

RVT Media Private Limited

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RVT MEDIA PRIVATE LIMITED

Report on the Standalone Financial Statements

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

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

Report on other Legal and Regulatory Requirements

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

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- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors of the Company as on March 31, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.
 - g. With respect to the other matters to be included in the Auditor’s report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company 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 were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date: 18 April 2016

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

To the Members of RVT Media Private Limited

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

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

- (i) *Fixed assets:*
 - (a) The Company does not have any fixed assets. Accordingly, the provisions of paragraph 3(i) are not applicable to the Company.
- (ii) *Inventories:*
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (iii) *Granting of loans to certain parties:*
 - (a) According to the information and explanation given to us, the Company has not granted any loan, secured or unsecured to companies, firms or other parties covered by Section 2(76) of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable.
- (iv) *Loans and investments:*
 - (a) A The Company has complied with the provisions of Section 185 and 186 of the Companies Act 2013.
- (v) *Acceptance of Deposits:*
 - (a) In our opinion and according to the information and explanation given to us, the Company has not received any public deposits during the year.
- (vi) *Maintenance of cost records:*
 - (a) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) *Deposit of statutory dues:*
 - (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.
 - (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess and other material statutory dues in arrears / were outstanding as at 31 March, 2016 for a period of more than six months from the date they became payable.
- (viii) *Default in repayment of dues:*
 - (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (ix) *Application of term loans/public issue/follow on offer:*
 - (a) In our opinion and according to the information and explanations given to us, monies raised by way of debt instruments has been applied by the Company for the purposes for which they were raised;

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- (x) *Fraud reporting:*
- (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) *Managerial remuneration:*
- (a) The Company is a private limited company. Accordingly, the provisions of clause 3(xi) of the Order are not applicable
- (xii) *Nidhi Company:*
- (a) The Company is not Nidhi Company as per Companies Act 2013. Accordingly, the provision of paragraph 3(xii) of the Order is not applicable.
- (xiii) *Related party transactions:*
- (a) All transactions with the related parties are in compliance with section 177 and 188 of the Companies act 2013 where applicable and details have been disclosed in financial statements etc., as required by the applicable accounting standards.
- (xiv) *Preferential allotment/private placement:*
- (a) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company
- (xv) *Non-cash transactions:*
- (a) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

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

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date: 18 April 2016

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

“ANNEXURE – A” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENT OF RVT Media Private Ltd

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 **RVT Media Private Ltd** (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or

improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

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

Mohan Lal Jain
Partner
Membership No. 084190

Place: New Delhi
Date: 18 April 2016

Balance sheet as at 31 March 2016

Particulars	Notes Reference	As at 31 March 2016 (Rupees)	As at 31 March 2015 (Rupees)
EQUITY AND LIABILITIES			
1. Shareholders' funds			
(a) Share capital	3	966,150	966,150
(b) Reserves and surplus	4	344,328,180	344,789,164
2. Non-current liabilities			
(a) Long-term borrowings	5	355,976,000	355,976,000
3. Current liabilities			
(a) Other current liabilities	6	962,148	597,137
Total		702,232,478	702,328,451
ASSETS			
1. Non-current assets			
(a) Non-current investments	7	702,201,479	702,201,479
2. Current assets			
(a) Cash and cash equivalents	8	30,999	126,972
Total		702,232,478	702,328,451
See accompanying notes forming part of the financial statements	1 to 19		

In terms of our report attached

For MOHAN L. JAIN & CO.

Chartered Accountants

Firm Registration No. 005345N

Mohan Lal Jain

Partner

Membership No. 084190

Place: New Delhi

Date: 18 April 2016

For and on behalf of the Board of Directors

Sanjiv Kulshreshtha

Director

DIN: 06788866

Karanvir Singh Gill

Director

DIN: 07283590

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

Particulars	Notes Reference	Year ended 31 March 2016 (Rupees)	Year ended 31 March 2015 (Rupees)
1. Revenue			
(a) Revenue from operations	9	12,700	-
(b) Other income	10	-	183,146
Total Revenue (I)		12,700	183,146
2. Expenses			
(a) Purchase of Traded Goods	11	11,132	-
(b) Finance costs	12	17	51
(c) Other expenses	13	462,535	425,075
Total Expenses (II)		473,684	425,126
Profit/(loss) before tax		(460,984)	(241,980)
Tax expense			
Current tax		-	-
Deferred tax		-	-
Total Tax expense		-	-
Profit/ (Loss) for the year		(460,984)	(241,980)
Earnings per Equity Share (Face Value of Rs. 10 each)			
1) Basic	14	(4.77)	(2.50)
2) Diluted	14	(1.02)	(0.53)
See accompanying notes forming part of the financial statements	1 to 19		

In terms of our report attached

For and on behalf of the Board of Directors

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

Mohan Lal Jain
Partner
Membership No. 084190

Sanjiv Kulshreshtha
Director
DIN: 06788866

Karanvir Singh Gill
Director
DIN: 07283590

Place: New Delhi
Date: 18 April 2016

Cash flow statement for the year ended 31 March, 2016

Particulars	Year ended 31 March 2016 (Rupees)	Year ended 31 March 2015 (Rupees)
A. Cash flow from operating activities		
Net Profit/(Loss) before tax	(460,984)	(241,980)
Operating loss before working capital changes	(460,984)	(241,980)
<u>Changes in working capital:</u>		
Short-term loans and advances	-	35,000,000
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	-	(183,146)
Other current liabilities	365,011	377,755
Cash generated from operations	(95,973)	34,952,629
Net cash flow used in operating activities [A]	<u>(95,973)</u>	<u>34,952,629</u>
B. Cash flow from investing activities		
Purchase of Shares	-	(75,593,430)
Net cash used in investing activities [B]	<u>-</u>	<u>(75,593,430)</u>
C. Cash flow from financing activities		
Zero Coupon Debentures issued	-	40,576,000
Net cash flow from financing activities [C]	<u>-</u>	<u>40,576,000</u>
Net increase / (decrease) in Cash and cash equivalents [A + B + C]	(95,973)	(64,801)
Cash and cash equivalents at the beginning of the year	126,972	191,773
Cash and cash equivalents as at the end of the year	<u>30,999</u>	<u>126,972</u>

- The above Cash flow statement has been prepared under the indirect method set out in AS-3 prescribed in Companies (Accounting Standards) Rules, 2006.
- Figures in brackets indicate cash outflow.

In terms of our report attached

For and on behalf of the Board of Directors

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

Mohan Lal Jain
Partner
Membership No. 084190

Sanjiv Kulshreshtha
Director
DIN: 06788866

Karanvir Singh Gill
Director
DIN: 07283590

Place: New Delhi
Date: 18 April 2016

Notes to financial statements for the year ended 31 March 2016

1 Corporate information

RVT Media Private Limited (the company) incorporated on 31st August 2007 in New Delhi to engage in the business of broadcasting, telecasting, transmitting or distributing in any manner, any audio, video or other programmes or software, trading business and commercial services.

2 Significant accounting policies

A. Basis of preparation of financial statements

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

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

B. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires judgements, estimates, and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period, Difference between the actual result and estimates are recognised in the period in which the result are known/materialised.

C. Foreign Currency Transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences on foreign exchange transactions settled during the period are recognised in the profit and loss account.

Monetary items denominated in foreign currency and outstanding at the balance sheet date are translated at the exchange rate prevailing at the date of balance sheet, the resultant exchange differences are recognised in the profit and loss account.

D. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

E. Revenue recognition

Revenue is recognised only when risks and rewards incidental to ownership and transferred to customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty.

Other Income

Dividend income is recognised when the right to receive payment is established.

Interest income is recognized on time proportionate basis, taking into account the amount outstanding and the rate applicable.

F. Borrowing costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying

Notes to financial statements for the year ended 31 March 2016

assets are capitalised as part of the cost of such assets. A qualifying assets 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.

G. Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future related to taxes on income will be available against which these can be realised. Deferred tax assets and liabilities are offset, if such items related to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

H. Provisions and contingencies

Provision is recognised in the accounts when there is present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

I. Earnings per share

The Company reports basic and diluted earnings per equity share in accordance with AS-20, the Accounting Standard on Earnings Per Share. Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Notes to financial statements for the year ended 31 March 2016

Particulars	As at 31 March 2016		As at 31 March 2015	
	Number of Shares	Amount (Rupees)	Number of Shares	Amount (Rupees)
3 Share capital				
a. Authorised				
Equity shares of Rs. 10 each	<u>100,000</u>	<u>1,000,000</u>	<u>100,000</u>	<u>1,000,000</u>
b. Issued, subscribed and fully paid-up capital				
(i) Issued	96,615	966,150	96,615	966,150
(ii) Subscribed and fully paid up	96,615	966,150	96,615	966,150
(iii) Issued during the year	-	-	-	-
Total	<u>96,615</u>	<u>966,150</u>	<u>96,615</u>	<u>966,150</u>

Notes:

c. Each holder of equity shares is entitled to one vote per share held. The shares rank pari passu in all respects. In the event of liquidation, the holders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

d. Reconciliation of the shares outstanding

Equity shares

	Numbers	Numbers
i. At the beginning of the year	96,615	96,615
ii. Forfeited during the year	-	-
iii. Issued during the year	-	-
Outstanding at the end of the year	<u>96,615</u>	<u>96,615</u>

e. Details of shares held within the Group

	As at 31 March 2016	As at 31 March 2015
Shares held by the holding company		
TV18 Broadcast Limited		
96,615 (31 March 2015: 96,615) Equity shares of Rs. 10 each	96,615	96,615

f. Details of shareholders holding more than 5% shares in the company

Name of Shareholder	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
TV18 Broadcast Limited	96,615	100	96,615	100

Notes to financial statements for the year ended 31 March 2016

Particulars	As at 31 March 2016 (Rupees)	As at 31 March 2015 (Rupees)
4 Reserve and surplus		
a. Securities premium account		
Security Premium	345,593,850	345,593,850
Closing Balance	<u>345,593,850</u>	<u>345,593,850</u>
b. Surplus/(deficit) in the statement of profit and loss		
Opening Balance	(804,686)	(562,706)
Add: Profit/ (Loss) for the year	(460,984)	(241,980)
Closing Balance	<u>(1,265,670)</u>	<u>(804,686)</u>
Total	<u><u>344,328,180</u></u>	<u><u>344,789,164</u></u>
5 Long term borrowings		
Debentures *		
315,400 (Previous Year: 315,400) Zero Coupon Optionally Fully Convertible Debenture(s) of Rs. 1000/- each issue to Tv 18 Broadcast Limited*	315,400,000	315,400,000
40,576 (Previous Year: 40,576) Zero Coupon Compulsory Convertible Debenture(s) of Rs. 1000/- each issue to Tv 18 Broadcast Limited**	40,576,000	40,576,000
Total	<u><u>355,976,000</u></u>	<u><u>355,976,000</u></u>
Terms & Conditions		
* Zero Coupon Optionally Fully Convertible Debenture (ZOFCDD) has a tenure of 10 years from allotment date and do not carry interest right. The debenture are convertible into equity shares of Rs. 10/- of the Company in 1:1 ratio, at option of the issuer. The conversion option is exercisable any time after two years from date of allotment, within the tenure. The debenture are held by TV18 Broadcast Limited.		
** Zero Coupon Compulsory Convertible Debenture (ZOCCD) has a tenure of 5 year from allotment date and do not carry interest right. The debenture are convertible into equity shares of Rs. 10/- of the Company in 1:1 ratio, at option of the issuer. The debentures are held by TV18 Broadcast Limited.		
Particulars	As at 31 March 2016 (Rupees)	As at 31 March 2015 (Rupees)
6 Other liabilities: (Due within 1 year)		
(a) Statutory Dues	20,000	35,000
(b) Other Liabilities	942,148	562,137
Total	<u><u>962,148</u></u>	<u><u>597,137</u></u>
7 Non-current investments		
Investments in Equity shares: Un Quoted		
Investment in Subsidiaries		
25,304,139 (March 2015: 25,304,139) equity shares of Face Value Rs. 10 each AETN18 Media Pvt Ltd	702,201,479	702,201,479
Total	<u><u>702,201,479</u></u>	<u><u>702,201,479</u></u>

Notes to financial statements for the year ended 31 March 2016

Particulars	As at 31 March 2016 (Rupees)	As at 31 March 2015 (Rupees)
8 Cash and bank balances		
Cash and cash equivalents		
Cash on hand	10,004	10,004
In current account	20,995	116,968
Total	<u>30,999</u>	<u>126,972</u>
Particulars	Year ended 31 March 2016 (Rupees)	Year ended 31 March 2015 (Rupees)
9 Revenue from operation		
Income from sale of goods	12,700	-
Total	<u>12,700</u>	<u>-</u>
10 Other income		
Excess provision written back	-	183,146
Total	-	183,146
11 Direct Cost		
Detail of purchase of traded goods		
Cost of goods purchase	11,132	-
Total	<u>11,132</u>	<u>-</u>
12 Finance costs		
Interest Expenses		
Bank Charges	17	51
Total	17	51
13 Other expenses		
Payment to auditor (Refer details below)	253,720	393,260
Legal and professional expenses	208,815	31,815
Total	<u>462,535</u>	<u>425,075</u>
Payment to auditor		
As auditor:		
Statutory Audit fee	253,720	224,720
For other service (including limited review)	-	168,540
Total	<u>253,720</u>	<u>393,260</u>

Notes to financial statements for the year ended 31 March 2016

Particulars	As at 31 March 2016 (Rupees)	As at 31 March 2015 (Rupees)
14 Earnings per share (EPS)		
The following reflects the profit and share data used in the basic and diluted EPS computations:		
Total operations for the period		
Profit/(loss) after tax	(460,984)	(241,980)
Less: Dividends on convertible preference share & tax thereon	-	-
Net profit/(loss) for calculation of basic EPS	<u>(460,984)</u>	<u>(241,980)</u>
Net profit as above	(460,984)	(241,980)
Net profit/(loss) for diluted EPS	<u>(460,984)</u>	<u>(241,980)</u>
Weighted average number of equity shares in calculating basic EPS	96,615	96,615
Effect of dilution:		
Convertible Zero Coupon Fully Convertible Debenture	355,976	355,976
Weighted average number of equity shares in calculating diluted EPS	<u>452,591</u>	<u>452,591</u>
Earnings per Equity Share		
1) Basic	(4.77)	(2.50)
2) Diluted	(1.02)	(0.53)

15 Related party transactions

a) Details of related parties:

Sr. No.	Name of Related Party	Relationship
1	Independent Media Trust (w.e.f. 07.07.2014)	Enterprises exercising control
2	Adventure Marketing Private Limited (w.e.f. 07.07.2014)#	
3	Watermark Infratech Private Limited (w.e.f. 07.07.2014)#	
4	Colorful Media Private Limited (w.e.f. 07.07.2014)#	
5	RB Media Holdings Private Limited (w.e.f. 07.07.2014)#	
6	RB Mediasoft Pvt Limited (w.e.f. 07.07.2014)#	
7	RRB Mediasoft Pvt Limited (w.e.f. 07.07.2014)#	
8	RB Holdings Private Limited (w.e.f. 07.07.2014)#	
9	Network18 Media & Investment Limited	
10	TV18 Broadcast Limited	
11	Reliance Industrial Investments and Holdings Limited (w.e.f. 07 July 2014)	Beneficiary/Protector of Independent Media Trust
12	Reliance Industries Limited (RIL) (w.e.f. 07 July 2014)	

Notes to financial statements for the year ended 31 March 2016

15 Related party transactions (Continued)

a) Details of related parties: (Continued)

Sr. No.	Name of Related Party	Relationship
13	AETN18 Media Private Limited	
14	Big Tree Entertainment Private Limited	
15	Big Tree Entertainment Singapore Pte. Ltd.	
16	BK Holdings Limited (Amalgamated with Network18 Holdings Ltd w.e.f. 03 June 2014)	
17	Capital18 Fincap Private Limited	
18	Capital18 Limited, Mauritius(Amalgamated with Network18 Holdings Ltd w.e.f. 03 June 2014)	
19	Colosseum Media Private Limited	
20	Digital 18 Media Limited	
21	e - Eighteen.com Limited	
22	E-18 Limited, Cyprus	
23	Equator Trading Enterprise Limited	
24	Fantain Sports Private Limited (w.e.f. February 2016)	
25	Greycells 18 Media Limited	
26	ibn18 (Mauritius) Limited	
27	Infomedia Press Limited	
28	Moneycontrol Dot Com India Limited	Fellow Subsidiary
29	Network18 Holdings Limited	
30	NW 18 HSN Holdings Plc (formerly TV18 HSN Holdings Limited) Cyprus	
31	Panorama Entertainment Private Limited	
32	Prism TV Private Limited (up to 31st July 2015 by virtue of board control)	
33	Reed Infomedia India Private Limited	
34	Reliance Retail Limited (w.e.f. 07 July 2014)*	
35	RRB Investments Private Limited	
36	RRK Finhold Private Limited	
37	RVT Finhold Private Limited	
38	Setpro18 Distribution Limited	
39	Space Bound Web Labs Private Limited	
40	Stargaze Entertainment Private Limited (up to 23rd April 2015)	
41	Television Eighteen Mauritius Limited	
42	Television Eighteen Media and Investments Limited	
43	TV18 Home Shopping Network Limited	
44	Web 18 Holdings Limited, Cyprus	
45	Web 18 Software Services Limited	

Notes to financial statements for the year ended 31 March 2016

15 Related party transactions (Continued)

a) Details of related parties: (Continued)

Sr. No.	Name of Related Party	Relationship
46	IBN Lokmat News Private Limited	Joint ventures
47	Indiacast Media Distribution Pvt. Limited	
48	Indiacast UK Limited	
49	Indiacast US Limited	
50	Indiacast UTV Media Distribution Private Limited	
51	Prism TV Private Limited (w.e.f. 1 st August 2015)	
52	Roptonal Limited, Cyprus	
53	The Indian Film Company Limited [merged with Roptonal Limited w.e.f. 19th January, 2015]	
54	Ubona Technologies Private Limited	
55	Viacom 18 Media Private Limited	
56	Viacom18 Media UK Limited	
57	Viacom18 US Inc.	
58	24X7 Learnings Private Limited	Associates
59	Aeon Learnings Private Limited	
60	Eenadu Television Private Limited	
61	Wespro Digital Private Limited (up to 8th April 2015)	
Note:	Note: Related parties have been identified by the Management.	

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

* Subsidiary of RIL, the sole beneficiary of Independent Media Trust

b) Details of related party transactions during the year ended 31 March, 2016 and balances outstanding as at 31 March, 2016:

	Enterprises exercising control	Subsidiary
	31.03.2016	31.03.2016
Details of related party transactions		
Debt application money received		
TV18 Broadcast Limited	- (40,576,000)	- (-)
Zero Coupon Debenture issued to		
TV18 Broadcast Limited	- (40,576,000)	- (-)
Expenses incurred on behalf		
TV18 Broadcast Limited	55,000 (20,000)	- (-)
Expenses incurred on behalf		
Network 18 Media & Investment Limited	- (818)	- (-)

Notes to financial statements for the year ended 31 March 2016

b) Details of related party transactions during the year ended 31 March, 2016 and balances outstanding as at 31 March, 2016: (Continued)

	Enterprises exercising control	Subsidiary
	31.03.2016	31.03.2016
Deposit received during the year		
TV18 Broadcast Limited	300,000 (-)	- (-)
Deposit repaid during the year		
TV18 Broadcast Limited	300,000 (-)	- (-)
Investments in the Equity Shares during the year		
Equity investment during the year		- (75,593,430)
Balances outstanding		
Zero Coupon Debentures Payable		
TV Broadcast Limited	355,976,000 (355,976,000)	- -
Investments - Equity Shares		
AETN 18 Media Private Limited	- -	702,201,479 (702,201,479)

16 Going Concern

The financial statements have been prepared on a going concern basis which assumes that the Company will continue in operational existence for the foreseeable future.

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

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

18 Contingent Liabilities

There are no contingent liabilities as on 31.03.2016.

19 Previous Year's Figures

The previous year figures have been reclassified/regrouped to conform to this year's classification.

In terms of our report attached

For and on behalf of the Board of Directors

For MOHAN L. JAIN & CO.

Chartered Accountants

Firm Registration No. 005345N

Mohan Lal Jain

Partner

Membership No. 084190

Place: New Delhi

Date: 18 April 2016

Sanjiv Kulshreshtha

Director

DIN: 06788866

Karanvir Singh Gill

Director

DIN: 07283590