

**RELIANCE JIO MESSAGING SERVICES
PRIVATE LIMITED**
Financial Statements 2016-17

Independent Auditor's Report

To The Members Of

Reliance Jio Messaging Services Private Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Reliance Jio Messaging Services Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, and the Profit and Loss Statement (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

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

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS 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 of the standalone Ind AS financial statements 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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS 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 Board of Directors, as well as evaluating the overall presentation of the standalone Ind AS 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 standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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, 2017, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matters

The comparative financial information of the Company for the year ended 31st March, 2016 and the transition date opening balance sheet as at 1st April, 2015 included in these standalone Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of above said matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Profit and Loss Statement including other comprehensive income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act;
 - e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 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 B";
 - 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 Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its standalone Ind AS financial position in its financial statements.
 - (ii) The Company does not have any foreseeable losses on long-term contracts including derivative contracts, if any, in respect of which any provision is required to be made under the applicable law and Accounting Standards.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - (iv) The Company did not have any holdings or dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Refer Note 24 to the standalone Ind AS financial statements.

For Pathak H. D. & Associates
Chartered Accountants
(Registration No. 107783W)

Mukesh D Mehta
Partner
Membership No.: 043495

Place: Mumbai
Date: April 17, 2017

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date to the members of Reliance Jio Messaging Services Private Limited on the standalone Ind AS financial statements for the year ended 31st March, 2017)

- i. The Company does not have any fixed assets and accordingly, the provisions of Clause (i) of paragraph 3 of the Order are not applicable to the Company.
- ii. The Company does not have any inventories and accordingly, the provisions of Clause (ii) of paragraph 3 of the Order are not applicable to the Company.
- iii. There are no loans, secured or unsecured, granted by the Company to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of Clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loan and it has not made any investments or given any guarantee or security on which the provisions of Section 185 and 186 of the Companies Act, 2013 applies. Accordingly, the provisions of Clause (iv) of paragraph 3 of the Order are not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposit. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. According to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013 in respect of activities carried on by the Company and accordingly, the provisions of Clause (vi) of paragraph 3 of the Order are not applicable to the Company.
- vii. In respect of statutory dues:
 - a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2017 for a period of more than six months from the date of becoming payable.
 - b. There were no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, as applicable, which have not been deposited on account of any dispute.
- viii. The Company has neither taken any loans from financial institutions, banks, government nor has it issued any debentures, and accordingly, the provisions of Clause (viii) of paragraph 3 of the Order are not applicable to the Company.
- ix. To the best of our knowledge and belief and according to the information and explanations given to us, the term loans raised have, prima facie, been applied for the purposes for which they were raised. During the year, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments).
- x. In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, during the year no managerial remuneration has been paid or provided by the Company. Therefore, the provisions of Clause (xi) of paragraph 3 of the Order are not applicable to the Company.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of Clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in standalone Ind AS financial statements as required by the applicable accounting standards.
- xiv. In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Therefore, the provisions of Clause (xiv) of paragraph 3 of the Order are not applicable to the Company.

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- xv. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Therefore, the provisions of Clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of Clause (xvi) of paragraph 3 of the Order are not applicable to the Company.

For **Pathak H. D. & Associates**
Chartered Accountants
(Registration No. 107783W)

Mukesh D Mehta
Partner
Membership No.: 043495

Place: Mumbai
Date: April 17, 2017

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date to the members of Reliance Jio Messaging Services Private Limited on the standalone Ind AS financial statements for the year ended 31st March, 2017)

Report on the Internal Financial Controls over Financial Reporting 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 Reliance Jio Messaging Services Private Limited (“the Company”) as of 31st March, 2017 in conjunction with our audit of the standalone Ind AS 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 (the “Guidance Note”) 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 and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 standalone Ind AS 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

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, to the best of our information and according to the explanations given to us, 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 31st March, 2017 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.

For **Pathak H. D. & Associates**
Chartered Accountants
(Registration No. 107783W)

Mukesh D Mehta
Partner
Membership No.: 043495

Place: Mumbai
Date: April 17, 2017

Balance Sheet as at 31st March, 2017

Particulars	Notes	(₹ in lakh)		
		As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
ASSETS				
Non - Current Assets				
Intangible Assets under Development	1	133,03	63,39	-
Other Non-Current Assets	2	41	47	1
Total Non-Current Assets		133,44	63,86	1
Current Assets				
Financial Assets				
Investments	3	-	36,72	12
Cash and Cash Equivalents	4	2,09	10	1
Other Current Assets	5	15,07	7,45	0
Total Current Assets		17,16	44,27	13
Total Assets		150,60	108,13	14
EQUITY AND LIABILITIES				
Equity				
Equity Share Capital	6	97,33	97,33	55
Other Equity	7	(2,17)	(1,07)	(41)
Total Equity		95,16	96,26	14
Liabilities				
Non - Current Liabilities				
Provisions	8	33	14	-
Total Non-Current Liabilities		33	14	-
Current Liabilities				
Financial Liabilities				
Borrowings	9	46,75	-	-
Other Financial Liabilities	10	5,71	9,86	-
Other Current Liabilities	11	2,32	1,73	0
Provisions	12	33	14	-
Total Current Liabilities		55,11	11,73	0
Total Liabilities		55,44	11,87	0
Total Equity and Liabilities		150,60	108,13	14

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 - 26

As per our Report of even date

For Pathak H D & Associates

Chartered Accountants

Firm Registration No : 107783W

Mukesh D Mehta

Partner

Membership No. 43495

For and on behalf of the Board

Pankaj Pawar

Director

(DIN 00085077)

Dhirendra Harilal Shah

Director

(DIN 00004616)

Rajendra M. Kamath

Director

(DIN 01115052)

Jagmohanlal Bhamri

Director

(DIN 07169306)

Rahul Razdan

Chief Executive Officer

(PAN: AFDPR5030B)

Ketan Mody

Chief Financial Officer

(PAN: AABPM9782A)

Thriveni Shetty

Company Secretary

(Membership No. 30012)

Place: Mumbai

Date: 17th April, 2017

Statement of Profit and Loss for the year ended 31st March, 2017

	Notes	2016-17	(₹ in lakh) 2015-16
INCOME			
Other Income	13	59	1,69
Total Income		59	1,69
EXPENSES			
Finance Costs (Interest) (Rs. 252)		-	0
Other Expenses	14	1,69	2,35
Total Expenses		1,69	2,35
Loss before Tax		(1,10)	(66)
Tax Expenses			
Current Tax (Previous Year ₹ 730)		-	0
Loss for the Year		(1,10)	(66)
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		(1,10)	(66)
Earnings per equity share of face value of ₹ 10 each	15		
Basic (in Rupees)		(0.11)	(0.15)
Diluted (in Rupees)		(0.11)	(0.15)
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	1 - 26		

As per our Report of even date

For Pathak H D & Associates
Chartered Accountants
Firm Registration No : 107783W
Mukesh D Mehta
Partner
Membership No. 43495

For and on behalf of the Board

Pankaj Pawar
Director
(DIN 00085077)

Dhirendra Harilal Shah
Director
(DIN 00004616)

Rajendra M. Kamath
Director
(DIN 01115052)

Jagmohanlal Bhamri
Director
(DIN 07169306)

Rahul Razdan
Chief Executive Officer
(PAN: AFDPR5030B)

Ketan Mody
Chief Financial Officer
(PAN: AABPM9782A)

Thriveni Shetty
Company Secretary
(Membership No. 30012)

Place: Mumbai
Date: 17th April, 2017

Statement of Changes In Equity for the year ended 31st March, 2017

(A) Equity Share Capital		(₹ in lakh)
Balance at the beginning of the reporting period i.e. 1st April, 2015	55	
Changes in equity share capital during the year 2015-16	96,78	
Balance at the end of the reporting period i.e. 31st March, 2016	97,33	
Changes in equity share capital during the year 2016-17	-	
Balance at the end of the reporting period i.e. 31st March, 2017	97,33	

(B) Other Equity	Reserves and Surplus	Total
Particulars	Retained Earnings	
As on 31st March 2016		
Balance at the beginning of the reporting period i.e. 1st April, 2015	(41)	(41)
Total Comprehensive Income for the year	(66)	(66)
Balance at the end of the reporting period i.e. 31st March, 2016	(1,07)	(1,07)
As on 31st March, 2017		
Balance at the beginning of the reporting period i.e. 1st April, 2016	(1,07)	(1,07)
Total Comprehensive Income for the year	(1,10)	(1,10)
Balance at the end of the reporting period i.e. 31st March, 2017	(2,17)	(2,17)

As per our Report of even date

For Pathak H D & Associates

Chartered Accountants

Firm Registration No : 107783W

Mukesh D Mehta

Partner

Membership No. 43495

For and on behalf of the Board

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Chief Financial Officer

(PAN: AABPM9782A)

Thriveni Shetty

Company Secretary

(Membership No. 30012)

Place: Mumbai

Date: 17th April, 2017

Cash Flow Statement for the year ended 31st March, 2017

	2016-17	(₹ in Lakh) 2015-16
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Loss before tax as per Statement of Profit and Loss	(1,10)	(66)
Adjusted for:		
Fees for increase in authorised share capital	-	47
Finance Costs (Interest) (₹ 252)	-	0
Net Gain on Sale of Current Investments	(59)	(1,69)
	<u>(59)</u>	<u>(1,22)</u>
Operating Loss before Working Capital Changes	(1,69)	(1,88)
Adjusted for:		
Other Receivables	(7,17)	(7,90)
Other Payables	97	2,01
	<u>(6,20)</u>	<u>(5,89)</u>
Cash Generated from Operations	(7,89)	(7,77)
Taxes Paid (Previous Year ₹ 730)	-	0
Net cash flow from Operating Activities (A)	(7,89)	(7,77)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Tangible and Intangible Assets (Including movement in Intangible Assets Under Development)	(74,29)	(30,72)
Purchase of Investments	(21,85)	(75,88)
Sale of Investments	59,27	40,97
Net Cash flow (used in) Investing Activities (B)	(36,87)	(65,63)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Equity Share Capital	-	73,96
Fees for increase in Authorised Share Capital	-	(47)
Proceeds from Short Term Borrowings	46,75	-
Finance Cost (Interest others) (Previous Year ₹ 252)	-	(0)
Net Cash flow (used in) from Financing Activities (C)	46,75	73,49
Net Increase/ (Decrease) in Cash and Cash Equivalents	1,99	9
Opening Balance of Cash and Cash Equivalents	10	1
Closing Balance of Cash and Cash Equivalents (Refer Note 4)	2,09	10

As per our Report of even date

For Pathak H D & Associates
Chartered Accountants
Firm Registration No : 107783W
Mukesh D Mehta
Partner
Membership No. 43495

For and on behalf of the Board

Pankaj Pawar
Director
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Ketan Mody
Chief Financial Officer
(PAN: AABPM9782A)

Thriveni Shetty
Company Secretary
(Membership No. 30012)

Place: Mumbai
Date: 17th April, 2017

Notes on Financial Statements for the year ended 31st March, 2017

A CORPORATE INFORMATION

Reliance Jio Messaging Services Private Limited (“the Company”) is a private limited company incorporated in India. The principal activities of the company are relating to the development of messaging applications and related services to be offered to its end subscriber. The registered office address is 9th floor, Maker Chamber IV, 222, Nariman Point, Mumbai - 400021, Maharashtra, India. The Company’s holding company is Reliance Industries Limited.

B ACCOUNTING POLICIES

B.1 BASIS OF PREPARATION AND PRESENTATION

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

The financial statements of the Company have been prepared to comply with the Indian Accounting Standards (‘Ind AS’), including the rules notified under the relevant provisions of the Companies Act, 2013.

Upto the year ended March 31, 2016, the Company prepared its financial statements in accordance with the requirement of Indian Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as “Previous GAAP”.

These financial statements are the Company’s first Ind AS financial statements.

Company’s financial statements are presented in Indian Rupees, which is also its functional currency.

B.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Property, plant and equipment:

Property Plant and Equipments is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(b) Intangible assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Expenses incurred relating to project, net of income earned during project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets under Development.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

(c) Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement Profit and Loss in the period in which they are incurred.

(d) Impairment of non financial Assets - property, plant and equipment and intangible assets

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such impairment exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value, using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(e) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

(f) Employee benefits

(i) Short Term Employee Benefits :

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

(ii) Post employment benefits :

Defined Contribution Plans: A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the statement of profit and loss during the period in which the employee renders the related service.

Defined Benefit Plans: The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972. The liability in respect of defined benefit plans and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

(g) Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In this case, the tax is also recognised in other comprehensive income and equity.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(h) Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying financial institution repayable on demand or maturing within three months of the date of acquisition and which are subject to an insignificant risk of change in value.

(i) Foreign Currencies

Transactions and Translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss except to the extent that exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings are capitalized as cost of assets under construction.

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

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Revenue is recognised only if following conditions are satisfied:

- Revenue can be measured reliably,
- It is probable that the economic benefit associated with the transaction will flow to the Company,
- The costs incurred for the transaction and the costs to complete the transaction can be measured reliably

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

Dividends

Revenue is recognised when the Company's right to receive the payment is established.

(k) Financial Instruments

i) Financial Assets

A. Initial recognition and measurement:

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

a) Financial assets carried at amortised cost (AC)

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

ii) Financial liabilities

A. Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in profit or loss as finance cost.

B. Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables including creditors for capital expenditure maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C Critical accounting judgements and key sources of estimation uncertainty:

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

a) Depreciation / amortisation and useful lives of property plant and equipment / intangible assets:

Property, plant and equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is adjusted if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

c) **Impairment of non-financial assets:**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

D First time adoption of Ind AS:

The Company has adopted Ind AS with effect from 1st April 2016 with comparatives being restated. Accordingly the impact of transition has been provided in the Opening Reserves as at 1st April 2015 and all the periods presented have been restated accordingly.

Exemptions from retrospective application:

Fair value as deemed cost exemption:

The Company has elected to measure any item of property, plant and equipment, Capital work in Progress and Intangible Assets under Development at its carrying value at the transition date.

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

1 Intangible Assets under Development:

The Company is involved in activities relating to the development of messaging applications and related services to be offered to its end subscriber and the expenditure towards the same comprises of Intangible Assets under Development amounting to ₹ 133,03 Lakhs (Previous Year ₹ 63,39 Lakhs) and includes:

(a) ₹ 82,77 Lakhs (Previous Year ₹ 33,16 Lakhs) on account of Project Development Expenditure

Project Development Expenditure as detailed below:

(₹ in lakh)

	2016-17	2015-16	2014-15
Opening Balance	33,16	-	-
Add :			
Salaries and Wages	14,23	5,83	-
Contribution to Provident and other Funds	67	25	-
Staff Welfare Expenses	60	20	-
Travelling Expenses	1,28	1,50	-
Professional Fees	18,81	22,60	-
Content Charges	10,64	-	-
Rent	1,54	76	-
Interest	86	-	-
Exchange Fluctuation (net)	2	8	-
Other Expenses	1,06	1,94	-
Less: Net Gain arising on sale of Current Investments	(10)	-	-
Closing Balance	82,77	33,16	-

(₹ in lakh)

	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
2 Other Non-Current Assets (Unsecured and Considered Good)			
Capital Advances	40	-	-
Security Deposits	1	47	1
Total	41	47	1

(₹ in lakh)

3 Current Investments	As at 31st March, 2017		As at 31st March, 2016		As at 1st April, 2015	
	Units	Amount	Units	Amount	Units	Amount
Investments measured at Fair Value Through Profit or Loss (FVTPL)						
In Mutual Funds - Unquoted						
SBI-Premier Liquid Fund - Growth Option (Face value of ₹ 1,000 each)	-	-	1,54,565	36,72	555	12
Total	-	-	1,54,565	36,72	555	12
Aggregate amount of Unquoted Investments						
				36,72		12

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

	(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
3.1 Category-wise Vurrent Investment			
Financial assets measured at Fair value through Profit or Loss (FVTPL)	-	36,72	12
Total Current Investment	<u>-</u>	<u>36,72</u>	<u>12</u>

	(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
4 Cash and Cash Equivalents			
Balances with Banks	2,09	10	1
Total	<u>2,09</u>	<u>10</u>	<u>1</u>

4.1 Please refer Note 24 for details of specified Bank Notes (SBN) held and transacted during the period 08/11/2016 to 30/12 2016.

	(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
5 Other Current Assets			
(Unsecured and considered good)			
Balance with Customs, Central Excise Authorities*	14,99	6,93	-
Others** (₹ 247)	8	52	0
Total	<u>15,07</u>	<u>7,45</u>	<u>0</u>

*Includes cenvat credit pending availment of ₹ 3,24 lakh (Previous year ₹ 2,96 lakh).

**Includes advance to employees, pre-paid insurance etc.

	(₹ in lakh)					
	As at 31st March, 2017		As at 31st March, 2016		As at 1st April, 2015	
	Units	Amount	Units	Amount	Units	Amount
6 Share Capital						
Authorised Share Capital :						
Equity Shares of ₹10 each	9,80,00,000	98,00	9,80,00,000	98,00	10,00,000	1,00
		<u>98,00</u>		<u>98,00</u>		<u>1,00</u>
Issued, Subscribed and Paid up:						
Equity Shares of ₹10 each fully paid up	9,73,28,000	97,33	9,73,28,000	97,33	5,50,000	55
Total		<u>97,33</u>		<u>97,33</u>		<u>55</u>

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

6.1 Terms/rights attached to equity shares :

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts in proportion to the number of equity shares held by them.

6.2 Aggregate numbers of Shares issued for consideration other than cash during the period of 5 years immediately preceding the reporting date:

Pursuant to the Software License agreement 2,28,14,000 shares having a par value of ₹ 10 each were issued and allotted as fully paid without payment being received in cash to the licensor for the original software license and related services and other benefits.

6.3 Reliance Industries Limited (Holding company) has purchased 2,28,14,000 shares (entire stake of 23.44%) from Bridge Minds Consulting Pte Ltd (Joint Venturer) during 2016-17.

6.4 The reconciliation of the number of shares outstanding is set out below:

(₹ in lakh)

Particulars	As at	As at	As at
	31st March, 2017	31st March, 2016	1st April, 2015
	No. of Shares	No. of Shares	No. of Shares
No. of shares at the beginning of the year	9,73,28,000	5,50,000	50,000
Add: Issue of Shares	-	9,67,78,000	5,00,000
No. of shares at the end of the year	9,73,28,000	9,73,28,000	5,50,000

6.5 The details of shareholders holding more than 5% shares:

(₹ in lakh)

Name of Shareholders	As at		As at		As at	
	31st March, 2017		31st March, 2016		1st April, 2015	
	No of Shares	% held	No of Shares	% held	No of Shares	% held
Reliance Industries Limited (Holding Company)	9,73,28,000	100.00%	7,45,14,000	76.56%	5,50,000	100%
Bridge Minds Consulting Pte Ltd (Joint Venturer upto 31st March, 2017)	-	-	2,28,14,000	23.44%	-	-

(₹ in lakh)

7 Other Equity	As at	As at	As at
	31st March, 2017	31st March, 2016	1st April, 2015
Retained Earnings	(2,17)	(1,07)	(41)
Total	(2,17)	(1,07)	(41)

(₹ in lakh)

7.1 Retained Earnings	As at	As at	As at
	31st March, 2017	31st March, 2016	1st April, 2015
Balance at beginning of year	(1,07)	(41)	
Loss for the year	(1,10)	(66)	
Impact under Ind-AS on first time adoption	-	-	
Balance at end of year	(2,17)	(1,07)	(41)

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

				(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015			
8 Long Term Provisions						
Provision for employee benefits (Refer Note 16)	33	14	-			
Total	<u>33</u>	<u>14</u>	<u>-</u>			

				(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015			
9 Borrowings - Current						
Unsecured - At Amortised Post						
Loans from related parties*	46,75	-	-			
Total	<u>46,75</u>	<u>-</u>	<u>-</u>			

*Note:

- (i) Represents loan of ₹ 34,25 lakhs taken from Reliance Industries Ltd (Holding) carrying rate of interest @ 9.50% p.a. and repayable on or before 28th August, 2017
- (ii) Represents loan of ₹ 12,50 lakhs taken from Reliance Strategic Investments Ltd (Fellow Subsidiary) carrying rate of interest @ 11.50% p.a. and repayable on or before 31st August, 2017

				(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015			
10 Other Financial Liabilities						
Interest accrued but not due on borrowings	86	-	-			
Creditors for Capital Expenditure	3,41	9,86	-			
Others*	1,44	-	-			
Total	<u>5,71</u>	<u>9,86</u>	<u>-</u>			

*Comprises of employee related dues

- 10.1 The details of amounts outstanding to Micro, Small and Medium Enterprises based on information available with the Company is as under:

				(₹ in lakh)		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015			
Principal amount due and remaining unpaid	-	-	-			
Interest due on above and unpaid interest	-	-	-			
Interest paid by the Company on all delayed payments under the MSMED Act	-	-	-			
Payment made beyond the appointed day during the year	-	-	-			
Interest due and payable for the period of delay	-	-	-			
Interest accrued and remaining unpaid	-	-	-			
Further Interest remaining due and payable in succeeding years	-	-	-			
Total	<u>-</u>	<u>-</u>	<u>-</u>			

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

	As at 31st March, 2017	As at 31st March, 2016	(₹ in lakh) As at 1st April, 2015
11 Other current liabilities			
Other Payables (₹ 39,045)*	2,32	1,73	0
Total	2,32	1,73	0
*Includes statutory dues, etc.			
			(₹ in lakh)
12 Short Term Provisions	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
Provision for employee benefits (Refer Note 16)	33	14	-
Total	33	14	-
			(₹ in lakh)
13 Other Income		2016-17	2015-16
Net Gain arising Sale of Current Investments			
Realised Gain		93	1,35
Unrealised Gain /(Loss)		(34)	34
Total		59	1,69
			(₹ in lakh)
14 Other Expenses		2016-17	2015-16
Network and other Operating Expenses		-	61
Rates and taxes		4	93
Professional Fees		38	76
Payment to Auditors		2	1
Sales Promotion Expenses		1,21	-
Telephone Expenses		-	3
General Expenses		4	1
Total		1,69	2,35
15 EARNINGS PER SHARE (EPS)		2016-17	2015-16
i. Loss for the year as per Statement of Profit and Loss (₹ in lakh)		(1,10)	(66)
ii. Weighted Average number of equity shares used as denominator for calculating EPS		9,73,28,000	4,50,07,191
iii. Basic Earnings per share (₹)		(0.11)	(0.15)
iv. Diluted Earnings per share (₹)		(0.11)	(0.15)
v. Face Value per equity share (₹)		10	10

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

16 As per Indian Accounting Standard 19 "Employee benefits" the disclosures as defined are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under : (₹ in lakh)

Particulars	2016-17	2015-16
Employer's Contribution to Provident Fund	37	20
Employer's Contribution to Pension Fund	10	4

Defined Benefit Plan

I) Reconciliation of opening and closing balances of Defined Benefit Obligation (₹ in lakh)

	Gratuity (Unfunded)	
	2016-17	2015-16
Defined Benefit obligation at beginning of the year	15	-
Add :		
Current Service Cost	10	15
Interest Cost	1	-
Actuarial (gain) / loss	8	-
Benefits paid	-	-
Defined Benefit obligation at year end	34	15

II) Reconciliation of opening and closing balances of fair value of Plan Assets (₹ in lakh)

	Gratuity (Unfunded)	
	2016-17	2015-16
Fair value of Plan assets at beginning of the year	-	-
Add : Transfers	-	-
Expected return on plan assets	-	-
Actuarial gain / (loss)	-	-
Employer contribution	-	-
Benefits paid	-	-
Fair value of Plan assets at year end	-	-
Actual Return on plan assets	-	-

III) Reconciliation of fair value of assets and obligations (₹ in lakh)

	Gratuity (Unfunded)	
	As at 31st March	
	2017	2016
Fair value of Plan assets	-	-
Present value of obligation	34	15
Amount recognised in Balance Sheet	(34)	(15)

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

IV) Expenses recognised during the year	(₹ in lakh)	
	Gratuity (Unfunded) As at 31st March	
	2016-17	2015-16
Current Service Cost	10	15
Interest Cost	1	-
Actuarial (gain) / loss	8	-
Net Cost	19	15

V) Actuarial assumptions

	Gratuity (Unfunded)	
	2016-17	2015-16
	2006-08	2006-08
	(Ultimate)	(Ultimate)
Mortality Table		
Discount rate (per annum)	7.46%	8.00%
Expected rate of return on plan assets (per annum)	N.A.	N.A.
Rate of escalation in salary (per annum)	6.00%	6.00%

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.

VI) The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2016-17

VII) Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	Decrease	Increase	Decrease	Increase
Change in rate of discounting (delta effect of +/- 0.5%)	(2)	3	(1)	1
Change in rate of salary increase (delta effect of +/- 0.5%)	(2)	3	(1)	1
Change in rate of employee turnover (delta effect of +/- 0.5%)	(0)	0	(0)	0

VIII) The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2016-17

These plans typically expose the Group to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

17 Deferred Tax Asset (net) of ₹ 41 Lakhs on account of carried forward losses is not recognised on consideration of prudence.

18 RELATED PARTY DISCLOSURES

(i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and related parties with whom transactions have taken place and relationships :

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited	Holding Company
2	Reliance Retail Limited (Formerly known as Reliance Fresh Limited)	Fellow Subsidiary
3	Reliance Jio Infocomm Limited	
4	Reliance Corporate IT Park Limited	
5	Reliance Strategic Investments Limited	
6	Network 18 Media and Investment Limited	
7	Bridge Minds Consulting Pte Ltd (Upto 31st March 2017)	Joint Venturer
8	Ketan Mody (w.e.f. 21st July, 2015)	Key Managerial Personnel
9	Rahul Razdan (w.e.f. 21st July, 2015)	
10	Ms. Devanshi Thakkar (from 2nd November, 2015 to 28th January, 2016)	
11	Ms. Triveni Shetty (w.e.f. 11th January, 2017)	

(ii) Transactions during the year with related parties - 2016-17

(₹ in lakh)

Sr. No	Nature of Transactions	Holding Company	Joint Venturer	Fellow Subsidiary	Key Managerial Personnel	Total
	(excluding reimbursements)					
1	Shares issued and allotted	- (73,97)	- (22,81)	- -	- -	- (96,78)
2	Loan taken	34,25	-	12,50	-	46,75
3	Purchase of Fixed Assets/Project Development Expenditure	-	29,81 (28,19)	1,99 (3)	-	31,80 (28,21)
4	Interest expense	82	-	4	-	86
5	Professional Fees	-	-	-	-	-
6	Payment to Key Managerial Personnel	-	-	(1)	2,28 (1,15)	2,28 (1,15)

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

						(₹ in lakh)
Sr. No	Nature of Transactions	Holding Company	Joint Venturer	Fellow Subsidiary	Key Managerial Personnel	Total
Balances as at 31st Mar'17						
7	Share Capital	97,33 (74,52)	- (22,81)	- -	- -	97,33 (97,33)
8	Loan taken	34,25 -	- -	12,50 -	- -	46,75 -
9	Creditors for Capital Expenditure	38 -	- -	39 -	- -	78 -
10	Interest accrued but not due	82 -	- -	4 -	- -	86 -
11	Other Payables	38 (53)	- -	- (4,30)	- -	38 (4,83)

Note : Figures in brackets represent previous year's amounts.

Disclosure in Respect of Material Related Party Transactions during the year :

(₹ in lakh)

Particulars	Relationship	2016-17	2015-16
1 Shares issued and allotted			
Reliance Industries Limited	Holding	-	73,97
Bridge Minds Consulting Pte Ltd	Joint Venturer	-	22,81
2 Loan Taken			
Reliance Industries Limited	Holding	34,25	-
Reliance Strategic Investments Limited	Fellow Subsidiary	12,50	-
3 Purchase of Fixed Assets/Project Development Expenditure			
Bridge Minds Consulting Pte Ltd	Joint Venturer	29,81	28,19
Reliance Retail Ltd	Fellow Subsidiary	11	3
Network 18 Media and Investment Limited	Fellow Subsidiary	1,88	-
4 Interest paid			
Reliance Industries Limited	Holding	82	-
Reliance Strategic Investments Limited	Fellow Subsidiary	4	-
5 Professional Fees			
Reliance Corporate IT Park Limited	Fellow Subsidiary	-	1
6 Payment to Key Managerial Personnel			
Sh. Ketan Mody	Key Managerial Personnel	73	48
Sh. Rahul Razdan	Key Managerial Personnel	1,52	65
Ms. Devanshi Thakkar	Key Managerial Personnel	-	2
Ms. Triveni Shetty	Key Managerial Personnel	3	-

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

Balances as at 31st Mar'17					(₹ in lakh)
Particulars	Relationship	As at 31st Mar'17	As at 31st Mar'16	As at 1st Apr'15	
7 Share Capital					
Reliance Industries Limited	Holding	97,33	74,52	55	
Bridge Minds Consulting Pte Ltd	Joint Venturer	-	22,81	-	
8 Loan taken					
Reliance Industries Limited	Holding	34,25	-	-	
Reliance Strategic Investments Limited	Fellow Subsidiary	12,50	-	-	
9 Creditors for Capital Expenditure					
Reliance Retail Limited (Formerly known as Reliance Fresh Limited)	Fellow Subsidiary	7	-	-	
Network 18 Media and Investment Limited	Fellow Subsidiary	32	-	-	
Reliance Industries Limited	Holding	38	-	-	
10 Interest accrued but not due					
Reliance Industries Limited	Holding	82	-	-	
Reliance Strategic Investments Limited	Fellow Subsidiary	4	-	-	
11 Other Payables					
Reliance Jio Infocomm Ltd	Fellow Subsidiary	-	2,36	-	
Reliance Industries Limited	Holding Company	38	53	-	
Reliance Corporate IT Park Ltd	Fellow Subsidiary	-	1,94	-	

* All related party contracts / arrangements have been entered on arms' length basis.

18.1 Compensation of Key Management Personnel

The remuneration of director and other member of key management personnel during the year was as follows:

	2016-17	2015-16
i) Short-term benefits	2,12	1,03
ii) Post employment benefits	7	6
iii) Other long term benefits	-	-
iv) Share based payments	9	6
v) Termination benefits	-	-
Total	2,28	1,15

(Rs. in lakh)

19 COMMITMENTS	As at 31st Mar'17	As at 31st Mar'16
Commitments		
(i) Estimated amount of contracts remaining to be executed on Capital account not provided for	3,11	22,44

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

The financial instruments are categorized into two levels based on inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Interest Rate Risk

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows

Particulars	Interest rate exposure		
	As at 31st March, 2017	As at 31st March, 2016	As at 1st April, 2015
Loans			
Long Term Fixed Rate Loan	-	-	-
Short Term Loan	46,75	-	-
Total	46,75	-	-

There is no impact on Interest expenses for the year on 1% change in Interest rate since the borrowings are at fixed rate.

Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due causing financial loss to the company. Credit risk arises from company's activities in investments and outstanding receivables from customers.

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Sales made to customers on credit and advances to vendors are secured through Letters of Credit, Bank Guarantees, Parent Company Guarantees and advance payments.

Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities. The Company will ensure that sufficient liquidity is available to meet all of its commitments by raising loans or arranging other facilities as and when required from group companies.

Particulars	Maturity Profile of Loans as on 31 March, 2017						
	Less than equal to 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Non Derivative Liabilities							
Long term Borrowings	-	-	-	-	-	-	-
Short term Borrowings	-	46,75	-	-	-	-	46,75
Total Borrowings	-	46,75	-	-	-	-	46,75

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

Particulars	Maturity Profile of Loans as on 31 March, 2016						(₹ in lakh)
	Less than equal to 3 months	3-6 Months	6-12 Months	1-3 Years	3-5 Years	Above 5 Years	Grand Total
Non Derivative Liabilities							
Long term Borrowings	-	-	-	-	-	-	-
Short term Borrowings	-	-	-	-	-	-	-
Total Borrowings	-	-	-	-	-	-	-

22 SEGMENT REPORTING

The Company is involved in activities relating to the development of messaging applications and related services to be offered to its end subscriber. The Company has single segment as per the requirements of Ind AS 108 for "Operating Segment". The assets and liabilities of the Company as on 31st March, 2017 predominantly relate to this segment.

23 PAYMENT TO AUDITORS

	(₹ in lakh)	
	2016-17	2015-16
i Statutory Audit Fees	1	1
ii Certification and Consultation Fees (₹ 40,000)	1	0
Total	2	1

24 DETAILS OF SPECIFIED BANK NOTES (SBN) HELD AND TRANSACTED DURING THE PERIOD 08/11/2016 TO 30/12/2016 IS AS UNDER:

	(In ₹)		
	SBNs	Other Denomination Notes	Total
Closing cash in hand as on 08.11. 2016	-	-	-
(+) Permitted Receipts	-	-	-
(-) Permitted Payments	-	-	-
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12. 2016	-	-	-

The Company did not have any dealings in Specified Bank Notes.

25 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by board of directors on 17th April, 2017

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

26 FIRST TIME IND AS ADOPTION RECONCILIATIONS

26.1 Effect of Ind AS adoption on the balance sheet as at March 31, 2016 and April 1, 2015

(₹ in lakh)

	Notes	As at 31st March 2016			As at 1st April 2015		
		Previous GAAP	Effect of transition to ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to ind AS	As per Ind AS balance sheet
ASSETS							
Non - Current Assets							
Intangible assets Under Development		63,39	-	63,39	-	-	-
Other Non-Current Assets		47	-	47	1	-	1
Total Non-Current Assets		63,86	-	63,86	1	-	1
Current Assets							
Financial Assets							
Investments		36,38	34	36,72	12	0	12
Cash and Cash Equivalents		10	-	10	1	-	1
Other Current Assets		7,45	-	7,45	0	-	0
Total Current Assets		43,93	34	44,27	13	0	13
Total Assets		107,79	34	108,13	14	0	14
EQUITY AND LIABILITIES							
Equity							
Equity Share Capital		97,33	-	97,33	55	-	55
Other Equity		(1,41)	34	(1,07)	(41)	0	(41)
Total Equity		95,92	34	96,26	14	0	14
Liabilities							
Non - Current Liabilities							
Provisions		14	-	14	-	-	-
Total Non-Current Liabilities		14	-	14	-	-	-
Current Liabilities							
Financial Liabilities							
Other Financial Liabilities		9,86	-	9,86	-	-	-
Other Current Liabilities		1,73	-	1,73	0	-	0
Provisions		14	-	14	-	-	-
Total Current Liabilities		11,73	-	11,73	0	-	0
Total Liabilities		11,87	-	11,87	0	-	0
Total Equity and Liabilities		107,79	34	108,13	14	0	14

Notes on Financial Statements for the year ended 31st March, 2017 (Contd.)

26.2 Reconciliation of Profit/(Loss) and Other Equity between Ind AS and Previous GAAP

(₹ in lakh)

Sr. No.	Nature of adjustments	Notes	Net Loss		Other Equity	
			Year ended 31st March 2016	As at 31st March 2016	As at 1st April 2015	As at 1st April 2015
(41)	Net Profit or (Loss)/ Other Equity as per Previous Indian GAAP			(1,00)	(1,41)	
1	Fair valuation of Investments (As at 1st April, 2015 ₹ 18,626)	I	34	34		0
	Total		34	34		0
	Net Profit or (Loss) before OCI/ Other Equity as per Ind AS		(66)	(1,07)		(41)

Notes

I Fair valuation of Investments:

The Company has valued investments at fair value. Impact of fair value changes as on the date of transition is recognised in opening reserves and changes thereafter are recognised in Statement of Profit and Loss.

26.3 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31st March, 2016

(₹ in lakh)

	Year ended 31st March 2016		
	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
INCOME			
Other Income	1,35	34	1,69
Total Income	1,35	34	1,69
EXPENSES			
Finance Costs (Interest) (₹ 252)	0	-	0
Other Expenses	2,35	-	2,35
Total Expenses	2,35	-	2,35
Loss for the year	(1,00)	34	(66)

As per our Report of even date

For Pathak H D & Associates
Chartered Accountants
Firm Registration No : 107783W

Mukesh D Mehta
Partner
Membership No. 43495

For and on behalf of the Board

Pankaj Pawar
Director
(DIN 00085077)

Dhirendra Harilal Shah
Director
(DIN 00004616)

Rajendra M. Kamath
Director
(DIN 01115052)

Jagmohanlal Bhamri
Director
(DIN 07169306)

Rahul Razdan
Chief Executive Officer
(PAN: AFDPR5030B)

Ketan Mody
Chief Financial Officer
(PAN: AABPM9782A)

Thriveni Shetty
Company Secretary
(Membership No. 30012)

Place: Mumbai
Date: 17th April, 2017