

Reliance Content Distribution Limited
Financial Statements
2018-2019

INDEPENDENT AUDITOR'S REPORT

To the Members of RELIANCE CONTENT DISTRIBUTION LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **RELIANCE CONTENT DISTRIBUTION LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its Loss including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date..

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA") specified under Section 143(10) of the Act. 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

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 information included in the Board 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 during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

Management Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of 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 the Statement Of Changes in Equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements 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 fair 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities 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 Act, 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

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 the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order;
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account;

- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors as on March 31 , 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31 , 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 with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting with reference to these financial statements;
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rules 11 of the Companies (Audit and Auditors) Rules, 2014, as amended , in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact on its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Ashutosh Jethlia
Partner
Membership No.: 136007

Place: Mumbai
Date : 12th April, 2019

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE CONTENT DISTRIBUTION LIMITED

(Referred to in Paragraph 1 under the heading of “Report on other legal and regulatory requirements” of our report of even date)

- i) As the Company has no fixed assets during the year, clause (i) (a) to clause (i) (c) of paragraph 3 of the Order is not applicable to the Company.
- ii) As the Company had no Inventories during the year, clause (ii) of paragraph of 3 of the Order is 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 Act. Consequently, the requirement of clause (iii) (a) to clause (iii) (c) of paragraph 3 of the Order is not applicable to the Company.
- iv) The Company has not directly or indirectly advanced loan to the person or given guarantees or securities in connection with the loan taken by persons covered under Section 185 of the Act. According to the Information and explanation given to us, Company has complied with the provisions of Section 186 of the Act, in respect of Investments, loans, guarantee or security given.
- v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi) To the best of our knowledge and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act in respect of the activities undertaken by the Company.
- vii) In respect of Statutory dues :
 - a) According to the records of the Company, undisputed statutory dues including provident fund, employees’ state insurance, income tax, goods and service tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable to it have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 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, there are no dues of provident fund, employees’ state insurance, income tax, goods and service tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable to it which have not been deposited as on 31st March, 2019 on account of any dispute.
- viii) The Company has not raised any loans from financial institutions or banks or government. The Company has not defaulted in repayment of dues to debenture holders.
- ix) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) or term Loan and hence clause (ix) of paragraph 3 of the Order is not applicable to the Company.
- x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi) In our opinion and according to the information and explanations given to us, Company has not paid any managerial remuneration during the year and hence clause (xi) of paragraph 3 of the Order is not applicable to the Company.
- xii) In our opinion the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with Sections 177 and 188 of the Act and their details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- xiv) In our opinion and according to the information and explanations given to us, the Company has made preferential allotment of shares and fully convertible debentures during the year. The Company has complied with requirements of Section 42 of the Act and amount raised have been used for the purpose for which funds were raised.

- xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under Section 192 of the Act. Hence, clause (xv) of the paragraph 3 of the Order is not applicable to the Company.
- xvi) To the best of our knowledge and as explained, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

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

Ashutosh Jethlia
Partner
Membership No.: 136007

Place: Mumbai
Date : 12th April, 2019

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE CONTENT DISTRIBUTION LIMITED

(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

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

We have audited the internal financial controls over financial reporting of **RELIANCE CONTENT DISTRIBUTION LIMITED** (“the Company”) as of March 31, 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 (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). 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 Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference To These Financial Statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference To These Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements 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, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 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 issued by ICAI.

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

Ashutosh Jethlia
Partner
Membership No.: 136007

Place: Mumbai
Date : 12th April, 2019

Balance Sheet as at 31st March, 2019

	Notes	As at 31st March, 2019	(₹ in hundreds) As at 31st March, 2018
ASSETS			
NON-CURRENT ASSETS			
Financial Assets			
Investments	1	6887860 00	-
Total Non-current Assets		6887860 00	-
CURRENT ASSETS			
Financial Assets			
Cash and Cash Equivalents	2	41 75	49 99
Total Current Assets		41 75	49 99
Total Assets		6887901 75	49 99
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	3	50 00	50 00
Other Equity	4	6887849 75	(23 56)
Total Equity		6887899 75	26 44
LIABILITIES			
Current Liabilities			
Financial Liabilities			
Trade Payables Due to:	5		
Micro and Small Enterprise		-	-
Other than Micro and Small Enterprise		2 00	50
Other current liabilities	6	-	23 05
Total Current Liabilities		2 00	23 55
Total Liabilities		2 00	23 55
Total Equity and Liabilities		6887901 75	49 99
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	1 to 15		

As per our Report of even date
For Pathak H. D. & Associates
Chartered Accountants
Registration No.: 107783W
Ashutosh Jethlia
Partner
Membership No. :136007
Mumbai
Date : April 12, 2019

For and on behalf of the Board

L. V. Merchant
Director
(DIN: 00007722)

Saurabh Sancheti
Chief Executive Officer
(PAN: BTLPS756K)

Savithri Parekh
Director
(DIN: 0274934)

Nikhil Chakrapani K.
Chief Financial Officer
(PAN: AIXPK4432F)

Hariharan Mahadevan
Director
(DIN: 07036483)

Nirav Vasant Mehta
Company Secretary
Membership No. A30458

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

	Notes	2018-19	(₹ in hundreds) 2017-18
INCOME			
REVENUE FROM OPERATIONS			
Total Income		-	-
EXPENSES			
Other Expenses	7	2986 69	23 56
Total Expenses		2986 69	23 56
Profit / (Loss) Before Tax		(2986 69)	(23 56)
Tax Expense		-	-
Profit / (Loss) for the year		(2986 69)	(23 56)
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		(2986 69)	(23 56)
Earnings per equity share of face value of ₹ 10 each			
Basic (in ₹)	8	(597.34)	(4.71)
Diluted (in ₹)	8	(597.34)	(4.71)
Significant Accounting Policies			
See accompanying Notes to the Financial Statements		1 to 15	

As per our Report of even date
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Statement of changes in Equity for the year ended 31st March, 2019

A. EQUITY SHARE CAPITAL

(₹ in hundreds)

Balance as at 5th September, 2017	Change during the year 2017-18	Balance as at 31st March, 2018	Change during the year 2018-19	Balance as at 31st March, 2019
-	50 00	50 00	-	50 00

B. OTHER EQUITY

(₹ in hundreds)

	Instruments classified as Equity	Reserves and Surplus	Total
		Retained Earnings	
As at 31st March, 2018			
Balance at beginning of reporting period	-	-	-
Total comprehensive income for the year	-	(23 56)	(23 56)
Balance at the end of the reporting period	-	(23 56)	(23 56)
As at 31st March, 2019			
Balance at beginning of reporting period	-	(23 56)	(23 56)
Zero Coupon Unsecured Optionally fully Convertible Debentures	1550800 00	-	1550800 00
6% Non-Cumulative Optionally Convertible Preference Shares	5340060 00	-	5340060 00
Total comprehensive income for the year	-	(2986 69)	(2986 69)
Balance at the end of the reporting period	6890860 00	(3010 25)	6887849 75

As per our Report of even date
For Pathak H. D. & Associates
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Cash Flow Statement for the year ended 31st March, 2019

	2018-19	2017-18
		(₹ in hundreds)
A. Cash Flow from Operating Activities		
Net Profit/ (Loss) Before Tax as per Statement of Profit and Loss	(2986 69)	(23 56)
Adjusted for :	-	-
Operating (Loss) before Working Capital Changes	(2986 69)	(23 56)
Adjusted for :		
Trade and Other Payables	(21 55)	23 55
Cash used in Operations	(3008 24)	(1)
Net Cash flow used in Operating Activities	(3008 24)	(1)
B. Cash Flow from Investing Activities		
Payment for financial assets	(6887860 00)	-
Net Cash flow used in Investing Activities	(6887860 00)	-
C. Cash Flow from Financing Activities		
Proceeds from Equity Share Capital	-	50 00
Proceeds from 6% Non Cum Opt. Con. Preference Shares	5340060 00	-
Proceeds from Zero Coupon Optionally fully Convertible Debentures	1550800 00	-
Net Cash flow from Financing Activities	6890860 00	50 00
Net (Decrease)/ Increase in Cash and Cash Equivalents	(8 24)	49 99
Opening Balance of Cash and Cash Equivalents	49 99	-
Closing Balance of Cash and Cash Equivalents (Refer Note 2)	41 75	49 99

As per our Report of even date
For Pathak H. D. & Associates
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Registration No.: 107783W
Ashutosh Jethlia
Partner
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Company Secretary
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Notes to the Financial Statements for the year ended 31st March, 2019

A. CORPORATE INFORMATION

Reliance Content Distribution Limited [‘the Company’] is an unlisted entity incorporated in India. The registered office of the Company is located at 9th Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400021. The Company is mainly engaged in the business of investment in ventures relating to the business of broadcasting, telecasting, next generation digital content distribution.

B. ACCOUNTING POLICIES

B.1 Basis of Preparation and Presentation

The financial statements have been prepared on the historical cost basis except for certain 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 hundred (₹ 00), except when otherwise indicated.

B.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) 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.

(b) Provisions

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

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

(c) Tax Expenses

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

Current Tax

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

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in

Notes to the Financial Statements for the year ended 31st March, 2019

the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

(d) Foreign currencies transactions and translation

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

Exchange differences arising on settlement or translation of monetary items are recognised in 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 (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

(e) Revenue recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control, or managerial involvement with, the goods, and the amount of revenue can be measured reliably.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Interest income

Interest income from a financial asset is recognised using effective interest rate method.

Dividends

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

(f) Financial instruments

i) Financial Assets

A. Initial recognition and measurement

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

B. Subsequent measurement

a) Financial assets carried at amortised cost (AC)

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

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

A financial asset is measured at FVTOCI 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

Notes to the Financial Statements for the year ended 31st March, 2019

asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

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

C. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment assessment 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:

- 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
- 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 receivables. Further the company uses historical default rates to determine impairment loss on the portfolio of 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 month 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 at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in Statement of 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.

C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY:

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

(a) Provisions

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.

(b) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation,

Notes to the Financial Statements for the year ended 31st March, 2019

based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

D. STANDARDS ISSUED BUT NOT EFFECTIVE

On March 30, 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 April 01, 2019.

a) Issue of Ind AS 116 - Leases

Ind AS 116 will replace the existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

b) Amendment to Existing Standard

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

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

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

Notes to the Financial Statements for the year ended 31st March, 2019

	As at 31st March, 2019	(₹ in hundreds) As at 31st March, 2018
1. INVESTMENTS - NON-CURRENT		
Other Investments		
In Corpus of Trust		
Digital Media Distribution Trust	6887860 00	-
Total of Investments measured at Cost	6887860 00	-
Total Investments - Non-Current	6887860 00	-
		(₹ in hundreds)
	As at 31st March, 2019	As at 31st March, 2018
2. CASH AND CASH EQUIVALENTS		
Balances with bank	41 75	49 99
Cash and Cash Equivalents as per Balance Sheet	41 75	49 99
Cash and Cash Equivalents as per Cash Flow Statement	41 75	49 99

	As at 31st March, 2019		As at 31st March, 2018	
	Units	Amount	Units	Amount
3. SHARE CAPITAL				
AUTHORISED SHARE CAPITAL				
Equity Shares of ₹ 10 each	2,000,000,000	2000000 00	1,000,000	1000 00
Preference Shares of ₹ 10 each	8,000,000,000	8000000 00	-	-
		10000000 00		1000 00
ISSUED, SUBSCRIBED AND PAID UP				
Equity Shares of Rs. 10 each fully paid up	50,000	50 00	50,000	50 00
Total		50 00		50 00

3.1 THE DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES:

Name of the Shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	% held	No. of Shares	% held
Holding Company : Equity Shares				
Reliance Industrial Investments and Holdings Limited	-	-	50,000	100.00
Ultimate Holding Company : Equity Shares				
Reliance Industries Limited	50,000	100.00	-	-

Notes to the Financial Statements for the year ended 31st March, 2019

3.2 THE RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

Particulars	As at 31st March, 2019 No. of Shares	As at 31st March, 2018 No. of Shares
Equity Shares at the beginning of the year	50,000	-
Add : Shares issued during the year	-	50,000
Equity Shares at the end of the year	50,000	50,000

3.3 RIGHTS, PREFERENCES AND RESTRICTIONS ATTACHED TO SHARES:

The company has only one class of equity shares having par value of ₹ 10 each and the holder of the equity share is entitled to one vote per share. The dividend proposed, if any, by board of directors is subject to approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of liquidation of the company, the holders of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amount, in proportion to the number of equity shares held.

	As at 31st March, 2019	As at 31st March, 2018
(₹ in hundreds)		
4. OTHER EQUITY		
<u>Instruments classified as Equity</u>		
6% Non-Cumulative Optionally Convertible Preference Shares		
Issued during the year	5340060 00	-
Zero Coupon Unsecured Optionally fully Convertible Debentures		
Issued during the year	1550800 00	-
Zero Coupon Unsecured Optionally Convertible Loan		
Add: Taken during the year	17000 00	-
Less: Refund during the year	(17000 00)	-
<u>Reserve and Surplus</u>		
Retained Earnings		
As per last Balance Sheet	(23 56)	-
Profit / (Loss) for the year	(2986 69)	(23 56)
Total	6887849 75	(23 56)

4.1 534 00 60 000 Nos of 6% Non-Cumulative Optionally Convertible Preference Shares (OCPs) of ₹ 10/- each issued at face value to Reliance Industries Limited (Ultimate Holding Company) allotted on dated 14.02.2019 and dated 08.03.2019, these Preference Shares are either redeemable at ₹10 or converted in to one equity share of ₹10 each at any time at the option of the Company, but not later than twenty years from the date of allotment of OCPs.

4.2 The Zero Coupon Unsecured Optionally Fully Convertible Debentures (OFCDs) of ₹ 10/- each issued to Reliance Industries Limited (Ultimate Holding Company) shall be either redeemed at ₹ 10/- or converted into 1 (one) Equity Shares of ₹ 10/- each at any time at the option of the Company, but not later than 5 years from the date of allotment of the OFCDs. Ranking of Equity Shares arising out of conversion of the OFCDs will rank pari passu in all respect with the then outstanding Equity Shares of the Company on the date of such conversion, except for dividend, which if declared, shall be paid on pro-rata basis from the date of allotment of such Equity Shares.

Notes to the Financial Statements for the year ended 31st March, 2019

4.3 THE DETAILS OF HOLDING MORE THAN 5% SHARES/DEBENTURES:

Name of the Shareholder/Debentures Holder	As at 31st March, 2019		As at 31st March, 2018	
	Nos.	% held	Nos.	% held
Ultimate Holding Company : Preference Shares				
Reliance Industries Limited	5,340,060,000	100.00	-	-
Ultimate Holding Company : Debentures				
Reliance Industries Limited	1,550,800,000	100.00	-	-

4.4 THE RECONCILIATION OF THE NUMBER OF OUTSTANDING IS SET OUT BELOW:

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Preference (Nos.)	Debenture (Nos.)	Preference (Nos.)	Debenture (Nos.)
Shares/Debentures at the beginning of the year	-	-	-	-
Add : Shares/Debentures issued during the year	5,340,060,000	1,550,800,000	-	-
Shares/Debentures at the end of the year	5,340,060,000	1,550,800,000	-	-

4.5 RIGHTS, PREFERENCES AND RESTRICTIONS ATTACHED TO SHARES:

OCPS shall carry a preferential right over the equity shares of the company as regards to payment of dividend and repayment of capital. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting. The Preference Shareholders shall carry voting right as prescribed under the provisions of the Company Act, 2013. The OCPs shall be non-participating in the surplus funds/surplus assets and profits, on winding up which may remain after the entire capital has been repaid.

	(₹ in hundreds)	
	As at 31st March, 2019	As at 31st March, 2018
5. TRADE PAYABLES DUE TO		
Micro and Small Enterprise	-	-
Other than Micro and Small Enterprise	2 00	50
Total	2 00	50

5.1 There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31, 2019 for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

	(₹ in hundreds)	
	As at 31st March, 2019	As at 31st March, 2018
6. OTHER CURRENT LIABILITIES		
Other Payables *	-	23 05
Total	-	23 05

* Includes payable to a body corporate towards company formation expenses.

Notes to the Financial Statements for the year ended 31st March, 2019

	2018-19	(₹ in hundreds) 2017-18
7. OTHER EXPENSES		
Establishment Expenses		
Professional Fee	1 08	-
Rates & Taxes	2978 12	-
General Expenses	4 78	1
Company Formation Expenses	-	23 05
Payment to Auditors	2 71	50
Total	2986 69	23 56

	2018-19	(₹ in hundreds) 2017-18
7.1 Payment to Auditors as:		
Statutory Audit fees*	2 00	50
Certification fees #	71	-
	2 71	50

* Excluding taxes

Certification fees includes certification fees paid to auditors towards certification of XBRL filings.

	2018-19	2017-18
8. EARNINGS PER SHARE		
Face Value per Equity Share (₹)	10	10
Basic Earnings per share (₹)	(597.34)	(4.71)
Net Profit/ (Loss) after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in hundreds)	(2986 69)	(23 56)
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	50 000	50 000
Diluted Earnings per share (₹)*	(597.34)	(4.71)
Net Profit/ (Loss) after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in hundreds)	(2986 69)	(23 56)
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	76 79 23 644	50 000
Reconciliation of weighted average number of shares outstanding		
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	50 000	50 000
Total Weighted Average Potential Equity Shares	76 78 73 644	-
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	76 79 23 644	50 000

* Diluted earnings per share is same as basic earnings per share, being anti-dilutive.

Notes to the Financial Statements for the year ended 31st March, 2019

9. RELATED PARTIES DISCLOSURES

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

i) List of Related Parties where control exists and relationships:

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited*	Ultimate Holding Company
2	Reliance Industrial Investments and Holdings Limited*	Holding Company
3	Digital Media Distribution Trust	Parties where control exist

ii) Transactions during the year with Related Parties: (₹ in hundreds)

Sr No.	Nature of Transactions (excluding Reimbursements)	Ultimate Holding Company	Holding Company	Parties where control exist	Total
1	Subscription to Equity Share Capital	50 00	-	-	50 00
		-	50 00	-	50 00
2	Subscription to Preference Share Capital	5340060 00	-	-	5340060 00
		-	-	-	-
3	Zero Coupon Optionally fully Convertible Debentures	1550800 00	-	-	1550800 00
		-	-	-	-
Balances as at 31st March, 2019					(₹ in hundreds)
1	Other Current liabilities	-	-	-	-
		-	23 05	-	23 05

Note : Figures in Italics represents previous year's amount.

iii) Disclosure in Respect of Material Related Party Transactions during the year : (₹ in hundreds)

Sr No	Particulars	Relationship	2018-19	2017-18
1	Subscription to Equity Share Capital			
	Reliance Industrial Investments and Holdings Limited	Holding Company	-	50 00
	Reliance Industries Limited	Ultimate Holding Company	50 00	-
2	Subscription to Preference Share Capital			
	Reliance Industries Limited	Ultimate Holding Company	5340060 00	-
3	Zero Coupon Optionally fully Convertible Debentures			
	Reliance Industries Limited	Ultimate Holding Company	1550800 00	-

*The above entity included in related parties where the relationship existed for the part of the year.

10. CAPITAL MANAGEMENT

The Company manages its capital to ensure that it will continue as going concern while maximising the return to stakeholders. The company manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compared to last year.

Notes to the Financial Statements for the year ended 31st March, 2019

11. FINANCIAL INSTRUMENTS

Valuation

All financial instruments are measured at amortised cost as described below:

Fair value measurement hierarchy:

(₹ in hundreds)

Particulars	Carrying Amount	As at 31st March, 2019			Carrying Amount	As at 31st March, 2018		
		Level of input used in				Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Cash and Cash Equivalents	41 75	-	-	-	49 99	-	-	-
Financial Liabilities								
At Amortised Cost								
Trade Payable	2 00	-	-	-	50	-	-	-

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

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

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

Level 3: Inputs based on unobservable market data.

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due causing financial loss to the company. It arises from its investment activities, derivative instruments and other financial assets.

Liquidity Risk

Liquidity risk is the risk that arises from the Company's inability to meet its cash flow commitments. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities.

Management monitors rolling forecasts of the company's cash flow position and ensures that the Company is able to meet its financial obligations at all times including contingencies.

12. DETAILS OF LOANS GIVEN, INVESTMENTS MADE AND GUARANTEE GIVEN COVERED U/S 186 (4) OF THE COMPANIES ACT, 2013

Investments made is given under the said head.

No Loans and Guarantees are given by the Company as at 31st March, 2019

13. The Figures of the corresponding previous year have been regrouped / reclassified wherever necessary, to make them comparable.
14. The Company is mainly engaged in the business of 'Investments in ventures relating to the business of broadcasting, telecasting, next generation digital content distribution'. Accordingly, the Company has single reportable segment under Ind AS 108- "Operating Segment".

15. APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements were approved for issue by the Board of Directors on April 12, 2019.

As per our Report of even date
For Pathak H. D. & Associates

Chartered Accountants
Registration No.: 107783W

Ashutosh Jethlia

Partner
Membership No. :136007

Mumbai
Date : April 12, 2019

For and on behalf of the Board

L. V. Merchant
Director
(DIN: 00007722)

Saurabh Sancheti
Chief Executive Officer
(PAN: BTLPS756K)

Savithri Parekh
Director
(DIN: 0274934)

Nikhil Chakrapani K.
Chief Financial Officer
(PAN: AIXPK4432F)

Hariharan Mahadevan
Director
(DIN: 07036483)

Nirav Vasant Mehta
Company Secretary
Membership No. A30458