

**COLOSCEUM MEDIA
PRIVATE LIMITED**

**FINANCIAL STATEMENTS
2018-19**

Independent Auditor's Report

TO THE MEMBERS OF COLOSCEUM MEDIA PRIVATE LIMITED

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **Colosceum Media Private Limited ('the Company')**, which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss (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. (hereinafter referred to as "the Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required 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 including Ind AS specified under Section 133 of the Act, of the financial position of the Company as at 31st March 2019, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section

143(10) of the Companies Act, 2013, our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the management report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the 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 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 read with relevant rules issued there under. 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 appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

That Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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. Further to our comment in the Annexure A, 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;

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- c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account;
- d. In our opinion, the aforesaid Ind AS financial statements comply with Ind AS prescribed under Section 133 of the Act read with relevant rules there under;
- e. On the basis of the written representations received from the directors of the Company as on 31st March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 the requirements of section 197 (16) of the Act;
- In our opinion and to the best of our information and according to the explanations given to us, the provisions of section 197 of the act is not applicable to the company since no managerial remuneration is paid / provided.
- h. 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 does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any material foreseeable losses on long term contracts including derivative contracts
 - iii. There were no amounts which required to be transferred to the Investor Education and Protection Fund by the Company.

For **Chaturvedi & Shah LLP**
Chartered Accountants
Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place: Mumbai
Date: April 11, 2019

“Annexure A” to the Independent Auditor’s Report

(Referred to in paragraph 1 under the heading “ Report on Other Legal and Regulatory Requirements” of our report of even date to the members of the Colosceum Media Private Limited on the Ind AS financial statements for the year ended 31st March 2019).

- (i) (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) The Company does not have any inventory which requires physical verification. Accordingly, the provisions of paragraph 3 (ii) of the Order are not applicable to the Company.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provision of paragraph 3 (iii) of the Order are not applicable to the Company.
- (iv) 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) According to the information and explanation given to us, the Company has not accepted any deposits within the meaning of sections 73 to 76 of the Act and Companies (Acceptance of Deposits) Rules, 2014. Therefore, the provisions of paragraph 3(v) of the Order are not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub –section (1) of section 148 of the Companies Act, 2013. In respect of the Company’s products/ services. Accordingly, the provisions of clause 3(vi) of the order are not applicable.
- (vii) (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, Goods and Service Tax, Custom Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at March 31, 2019 for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, goods and service-tax and duty of customs which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company does not have any loans or borrowings from any financial institution or government nor has it issued any debentures as at the balance sheet date.
- (ix) The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- (x) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The Company has not paid managerial remuneration. Therefore, provisions of clause 3 (xi) of the order are not applicable to the company.

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- (xii) 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) The provisions of Section 177 of the Companies Act 2013 are not applicable to the Company as it does not fulfil the criteria specified in the Section 177 of Companies Act 2013. In our opinion all transactions with related parties are in compliance with section 188 of Companies Act, 2013 where applicable and details have been disclosed in financial statements etc., as required by the applicable Indian accounting standards.
 - (xiv) 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) 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 **Chaturvedi & Shah LLP**
Chartered Accountants
Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place: Mumbai
Date: April 11, 2019

“Annexure B” to the Independent Auditor’s Report

Referred to in paragraph 2(f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date to the members of the Colosceum Media Private Limited on the financial statements for the year ended 31st March 2019.

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 31st March, 2019 in conjunction with our audit of the 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 31st March, 2019, 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 **Chaturvedi & Shah LLP**
Chartered Accountants
Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place: Mumbai
Date: April 11, 2019

Balance Sheet as at 31st March, 2019

		₹ in lakh	
	Note No.	As at 31st March 2019	As at 31st March 2018
I ASSETS			
(1) Non - current assets			
(a) Property, Plant and Equipment	1(a)	85.13	115.28
(b) Other Intangible Assets	1(b)	2.26	1.60
(c) Financial Assets			
- Other Financial Assets	2	13.27	12.06
(d) Deferred tax assets (net)	3	15.06	5.43
(e) Other non - current assets	4	0.60	92.46
Total non - current assets		116.32	226.83
(2) Current assets			
(a) Inventories	5	447.33	214.97
(b) Financial Assets			
(i) Investments	6	302.48	1,291.57
(ii) Trade Receivables	7	2,063.14	711.45
(iii) Cash and cash equivalents	8	162.81	2.64
(iv) Other Financial Assets	9	14.86	5.54
(c) Other current assets	10	134.23	97.70
Total current assets		3,124.85	2,323.87
Total Assets		3,241.17	2,550.70
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	11	117.65	117.65
(b) Other Equity	12	1,896.78	1,706.26
Total equity		2,014.43	1,823.91
Liabilities			
(1) Non - current liabilities			
(a) Provisions	13	18.65	21.52
Total non - current liabilities		18.65	21.52
(2) Current liabilities			
(a) Financial Liabilities			
(i) Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	14	-	7.24
Total outstanding dues of Other than Micro Enterprises & Small Enterprises		999.67	588.31
(b) Other current liabilities	15	208.03	108.96
(c) Provisions	16	0.39	0.76
Total current liabilities		1,208.09	705.27
Total Equity and Liabilities		3,241.17	2,550.70

Significant Accounting Policies and accompanying Notes (1 to 35) are part of the financial statements

As per our Report of even date

For Chaturvedi & Shah LLP
Chartered Accountants
Registration No :101720W/W100355

Vijay Napawaliya
Partner

Place : Mumbai
Date : April 11, 2019

For and on behalf of the Board of Directors

Kshipra Jatana
Director
DIN 02491225

Place : Noida
Date : April 11, 2019

Ratnesh Rukhariyar
Director
DIN 00004615

Statement of Profit and Loss for the year ended 31st March, 2019

		₹ in lakh		
	Note No.	Year ended 31st March 2019	Year ended 31st March 2018	
I	Value of sale and services	17	5,001.27	6,222.01
	Less: GST included above		759.96	638.51
	Revenue from operations (Net)		4,241.31	5,583.50
II	Other income	18	85.16	95.14
III	Total revenue (I+II)		4,326.47	5,678.64
IV	Expenses			
	(a) Production and Other Direct Expenses	19	3,785.68	4,911.04
	(b) Changes in inventories of Work-In-Progress	20	(232.36)	(50.32)
	(c) Employee benefits expense	21	182.00	212.44
	(d) Finance costs	22	-	0.16
	(e) Depreciation and amortisation expense		34.52	14.58
	(f) Other expenses	23	269.68	237.78
	Total expenses (IV)		4,039.52	5,325.68
V	Profit before tax (III-IV)		286.96	352.96
VI	Tax expense:			
	(1) Current tax	25(a)	98.74	107.08
	Short/(Excess) provision for tax relating to prior years		10.21	24.33
	(2) Deffered tax	26	(9.63)	3.73
	Net tax expense (VI)		99.32	135.14
VII	Profit for the period (V-VI)		187.63	217.82
VIII	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			
	Remeasurements of the defined benefit plans		2.88	(0.90)
IX	Other Comprehensive Income for the year, Net of Tax		2.88	(0.90)
X	Total Comprehensive Income for the period (VII + IX)		190.50	216.92
XI	Earnings per equity share of face value of ₹ 10/- each			
	(a) Basic	24	15.95	18.51
	(b) Diluted		8.31	9.65

Significant Accounting Policies and accompanying Notes (1 to 35) are part of the financial statements

As per our Report of even date

For Chaturvedi & Shah LLP

Chartered Accountants

Registration No : 101720W/W100355

Vijay Napawaliya

Partner

Place : Mumbai

Date : April 11, 2019

For and on behalf of the Board of Directors

Kshipra Jatana

Director

DIN 02491225

Place : Noida

Date : April 11, 2019

Ratnesh Rukhariyar

Director

DIN 00004615

Statement of changes in equity for the year ended 31st March 2019

a. Equity Share Capital

₹ in lakh

Balance at the beginning of 1st April 2017	Changes in equity share capital during the year 2017-18	Balance at the end of 31st March 2018	Changes in equity share capital during the year 2018-19	Balance at the end of 31st March 2019
117.65	-	117.65	-	117.65

b. Other Equity

₹ in lakh

As on 31st March 2018	Equity component of financial instruments	Reserves and Surplus		Total
		Securities premium account	Retained Earnings *	
Balance at the beginning of the reporting period	10.81	1,260.20	218.33	1,489.34
Total Comprehensive Income for the year, Net of Tax	-	-	(0.90)	(0.90)
Transfer to retained earnings	-	-	217.82	217.82
Balance at the end of the reporting period	10.81	1,260.20	435.25	1,706.26

As on 31st March 2019	Equity component of financial instruments	Reserves and Surplus		Total
		Securities premium account	Retained Earnings *	
Balance at the beginning of the reporting period	10.81	1,260.20	435.24	1,706.26
Total Comprehensive Income for the year, Net of Tax			2.88	2.88
Transfer to retained earnings			187.63	187.63
Balance at the end of the reporting period	10.81	1,260.20	625.75	1,896.78

* includes remeasurement of defined benefit plan for the year amounting to ₹ 2.88 Lacs & previous year of ₹ 0.90 Lacs

Significant Accounting Policies and accompanying Notes (1 to 35) are part of the financial statements

As per our Report of even date

For Chaturvedi & Shah LLP

Chartered Accountants

Registration No :101720W/W100355

Vijay Napawaliya
Partner

Place : Mumbai
Date : April 11, 2019

For and on behalf of the Board of Directors

Kshipra Jatana
Director
DIN 02491225

Place : Noida
Date : April 11, 2019

Ratnesh Rukhariyar
Director
DIN 00004615

Cashflow Statement for the year ended 31st March, 2019

	<i>₹ in lakh</i>	
	Year ended 31st March 2019	Year ended 31st March 2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Profit as per statement of Profit & Loss before tax	286.96	352.96
Adjustments for:		
Depreciation and amortisation expense	34.52	14.58
Finance Cost	-	0.68
Interest Income	(1.21)	(2.32)
Loss on sale/ discard of Property, Plant & Equipment (Net)	0.04	0.19
Net gain on sale of investments	(72.29)	(26.91)
Net gain/loss arising on financial assets designated at fair value through profit and loss	(3.61)	(20.48)
Amortisation of lease rent	1.26	1.26
	(41.29)	(33.00)
Operating profit before working capital changes	245.67	319.96
Adjusted for		
- Trade and Other Payables	499.95	93.42
- Trade and Other Receivables	(1,410.90)	514.97
- Inventory	(232.36)	(50.32)
	(1,143.31)	558.07
Cash generated from Operations	(897.64)	878.03
Taxes refund / paid (net)	(3.33)	(131.41)
Net cash flow generated from / (used in) operating activities	(900.97)	746.62
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant & Equipment	(5.07)	(63.57)
Purchase of Current Investments	(2,088.61)	(2,491.57)
Sale of Current Investments	3,150.00	1,628.85
Proceeds from disposal of tangible assets		0.20
Fair Value Through Profit & Loss In Mutual Fund	3.61	20.48
Interest Received	1.21	2.32
Net cash flow (used in) / generated from investing activities	1,061.14	(903.29)
Cash flows from financing activities		
Interest Paid	-	(0.68)
Net cash flow (used in) / generated from financing activities	-	(0.68)
Net increase / (decrease) in cash and cash equivalents	160.17	(157.35)
Cash and cash equivalents at beginning of year	2.64	159.99
Cash and cash equivalents at end of year (Refer note no.8)	162.81	2.64

Significant Accounting Policies and accompanying Notes (1 to 35) are part of the financial statements

As per our Report of even date

For Chaturvedi & Shah LLP

Chartered Accountants

Registration No :101720W/W100355

Vijay Napawaliya

Partner

Place : Mumbai

Date : April 11, 2019

For and on behalf of the Board of Directors

Kshipra Jatana

Director
DIN 02491225

Place : Noida

Date : April 11, 2019

Ratnesh Rukhariyar

Director
DIN 00004615

Notes forming part of the financial statements for the year ended 31st March, 2019

1 CORPORATE INFORMATION

Colosceum Media Private Limited (“the Company”) is a entity incorporated in India. The registered office of the Company is situated at First Floor, Empire Complex, 414 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra. 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

2.1 Basis Of Preparation And Presentation

“The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities, which have been measured at fair value amount.

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.

The Company’s financial statements are presented in Indian Rupees (₹), which is its functional currency and all values are rounded to the nearest lakh (₹ 00,000), except when otherwise indicated.”

2.2 Summary Of Significant Accounting Policies

Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as Current when it is –

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(a) Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and 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.

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 the entity and the cost can be measured reliably.

Depreciation on property, plant and equipment is provided using straight-line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Leasehold improvements are depreciated over the period of lease agreement or the useful life whichever is shorter.

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.

Notes forming part of the financial statements for the year ended 31st March, 2019

(b) Intangible assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebate less accumulated amortisation/ depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

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

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.

Computer Software is being amortised over its estimated useful life of 5 years.

(c) Leases:

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Leased assets:

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

(d) Borrowing 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.

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

(e) Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs net of recoverable taxes incurred in bringing them to their respective present location and condition.

(f) Impairment of non-financial assets - Property, Plant and Equipment and Other Intangible assets:

The Company assesses at each reporting dates as to whether there is any indication that any Property, Plant and Equipment and Other Intangible assets or group of an asset or CGU is estimated to determine the extent of impairment, If any. When 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 recognized in the Statement of the Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value

Notes forming part of the financial statements for the year ended 31st March, 2019

using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

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

(g) Provisions and Contingencies

Provisions are recognised when the Company has a present obligation as a result of a past events, 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.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements.

(h) Employee Benefits

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.

Long Term Employee Benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability as at the Balance Sheet date on the basis of actuarial valuation as per Projected Unit Credit Method.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions towards Provident Fund, Employee State Insurance 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 the every completed year of service as per the Payment of Gratuity Act, 1972.

The liability in respect of gratuity 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.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income.

(i) Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity.

i 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.

Notes forming part of the financial statements for the year ended 31st March, 2019

ii 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 income tax assets are reassessed at each reporting period and are recognised to the extent that it is probable that taxable profits will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilised.

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.

(j) 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 closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. 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.

(k) Revenue recognition

Revenue from operations includes income from content productions

Revenue is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates and excluding taxes or duties collected on behalf of the government. Income from media operations is recognised to the extent the performance of agreed contractual task has been completed. Consideration is generally due upon satisfaction of performance obligations and receivable is recognised when it becomes unconditional. Generally, the credit period varies between 0-90 days from the date of delivery of final telecast master.

Revenues in excess of invoicing are classified as contract assets and disclosed as unbilled revenue. Invoicing in excess of revenues are classified as contract liabilities and disclosed as unearned revenues.

Interest income

Interest Income from a Financial Assets is recognised using effective interest rate method.

Dividend income

Dividend Income is recognised when the Company's right to receive the amount has been established.

(l) Financial instruments

(i) Financial Assets

A. Initial recognition and measurement:

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition of financial assets, which are not accounted at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

Notes forming part of the financial statements for the year ended 31st March, 2019

B. Subsequent measurement:

a) Financial assets carried at amortised cost

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.

The effective interest rate amortisation is included in other income in the Statement of Profit and Loss.

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

A financial asset is 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 fair valued through profit or loss.

C. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- a) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- b) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables, Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivable. Further, Company uses historical default rates to determine impairment loss on the portfolio of the trade receivables. At every reporting date, these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 months ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(ii) Financial Liabilities

A. Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans 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 carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(iii) Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Notes forming part of the financial statements for the year ended 31st March, 2019

(m) Cash and cash equivalent

Cash and cash equivalents comprise of cash on hand and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(n) Earning per shares

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

- 3 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 and Other Intangible Assets:

Property, Plant and Equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Other Intangible assets are amortised over its estimated useful lives. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation 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/ amortisation for future periods is adjusted if there are significant changes from previous estimates.

b) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c) 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 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.

d) Defined benefit plans:

The employment benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost/ income include the discount rate, inflation and mortality assumptions. Any changes in these assumptions will impact upon the carrying amount of employment benefit obligations.

4 NEW STANDARD ISSUED and EFFECTIVE during the year

The impact on account of applying the erstwhile Ind AS 18 "Revenue" instead of Ind AS 115 "Revenue from contracts with customers" on the financial statements of the Company for the year ended and as at 31st March 2019 is insignificant.

5 NEW STANDARD ISSUED BUT NOT EFFECTIVE

On 30th March, 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from 1st April, 2019.

a) Issue of Ind AS 116 - Leases

Ind AS 116 will supersede the current standard on leases i.e. Ind AS 17- Leases. As per Ind AS 116, the lessor will have to bring to books all the non-cancellable portion of leasing arrangement.

Notes forming part of the financial statements for the year ended 31st March, 2019

b) Amendment to Existing Standard

The MCA has also carried out amendments of the following accounting standards

- i Ind AS 12 – Income Taxes
- ii Ind AS 19 – Employee Benefits
- iii Ind AS 23 – Borrowing Costs
- iv Ind AS 28 - Investment in Associates and Joint Ventures
- v Ind AS 101- First time adoption of Indian Accounting Standards
- vi Ind AS 103 – Business Combinations
- vii Ind AS 109 - Financial Instruments
- viii Ind AS 111 – Joint Arrangements

Application of above standards are not expected to have any significant impact on the Company's financial statements.

Notes forming part of the financial statements for the year ended 31st March, 2019

Particulars	Gross Block			Depreciation			Net Block			
	As at 01.04.2018	Additions	Deletions/ adjustment	Closing balance as at 31.03.2019	As at 01.04.2018	Depreciation / amortisation expense for the year	On disposals / adjustments	Closing balance as at 31.03.2019	As at 31.03.2019	As at 31.03.2018
(a) Property, Plant and Equipment										
(i) Plant and equipment	1.12	-	-	1.12	0.40	0.08		0.48	0.64	0.72
(ii) Computers	55.03	1.08	0.72	55.39	20.26	14.09	0.68	33.67	21.72	34.77
(iii) Furniture and fixtures	6.80	0.27	-	7.07	0.91	0.70		1.61	5.46	5.88
(iv) Vehicles	9.72	-	-	9.72	1.54	1.22		2.75	6.97	8.18
(v) Office equipment	11.42	0.39	0.86	10.94	3.76	1.82	0.86	4.72	6.22	7.66
(vi) Leasehold Improvement	78.76	2.23	-	80.99	20.70	16.16		36.87	44.12	58.05
Total Property, Plant & Equipment	162.85	3.97	1.58	165.23	47.58	34.07	1.54	80.10	85.13	115.28
Previous Year	104.13	63.57	4.85	162.85	37.85	14.18	4.47	47.56	115.28	
(b) Other Intangible Assets										
(i) Computers software	2.37	1.11		3.48	0.78	0.44		1.22	2.26	1.60
Total (B)	2.37	1.11	-	3.48	0.78	0.44	-	1.22	2.26	1.60
Previous Year	2.37	-	-	2.37	0.37	0.40	-	0.78	1.60	
Total (A+B)	165.22	5.08	1.58	168.71	48.36	34.51	1.54	81.32	87.39	116.87

₹ in Lakhs

Notes forming part of the financial statements for the year ended 31st March, 2019

		₹ in lakh	
		As at 31st March 2019	As at 31st March 2018
2	Other Financials Assets		
(i)	Security deposits - Unsecured, considered good	13.27	12.06
		<u>13.27</u>	<u>12.06</u>
3	Deffered Tax		
(i)	Deffered Tax	15.06	5.43
		<u>15.06</u>	<u>5.43</u>
4	Other non - current assets		
(i)	Others (Unsecured, Considered good)		
	Assets for Current Tax (Net of provision) (Refer note 25(b))	0.60	92.46
		<u>0.60</u>	<u>92.46</u>
5	Inventories		
	Work in progress (Programme under production)	447.33	214.97
		<u>447.33</u>	<u>214.97</u>
6	Investments		
(i)	Investments In Mutual Fund	302.48	1,291.57
	(Investment In ABSL Liquid Fund - Growth Units 1,01,160=645 @ 299=0054)		
		<u>302.48</u>	<u>1,291.57</u>
6.1	Category-wise Investment		
	Financial assets measured at fair value through Profit & loss (FVTPL)	302.48	1,291.57
	Financial assets measured at fair value through Other comprehensive income (FVTOCI)	-	-
	Financial assets carried at amortised cost	-	-
	Total Investment	<u>302.48</u>	<u>1,291.57</u>
7	Trade receivables (unsecured)		
(i)	Trade Receivable considered good- Unsecured	2,063.14	711.45
	Trade Receivable considered good- Secured	-	-
	Trade Receivable which have significant increase in Credit Risk	-	-
	Trade Receivable - credit impaired	-	-
	Less: Provision for doubtful/ expected credit loss	-	-
		<u>2,063.14</u>	<u>711.45</u>

Notes forming part of the financial statements for the year ended 31st March, 2019

		₹ in lakh	
		As at 31st March 2019	As at 31st March 2018
8	Cash and cash equivalents		
-	Cash on hand	0.13	0.16
-	Balances in current accounts with banks	0.64	1.66
-	Balances with banks in Cash Credit	162.04	0.82
		<u>162.81</u>	<u>2.64</u>
9	Other financial assets		
(i)	Security deposits - Unsecured, considered good	14.86	5.54
		<u>14.86</u>	<u>5.54</u>
10	Other current assets (Unsecured, Considered good)		
(i)	Advances to vendors	98.73	71.64
(ii)	Prepaid expenses	5.86	3.21
(iii)	Prepaid Lease	2.93	4.19
(iv)	GST credit receivable	26.71	18.66
		<u>134.23</u>	<u>97.70</u>

		₹ in lakh			
Particulars		As at 31st March 2019		As at 31st March 2018	
		Number of Shares	Amount (₹)	Number of Shares	Amount (₹)
a.	Authorised Share Capital:				
	Equity shares of ₹ 10 each	1,500,000	150.00	1,500,000	150.00
	Preference shares of ₹ 10 each	500,000	50.00	500,000	50.00
b.	Issued, Subscribed and fully paid up - Equity Shares				
	Issued, Subscribed and fully paid up	1,176,500	117.65	1,176,500	117.65
	Total	<u>1,176,500</u>	<u>117.65</u>	<u>1,176,500</u>	<u>117.65</u>

Notes :

(i) The Company has only one class of equity share having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(ii) Details of equity shares held by holding company

Particulars		As at 31st March 2019		As at 31st March 2018	
		Number of Shares	Amount (₹)	Number of Shares	Amount (₹)
	Capital18 Fincap Private Limited	-	-	1,176,500	117.65
	Network18 Media & Investments Ltd	1,176,500	117.65	-	-
		<u>1,176,500</u>	<u>117.65</u>	<u>1,176,500</u>	<u>117.65</u>

* Including shares jointly held by its nominee

Notes forming part of the financial statements for the year ended 31st March, 2019

(iii) Details of equity shares held by each shareholder holding more than 5% shares :

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	% Holding	Number of Shares	% Holding
Capital18 Fincap Private Limited	-	-	1,176,500	99.99%
Network18 Media & Investments Ltd	1,176,500	100.00%	-	-

(iv) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	Subscribed and fully paid up		Subscribed and fully paid up	
	Number of Shares	Amount (₹)	Number of Shares	Amount (₹)
Equity Shares opening balance	1,176,500	117.65	1,176,500	117.65
Add : Shares issued during the year	-	-	-	-
Equity Shares closing balance	1,176,500	117.65	1,176,500	117.65

₹ in lakh

	As at 31st March 2019	As at 31st March 2018
12 Other Equity		
(i) Preference Shares		
Opening Balance	10.81	10.81
Issued during the year	-	-
	10.81	10.81
(ii) Retained Earnings		
Opening balance	434.13	216.31
Profit for the year	187.63	217.82
	621.76	434.13
(iii) Reserves		
Other Reserves		
- Securities premium account		
Opening balance	1,260.20	1,260.20
Add: Received during the year	-	-
	1,260.20	1,260.20
(iv) Other Comprehensive Income		
Opening balance	1.13	2.03
Add.: Amount recognised during the year	2.88	(0.90)
Balance at the end of the year	4.01	1.13
Total Other Equity	1,896.78	1,706.26

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

Notes forming part of the financial statements for the year ended 31st March, 2019

- 12.1. Each Preference Share shall have a tenure of 10 (ten) years from the date of issue and shall not carry any right to dividend.
- 12.2. The Preference Share Holder shall have an option, exercisable at any time during a period of 10 (ten) years following the date of Subscription, to convert all or part of the Preference Shares into Equity Shares of the Company.
- 12.3. 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.
- 12.4. The Preference Shares shall be freely transferable to any third party subject to applicable law.
- 12.5. 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

13 Provisions

Provision for employee benefits:

Provision for compensated absences	1.86	5.09
Provision for gratuity (net)	16.79	16.43
	<u>18.65</u>	<u>21.52</u>

₹ in lakh

Particulars	As at	As at
	31st March 2019	31st March 2018
	Rs.	Rs.

14 Financial Liabilities

Trade Payables

(i) Total outstanding dues of MSMED (Refer Note 14.1)	-	7.24
(ii) Total outstanding dues of other than MSMED	999.67	588.31
	<u>999.67</u>	<u>595.55</u>

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

Particulars	As at	As at
	31st March 2019	31st March 2018
Principal amount due and remaining unpaid	-	7.24
Interest due on above and unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-
Total	<u>-</u>	<u>7.24</u>

15 Other current liabilities

(i) Unearned revenue	-	53.54
(ii) Other payables		
- Statutory dues	208.03	55.42
	<u>208.03</u>	<u>108.96</u>

Notes forming part of the financial statements for the year ended 31st March, 2019

16 Provisions

Provision for employee benefits

(i) Provision for compensated absences	0.04	0.16
(ii) Provision for gratuity	0.35	0.60
	0.39	0.76

₹ in lakh

	Year ended 31st March 2019	Year ended 31st March 2018
17 Revenue from operations		
Revenue from operations (Gross)	4,241.31	5,583.50
Income from content productions	4,241.31	5,583.50
18 Other income		
(i) Interest income on Deposit accounts with banks	-	1.22
(ii) Fair Value Through Profit & Loss In Mutual Fund	3.61	20.48
(iii) Interest income on Income Tax Refunds	7.69	37.21
(iv) Interest income (On Security Deposit)	1.21	1.10
(v) Other non-operating income		
- Liabilities / provisions no longer required written back	-	0.02
- Miscellaneous income	0.36	0.25
(vi) Profit on exchange differences		2.80
(vii) Net Gain on sale of Investments	72.29	26.91
(viii) Insurance claim received	-	5.15
	85.16	95.14
19 Production and other direct expenses		
(i) Media Professional Fee	1,177.69	1,883.57
(ii) Material Consumed	88.71	235.69
(iii) Travelling & Conveyance	218.66	510.76
(iv) Event Expenses	332.14	107.00
(v) Artist Fees	116.76	177.17
(vi) Set Expenses	209.24	285.17
(vii) Production Equipment Expenses	391.55	729.71
(viii) Studio and Location Expenses	164.47	202.36
(ix) Production General Expenses	451.24	519.52
(x) Line Production Fees	635.22	260.09
	3,785.68	4,911.04
20 Change in inventories of work-in-progress (B)		
Work-in-progress at the beginning of the year	214.97	164.65
Less : Work in progress at the end of the year	447.33	214.97
	(232.36)	(50.32)

Notes forming part of the financial statements for the year ended 31st March, 2019

21 Employee benefits expense

Salaries and wages	169.00	199.74
Contribution to provident and other fund	6.20	6.24
Gratuity and compensated absences	2.99	2.96
Staff welfare expenses	3.81	3.50
	182.00	212.44

21.1 Defined contribution plans

The Company makes Provident Fund and Pension contributions to the relevant authorities, which are defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits.

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

₹ in lakh

Particulars	2018-19	2017-18
Employer's Contribution to Provident Fund	5.42	5.62
Employer's Contribution to Pension Fund	0.48	0.62

21.2 Defined benefit plans

The Company provides gratuity (which is unfunded) as employee benefit schemes to its employees. The following table sets out the status of the defined benefit scheme and the amount recognised in the financial statements.

i) Reconciliation of opening and closing balances of Defined Benefit Obligation:

₹ in lakh

Particulars	Gratuity (Unfunded)	
	Year ended 31.03.2019	Year ended 31.03.2018
Defined Benefit obligation at beginning of the year	17.02	13.16
Current Service Cost	1.68	1.95
Interest Cost	1.31	1.01
Actuarial (gain)/ loss	(2.88)	0.90
Benefits paid	-	-
Defined Benefit obligation at year end	17.14	17.02

ii) Expenses recognised during the year:

₹ in lakh

Particulars	Gratuity (Unfunded)	
	2018-19	2017-18
In Income Statement		
Current Service Cost	1.68	1.95
Interest Cost	1.31	1.01
Net Cost	2.99	2.96
In Other Comprehensive Income		
Actuarial (gain) / loss on defined benefit obligation	(2.88)	0.90
Net (Income) /Expense recognized in OCI	(2.88)	0.90

Notes forming part of the financial statements for the year ended 31st March, 2019

iii) Actuarial assumptions:

₹ in lakh

Particulars	Gratuity (Unfunded)	
	2018-19	2017-18
Mortality Table (IALM)	2006-08 (Ultimate)	2006-08 (Ultimate)
Discount rate (per annum)	7.69%	7.70%
Rate of escalation in salary (per annum)	5.50%	5.50%

The discount rate is based on prevailing market yields of Government of India bonds as at the balance sheet date for the estimated term of the obligation.

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.

iv) Sensitivity Analysis

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

Notes forming part of the financial statements for the year ended 31st March, 2019

₹ in lakh

Particulars	Gratuity (Unfunded)	
	As at 31st March 2019	As at 31st March 2018
a) Impact of the change in discount rate		
Present value of obligation at the end of the period		
i) Impact due to increase of 1%	(2.18)	(2.26)
ii) Impact due to decrease of 1%	2.55	2.68
	-	-
b) Impact of the change in salary increase		
Present value of obligation at the end of the period	-	-
i) Impact due to increase of 1%	2.58	2.72
ii) Impact due to decrease of 1%	(2.24)	(2.33)

These plan typically expose the Company to actuarial risks such as : investment risk, interest risk, longevity risk and salary risk

a) Interest 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. Hence, a decrease in the discount rate will increase the plan liability.

b) 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.

c) 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 forming part of the financial statements for the year ended 31st March, 2019

22 Finance costs

(i) Interest expense on		
- Cash credit balances	-	0.01
- Others *	-	0.15
	<u>-</u>	<u>0.16</u>

* Others - Interest on Delayed Payment of GST and TDS

23 Other Expenses

Electricity expenses	11.73	7.86
Rent	38.97	37.19
Repairs and maintenance - Others	8.47	3.55
Insurance	1.80	2.76
Professional and legal fees	52.34	61.61
Loss on sale / disposal of assets	0.04	0.19
Sundry Balance written off	20.86	3.69
Project Development	88.18	60.65
Communication costs	5.55	5.68
Printing and stationery	0.99	0.34
Loss on exchange differences	2.93	-
Lease Expenses (On Security Deposit)	1.26	1.26
Miscellaneous expenses	36.56	53.00
	<u>269.68</u>	<u>237.78</u>

Note:

Payments to the auditors comprises (net of service tax, where applicable):

(a) To statutory auditors

(i) Statutory audit fees	1.50	1.50
(ii) Limited review fees	1.10	1.10
	<u>2.60</u>	<u>2.60</u>

₹ in lakh

	Year ended 31st March 2019	Year ended 31st March 2018
24 Earning Per Share (EPS)		
(i) Net Profit after Tax As per Profit and Loss statement attributable to equity shareholders	187.63	217.82
(ii) Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	1,176,500	1,176,500
(iii) Total Weighted Average Potential Equity Shares	1,081,010	1,081,010
(iv) Weighted Average number of Equity Shares used as denominator for Calculating Diluted EPS	2,257,510	2,257,510
(v) Basic Earning Per Share	15.95	18.51
(vi) Diluted Earning Per Share	8.31	9.65
(vii) Face Value Per Equity Shares	10	10

Notes forming part of the financial statements for the year ended 31st March, 2019

25 Taxation

₹ in lakh

Particulars	As at 31st March 2019	As at 31st March 2018
Income tax recognised in profit or loss		
Current Tax		
In respect of current year	98.74	107.08
In respect of prior year	10.21	24.33
Deferred Tax		
In respect of current year	(9.63)	3.73
Tax expenses recognised in the current year	99.32	135.14

a) The income tax expense for the year can be reconciled to the accounting profit as follows:

₹ in lakh

Particulars	As at 31st March 2019	As at 31st March 2018
Profit before tax	286.96	352.96
Applicable Tax Rate	27.82%	33.06%
Computed Tax Expense	79.83	116.70
Effect of income not considered for tax purposes	0.80	(7.13)
Effect of expenses not allowed for tax purposes	18.11	(2.49)
Income tax expenses recognised in statement of profit and loss	98.74	107.08

The tax rate used for the reconciliation above is the corporate tax rate payable by corporate entities in India on taxable profit under the Income tax law.

₹ in lakh

Particulars	As at 31st March 2019	As at 31st March 2018
b) Current tax assets (net)		
At start of year	92.46	491.53
Charge for the year	(98.74)	(107.08)
Over provision prior period	10.21	24.33
Tax paid during the year (net of refund)	(3.33)	(316.33)
At end of year	0.60	92.46

26 Deferred Tax Assets (net)

Deferred tax is calculated, in full, on all temporary timing difference under the assets method using a principal tax rate prevalent in the various jurisdiction the Company operates in. The movement on the deferred tax account is as follows :

₹ in lakh

Particulars	As at 31st March 2019	As at 31st March 2018
Deferred Tax Assets (Net)		
(i) At the start of the year	5.43	19.83
(ii) Charge/(credit) to profit or loss	9.63	(3.73)
(iii) Set-off taken for MAT Credit Entitlement	-	(10.67)
(iv) At the end of the year	15.06	5.43

Deferred tax liabilities and assets at the end of the reporting period and deferred tax (credit) / charge in profit & loss and other comprehensive income

Notes forming part of the financial statements for the year ended 31st March, 2019

₹ in lakh

	Particulars	As at 1st April 2018	Charge/(credit) to profit or loss	Others	As at 31st March 2019
	Deferred Tax Assets in relation to				
(i)	Property, plant and equipment	5.23	3.73		8.96
(ii)	Provisions	0.20	5.90	-	6.10
	Total	5.43	9.63	-	15.06

27 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 ₹ 37.57 Lacs (Previous Year ₹ 35.94 Lacs) has been debited to the profit and loss account during the period

₹ in lakh

No	Particulars	As at 31st March 2019	As at 31st March 2018
1	Not later than one year	37.73	35.94
2	Later than one year but not later than five years	53.04	90.77
3	More than five years	-	-
	Total Amount	90.77	126.71

28 Financial Risk Management

The Company's activities exposes it mainly to credit risk. The finance team identifies and evaluates financial risk in close coordination with the Company's business teams.

Credit risk is the risk that customers or counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities primarily trade receivables.

Customer credit risk is managed by business team subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customers receivables are regularly monitored.

An impairment analysis is performed at each reporting date for major customers. Receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company evaluates the concentration of risk with respect to receivables as low.

29 Fair value measurements

Financial instruments by category

₹ in lakh

	March 31, 2019			March 31, 2018				
	Carrying Amount	Level of input Used in		Carrying Amount	Level of input Used in			
Financial assets		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
At Amortised Cost								
Trade receivables	2,063.14				711.45			
Cash and cash equivalents	162.81				2.64			
Security Deposit	28.13				17.60			
Others	-							

Notes forming part of the financial statements for the year ended 31st March, 2019

AT FVTPL							
Investment	302.48	302.48			1,291.57	1,291.57	
Total financial assets	2,556.56				2,023.26		
Financial liabilities	-						
AT Amortised Cost							
Trade payables	999.67				595.55		
Total financial liabilities	999.67				595.55		

The Fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three level

Level 1: Inputs are quoted prices (unadjusted) in active market for identical assets and liabilities

Level 2: Inputs are other than the quoted prices included within the Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

30. Details of Loans given, Investment made and Guarantee given covered u/s 186(4) of the Companies Act, 2013.

- No loan given by the Company to body corporate as at 31st March, 2019.
- No Investment made by the Company as at 31st March, 2019.
- No Guarantee has been given by the Company as at 31st March, 2019.

31. Segment Reporting

- The Company is engaged in only one segment i.e. "Content Productions" and as such there is no separate reportable segment as per Ind As 108 operating segments. Further Company's operation are only in India, it has determined single geographical segment.
- Since the Company's operations are primarily in India, it has determined single geographical segment.
- One customer represents more than 10% of Company's total revenue during the current year as well as previous year.

32. Particulars of Unhedged Foreign Currency Exposure

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Amount of Currency	₹ in lakh	Amount of Currency	₹ in lakh
Export Trade receivable				
Trade receivable US\$	-	-	121,982	79.34
Exchange Rates				
Rate of US\$	-		65.04	

33. Previous year's figures have been regrouped wherever necessary to make them comparable to current year's figures.

34. The financial statements were approved for issue by the Board of Directors on 11th April, 2019.

Notes forming part of the financial statements for the year ended 31st March, 2019

35 Related party transactions

Details of related parties:

Description of relationship	Names of related parties
Enterprises exercising control	Independent Media Trust Adventure Marketing Private Limited Watermark Infratech Private Limited Colorful Media Private Limited RB Media Holdings Private Limited RB Mediasoft Private Limited RRB Mediasoft Private Limited RB Holdings Private Limited Teesta Retail Private Limited Network18 Media & Investments Limited (w.e.f 01.11.2018) Capital18 Fincap Private Limited (upto 31.10.2018)
Beneficiary/Protector of Independent Media Trust	Reliance Industries Limited Reliance Industrial Investments and Holdings Limited
Fellow Subsidiary	TV18 Broadcast Limited Viacom 18 Media Pvt.Ltd. (w.e.f 01.03.2018)
Joint Venture of Fellow Subsidiary Company	Viacom 18 Media Private Limited (upto 28.02.2018)

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

₹ in lakh

Particulars	Holding Company	Joint Venture of Fellow Subsidiary Company	Fellow Subsidiary
Transactions during the year			
Rendering of services			
Viacom18 Media Private Limited	-		3,715.04
	-	(1,773.81)	(279.71)
Network18 Media & Investment Limited	-	-	
	(2.25)	-	-
Balances outstanding at the end of the year			
Viacom18 Media Private Limited	-		1,773.00
	-		(493.75)

Note: Figures in bracket relates to the previous year ended 31st March 2018

Note: Related parties have been identified by the Management.

For Chaturvedi & Shah LLP

Chartered Accountant

Registration No :101720W/W100355

Vijay Napawaliya

Partner

Place : Mumbai

Date : April 11, 2019

For and on behalf of the Board of Directors

Kshipra Jatana

Director

DIN 02491225

Place : Noida

Date : April 11, 2019

Ratnesh Rukhariyar

Director

DIN 00004615