the plan	-	-	-	-	-
Actuarial (gain) / loss on plan obligation	-	-	-	-	-
Actuarial (gain) / loss on plan assets	-	-	-	-	-

28 Related party transactions

Details of related parties:

Description of relationship	Names of related parties
Enterprises exercising control	Independent Media Trust (w.e.f. 07.07.2014) Adventure Marketing Private Limited (w.e.f. 07.07.2014)# Watermark Infratech Private Limited (w.e.f. 07.07.2014)# Colorful Media Private Limited (w.e.f. 07.07.2014)# RB Media Holdings Private Limited (w.e.f. 07.07.2014)# RB Mediasoft Private Limited (w.e.f. 07.07.2014)# RRB Mediasoft Private Limited (w.e.f. 07.07.2014)# RB Holdings Private Limited (w.e.f. 07.07.2014)# Network18 Media & Investments Limited Capital 18 Fincap Private Limited
Beneficiary/Protector of Independent Media Trust	Reliance Industries Limited (RIL) (w.e.f. 07.07.2014) Reliance Industrial Investments and Holdings Limited (w.e.f. 07.07.2014)
Fellow Subsidiaries	TV18 Broadcast Limited
Group Company - (Company Having Significant Influence)	Viacom 18 Media Pvt. Ltd. Prism TV Private Limited
Key Management Personnel (KMP)	Sarbvir Singh Kshipra Jatana Saurabh Awasthi (Till 10th September 2015) Karanvir Singh Gill (From 10th September 2015)

Control by Independent Media Trust of which RIL is the sole beneficiary.

Notes forming part of the financial statements for the year ended 31st March, 2016

Particulars	Amount in Rs.		
	Ultimate Holding Company	Group Companies	Fellow Subsidiaries
Transactions during the year			
Rendering of services			
Viacom18 Media Private Limited	-	160,517,691	-
	-	(143,485,844)	-
Prism TV Pvt.Ltd.	-	-	-
	-	(62,949,502)	-
Reimbursement of expenses (paid)			
Network 18 Media & Investment Limited	-	-	-
	(88,644)	-	-
Reimbursement of Services (Received)			
TV18 Broadcast Limited	-	112,034	97,846
	-	-	(8,858)
Balances outstanding at the end of the year			
Network 18 Media & Investment Limited	-	-	-
	(3,167)	-	-
Viacom18 Media Private Limited	-	24,137,710	-
	-	(5,810,372)	-
Prism TV Pvt. Ltd.	-	-	-
	-	(7,614,840)	-
TV18 Broadcast Limited	-	-	-
	-	-	-

Note: Figures in bracket relates to the previous year ended 31st March 2015

Note: Related parties have been identified by the Management.

29 Prior Year Comparatives

Previous year's figures are regrouped, rearranged, or recast wherever necessary to conform to this year's classification.

Notes forming part of the financial statements for the year ended 31st March, 2016

30 Earnings per share (EPS)

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

	Year ended 31st March 2016	Year ended 31st March 2015
Continuing operations		
Profit/(loss) after tax	23,037,176	11,710,486
Less: Dividends on convertible preference share & tax thereon	-	-
Net profit for calculation of basic EPS	<u>23,037,176</u>	<u>11,710,486</u>
Net profit as above	23,037,176	11,710,486
Add: dividend on convertible preference share & tax thereon	-	-
Add: interest on bonds convertible into equity shares (net of tax)	-	-
Net profit/(loss) for calculation of diluted EPS	<u>23,037,176</u>	<u>11,710,486</u>
Weighted average number of equity shares in calculating basic EPS	1,176,500	1,176,500
Effect of dilution:	-	-
Convertible preference shares	-	-
Convertible bonds	-	-
Stock options granted under ESOP	-	-
Weighted average number of equity shares in calculating diluted EPS	<u>1,176,500</u>	<u>1,176,500</u>
Basic EPS	19.58	9.95
Diluted EPS	19.58	9.95

31 Obligation on long term, non-cancellable operating leases

The Company has taken office premises under operating lease agreements. The lease term of these leases ranges between 1 to 5 years and they are cancellable at the option of lessor and lessee on giving a notice of 1 to 3 months. The cancellable lease agreements are normally renewed on expiry. Rent amounting to Rs. 30,72,540/- (Previous Year Rs. 26,22,940/-) has been debited to the profit and loss account during the period.

In terms of our report attached

For MOHAN L. JAIN & CO.
Chartered Accountants
Firm Registration No.005345N

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date:

For and on behalf of the Board

Kshipra Jatana
Director

Karanvir Singh Gill
Director