

**VIACOM18 MEDIA (UK) LIMITED
FINANCIAL STATEMENTS
31 MARCH 2018**

Independent Auditor's Report to the Members of VIACOM18 MEDIA (UK) LIMITED Year ended 31 March 2018

We have audited the financial statements of VIACOM18 MEDIA (UK) LIMITED (the 'company') for the year ended 31 March 2018 which comprise the statement of income and retained earnings, statement of financial position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Jon Last (Senior Statutory Auditor)

For and on behalf of

Warrener Stewart
Chartered accountant & statutory auditor
Harwood House
43 Harwood Road
London
SW6 4QP

Dated: 6th April, 2018

Statement of Income and Retained Earnings Year ended 31 March 2018

	Note	2018 £	2017 £
Administrative expenses		<u>11,600</u>	<u>24,661</u>
Operating loss		(11,600)	(24,661)
Loss before taxation		(11,600)	(24,661)
Tax on loss		<u>-</u>	<u>-</u>
Loss for the financial year and total comprehensive income		(11,600)	(24,661)
Retained losses at the start of the year		(453,589)	(428,928)
Retained losses at the end of the year		(465,189)	(453,589)

There were no recognised gains and losses for 2018 or 2017 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2018 (2017: £ Nil).

Statement of Financial Position 31 March 2018

	Note	2018	2017
		£	£
Current assets			
Debtors	5	1,435	1,535
Cash at bank and in hand		364,054	375,554
		<u>365,489</u>	<u>377,089</u>
Creditors: amounts falling due within one year	6	<u>827,727</u>	<u>827,727</u>
Net current liabilities		<u>462,238</u>	<u>450,638</u>
Total assets less current liabilities		<u>(462,238)</u>	<u>(450,638)</u>
Net liabilities		<u>(462,238)</u>	<u>(450,638)</u>
Capital and reserves			
Called up share capital	8	2,951	2,951
Profit and loss account		(465,189)	(453,589)
Members deficit		<u>(462,238)</u>	<u>(450,638)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 6th April, 2018, and are signed on behalf of the board by:

Ms. Kshipra Jatana
Director

Company registration number: 06396959

Notes to the Financial Statements Year ended 31 March 2018

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 1 Concord Business Centre, Concord Road, Park Royal, London, W3 0TJ.

2. Statement of compliance

These financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with section 1A of Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

The following principal accounting policies have been applied:

3. Accounting policies

Going Concern

The directors have prepared these financial statements on a going concern basis because its parent company Viacom 18 Media Private Limited have agreed that they will provide such financial and other assistance as the company will require to meet its financial obligations as they fall due for payment. This undertaking is to remain in force for a period of at least 12 months from the date of signature of these financial statements.

Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Cash and cash equivalent

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash Equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method

Taxation

Deferred tax is provided in full in respect of all timing differences, other than permanent timing differences, which have originated, but not reversed by the balance sheet date. The deferred tax balance is not discounted to reflect the time value of money. Deferred tax assets are recognised to the extent that it is more likely than not that they will be recovered.

Financial instruments

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of future cash flows and subsequent at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short term loan not at market rate, the financial assets or liability is measure, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar instrument and subsequently at amortised cost.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between assets carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

Notes to the Financial Statements Year ended 31 March 2018

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

4. Auditor's remuneration

	2018	2017
	£	£
Fees payable for the audit of the financial statements	<u>2,625</u>	<u>2,625</u>

5. Staff costs

The average number of persons employed by the company during the period, including the director, amounted to 2 (2017: 2).

6. Debtors

	2018	2017
	£	£
Rent and other deposits	1,000	1,000
Other debtors	435	535
	<u>1,435</u>	<u>1,535</u>

7. Creditors: amounts falling due within one year

	2018	2017
	£	£
Trade creditors	758,484	758,484
Accruals and deferred income	3,550	3,550
Other creditors	65,693	65,693
	<u>827,727</u>	<u>827,727</u>

8. Financial instruments at fair value

Financial assets		2018	2017
		£	£
Financial assets measured at fair value through profit and loss		364,054	375,554
Financial assets that are debt instruments measured at amortised cost		1,435	1,535
		<u>365,489</u>	<u>377,089</u>
Financial liabilities			
Financial liabilities measured at amortised cost		(827,727)	(827,727)
		<u>(827,727)</u>	<u>(827,727)</u>

Financial assets measured at amortised cost comprise of debtor's receivable in the ordinary course of business.

Financial liabilities measured at amortised cost comprise of creditors.

Notes to the Financial Statements Year ended 31 March 2018

9. Called up share capital

Authorised share capital

	2018		2017	
	No.	£	No.	£
Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>	<u>50,000</u>	<u>50,000</u>

Issued, called up and fully paid

	2018		2017	
	No.	£	No.	£
Ordinary shares of £1 each	<u>2,951</u>	<u>2,951</u>	<u>2,951</u>	<u>2,951</u>

10. Contingencies

At the balance sheet date there are unrelieved trading losses of approximately £445,452 which are available for offset against future trading profits, subject to agreement by HM Revenue & Customs.

The maximum potential deferred tax asset of approximately £84,636 which arises as a consequence of these losses has not been recognised within the company's balance sheet as its recoverability is dependent on future taxable profits and there is uncertainty as to the period over which these taxable profits might arise.

11. Related party transactions

Included in Trade Creditors is £758,484 (2017: £758,484) payable to Viacom 18 Media Private Ltd, the parent company, a company registered in India.

Included in Other Creditors is £62,605 (2017:£62,605) owed to Viacom 18 Media Private Ltd.

Viacom 18 Media Private Ltd, a company registered in India is the parent company of Viacom 18 Media (UK) Ltd. Roptonal Limited and Indiacast UK Ltd are both associated companies of Viacom 18 Media Private Ltd.

12. Controlling party

The company is a wholly owned subsidiary of Viacom 18 Media Private Limited, a company registered in India. No one party exercise control over Viacom 18 Media Private Limited.

Detailed Income Statement Year ended 31 March 2018

	2018	2017
	£	£
Overheads		
Administrative expenses	<u>11,600</u>	<u>24,661</u>
Operating loss	<u>(11,600)</u>	<u>(24,661)</u>
Loss before taxation	<u><u>(11,600)</u></u>	<u><u>(24,661)</u></u>

Notes to the Detailed Income Statement Year ended 31 March 2018

	2018	2017
	£	£
Administrative expenses		
Accountancy fees	8,750	7,850
Auditors remuneration	2,625	2,625
Bad debts written off	-	13,964
Bank charges	225	222
	<u>11,600</u>	<u>24,661</u>