Financial Statements together with the Independent Auditor's Report for the year ended 31 March 2017

Financial statements together with the Independent Auditor's Report for the year ended 31 March 2017

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To the Members of Mukta VN Films Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Mukta VN Films Limited ('the Company'), which comprise the Balance sheet as at 31 March 2017, the Statement of profit and loss and 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 financial statements

The Company's Board of Directors is responsible for the matters stated in sub-section 5 of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance 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 ('the Rules"). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 specified under sub-section 10 of Section 143 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.

Independent Auditors' Report (Continued) Mukta VN Films Limited

Auditor's Responsibility (Continued)

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's 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 controls relevant to the Company's preparation 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2017 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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 enclose in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.

As required by sub-section 3 of Section 143 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 purpose 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 and the Cash flow statement dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the Balance sheet, the Statement of profit and loss and the Cash flow statement comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

Independent Auditors' Report (Continued)

Mukta VN Films Limited

Report on Other Legal and Regulatory Requirements (Continued)

- (e) On the basis of written representations received from the Directors of the Company as at 31 March 2017, and taken on record by the Board of Directors, none of the Directors are disqualified as on 31 March 2017, from being appointed as a director in terms of subsection (2) of Section 164 of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 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; and
 - iv. The Company did not have any holdings or dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company (refer note 3.23 to the financial statements).

For **B S R & Co. LLP** *Chartered Accountants* Firm's Registration No: 101248W/W-100022

Mumbai 12 May 2017 **Rajesh Mehra** Partner Membership No: 103145

Annexure A to the Independent Auditors' Report – 31 March 2017

(Referred to in our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified annually. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. During the year, the Company has performed physical verification of all assets. According to the information and explanations provided to us and records produced to us for our verification, there have been no discrepancies noticed on such verification.
 - (c) According to information and explanation given to us, the Company does not have any immovable property. Thus, paragraph 3(i)(c) of the Order is not applicable to the Company.
- (ii) The Company is a service company, primarily rendering services of distribution and programming of cinematograph films, feature films and such other program or content. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.
- (iii) In our opinion and according to information and explanations given to us, 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. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- (iv) The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public as per the directives issued by the Reserve Bank of India under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts accrued/deducted in the books of account in respect of undisputed statutory dues including Income-tax, Service tax, Provident fund, Profession tax and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Sales tax, Value added tax, duty of Customs, duty of Excise, and Employees' State Insurance.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income-tax, Provident fund, Service tax and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable.

Annexure A to the Independent Auditors' Report – 31 March 2017 (Continued)

(Referred to in our report of even date)

- (b) According to the information, explanations and representation given to us there are no dues of Income tax and Service tax which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of borrowings to the bank as at the Balance sheet date. The Company did not have any loans or borrowings from any financial institution or Government, nor has it issued any debentures as at the balance sheet date.
- (ix) The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- (x) According to the 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 course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records, the Company has not paid/provided for managerial remuneration during the year Accordingly, paragraph 3(xi) of the Order is not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For **B S R & Co. LLP** *Chartered Accountants* Firm's Registration No: 101248W/W-100022

> Rajesh Mehra Partner Membership No: 103145

Mumbai 12 May 2017

Annexure B to the Independent Auditors' Report – 31 March 2017

(Referred to in our report of even date)

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 Mukta V N Films Limited ("the Company") as of 31 March 2017 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 controls 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 (hereafter referred as '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.

Auditors' responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, 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 ICAI. 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 were 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 judgment, 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 qualified audit opinion on the Company's internal financial controls system over financial reporting.

Annexure B to the Independent Auditors' Report – 31 March 2017 (*Continued*)

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For **B S R & Co. LLP** *Chartered Accountants* Firm's Registration No: 101248W/W-100022

> Rajesh Mehra Partner Membership No: 103145

Mumbai 12 May 2017

Balance sheet

as at 31 March 2017

(Currency: Indian Rupees)

	Note	31 March 2017	31 March 2016
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3.1	636,00,000	636,00,000
Reserves and surplus	3.2	40,63,875	28,28,246
Money received against share warrants	3.1 (f)	24,00,000	24,00,000
		700,63,875	688,28,246
Non-current liabilities			
Other long-term liabilities	3.3	10,00,000	5,00,000
Long-term provisions	3.4	2,46,431	1,19,613
		12,46,431	6,19,613
Current liabilities			
Short-term borowings	3.5	614,54,301	1578,36,368
Trade payables	3.6		
- Total outstanding dues of micro and small enterprises		-	-
- Total outstanding dues of creditors other than micro and small enterprises		618,54,695	2343,28,212
Other current liabilities	3.7	7,24,119	96,98,629
Short-term provisions	3.8	5,20,829	-
		1245,53,944	4018,63,209
TOTAL		1958,64,250	4713,11,068
ASSETS			
Non-current assets			
Fixed Assets	3.9	1,66,055	-
Long-term loans and advances	3.10	100,00,000	100,00,000
Deferred tax assets (net)	3.11	11,61,108	10,83,000
		113,27,163	110,83,000
Current assets			
Trade receivables	3.12	1638,65,254	3852,64,270
Cash and bank balances	3.13	1,20,995	16,61,744
Short-term loans and advances	3.14	205,20,036	729,96,158
Other current assets	3.15	30,802	3,05,896
		1845,37,087	4602,28,068
TOTAL		1958,64,250	4713,11,068
Significant accounting policies	2		
The accompanying notes from 1 to 3.28 are an integral part of these financial statement	ents.		
As per our report of even date attached.			

For B S R & Co. LLP Chartered Accountants Firm's Registration No: 101248W/W-100022 For and on behalf of the Board of Directors of Mukta V N Films Limited CIN: U74120MH2013PLC244220

Rajesh Mehra	Subhash Ghai	Parvez A. Farooqui	Rahul Puri
<i>Partner</i>	Director	Director	Director
Membership No: 103145	DIN: 00019803	DIN: 00019853	DIN: 01925045
	Rajesh Mishra	Sushil Agarwal	Ravi Poplai
	Director	Director	Company Secretary

Mumbai Date: 12 May 2017 DIN: 00103157 Mumbai Date: 12 May 2017

M No. : ACS 547 DIN: 00003163

Statement of profit and loss

for the year ended 31 March 2017

(Currency: Indian Rupees)

	Note	31 March 2017	31 March 2016
Revenue from operations			
Sale of services Other Income	3.16 3.17	405,91,954 92,69,747	539,30,045
Total revenue	-	498,61,701	539,30,045
Expenses			
Employee benefits expense	3.18	61,93,126	59,97,286
Finance costs	3.19 3.9	91,59,427	152,23,214
Depreciation Other expenses	3.9 3.20	9,945 323,26,152	336,09,416
Total expenses	-	476,88,650	548,29,916
Profit/ (loss) for the year before tax		21,73,051	(8,99,871)
Tax expense			
Current tax (including prior year adjustment Rs (266,216) (2016: Rs Nil)		5,90,094	8,04,943
Deferred tax (credit) ((including prior year adjustment Rs (45,492) (2016: Rs Nil)		(78,107)	(10,83,000)
Profit/ (loss) for the year after tax	-	16,61,064	(6,21,814)
Earning per equity share (Rs) Earnings per share [Nominal value of share Rs 10 (2016: Rs 10)]	3.21		
Basic Diluted		0.21 0.19	(0.10) (0.09)
Significant accounting policies	2		
Significant accounting policies	2		
The accompanying notes from 1 to 3.28 are an integral part of these financial staten	nents.		
As per our report of even date attached.			
For B S R & Co. LLP	F	or and on behalf of the	Board of Directors of
Chartered Accountants			ta V N Films Limited
Firm's Registration No: 101248W/W-100022		CIN: U74120)MH2013PLC244220
Rajesh Mehra		Parvez A. Farooqui	Rahul Puri
Partner Membership No: 103145	Director DIN: 00019803	Director DIN: 00019853	Director DIN: 01925045
womoosmp ivo. 105145	DIN: 00013003	DEN. 00019633	UIN. 017230 4 3
	Rajesh Mishra	Sushil Agarwal	Ravi Poplai

Mumbai Date: 12 May 2017

Date: 12 May 2017

DIN: 00103157

Mumbai

Director

Director

DIN: 00003163

Company Secretary

M No. : ACS 547

Cash flow statement

for the year ended 31 March 2017

(Currency: Indian Rupees)

		31 March 2017	31 March 2016
А.	Cash flows from operating activities		
	Profit/ (loss) for the year before tax	21,73,051	(8,99,871)
	Adjustment for:		
	Finance costs	91,59,427	152,23,214
	Depreciation	9,945	-
	Provision for doubtful debts/ advances	33,65,119	32,38,023
	Excess provision written back	(88,15,216)	-
	Sundry balances written off	3,30,959	-
	Operating cash flow before working capital changes	62,23,285	175,61,366
	Adjustment for working capital changes		
	Decrease/ (increase) in trade receivables	2220,86,440	(287,47,239)
	Decrease/ (increase) in loans and advances and other current assets	473,70,901	(372,21,229)
	(Decrease)/ increase in trade payables, other long-term liabilities, long-term provisions and other current liabilities	(1755,46,675)	1170,27,930
	Cash generated from from operations	1001,33,951	686,20,828
	Income refund received/ (taxes paid)	40,42,794	(13,23,659)
	Net cash generated from operating activities (A)	1041,76,745	672,97,169
В.	Cash flows from investing activities		
	Purchase of fixed assets	(1,76,000)	-
	Net cash used in investing activities (B)	(1,76,000)	-
C.	Cash flows from financing activities		
	Bank overdraft repaid	(963,82,067)	(517,42,332)
	Finance costs	(91,59,427)	(152,23,214)
	Net cash used in financing activities (C)	(1055,41,494)	(669,65,546)
	Net (decrease)/ increase in cash and cash equivalents (A+B+C)	(15,40,749)	3,31,623
	Cash and cash equivalents as at beginning of the year	16,61,744	13,30,121
	Cash and cash equivalents as at end of the year (Refer note (b) below)	1,20,995	16,61,744

Cash flow statement (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

Notes:

(a) The cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 prescribed in the Companies (Accounting Standards) Rules, 2006, which continue to apply under Section 133 of the Companies Act, 2013, read with rule 7 of Companies (Accounts) Rules 2014.

(b)	Cash and cash equivalents at year-end comprise:	31 March 2017	31 March 2016
	Cash in hand Balances with scheduled banks in	2,885	479
	-Current accounts	1,18,110	16,61,265
		1,20,995	16,61,744

As per our report of even date attached.

For BSR & Co. LLP

Chartered Accountants Firm's Registration No: 101248W/W-100022 For and on behalf of the Board of Directors of Mukta V N Films Limited CIN: U74120MH2013PLC244220

Rajesh Mehra	Subhash Ghai	Parvez A. Farooqui	Rahul Puri
Partner	Director	Director	Director
Membership No: 103145	DIN: 00019803	DIN: 00019853	DIN: 01925045

Rajesh Mishra	Sushil Agarwal	Ravi Poplai
Director	Director	Company Secretary
DIN: 00103157	DIN: 00003163	M No. : ACS 547

Date: 12 May 2017

Mumbai Date: 12 May 2017

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Notes to the financial statements

for the year ended 31 March 2017

(Currency: Indian Rupees)

1 Company overview

Mukta V N Films Limited ('the Company') is a company incorporated on 10 June 2013 and is a subsidiary of Mukta Arts Limited ('MAL' or 'the holding company'). The Company is engaged in distribution and exhibition of cinematograph films, feature films and such other program or content and commenced operations in April 2014.

2 Summary of significant accounting policies

2.1 Basis of preparation

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting, in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Act, to the extent notified and applicable. The financial statements are presented in Indian Rupees, except where mentioned otherwise.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. Based on the nature of the services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

2.2 Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the reported amounts of income and expense during the reported period. Management believes that the estimates made in the preparation of the financial statements are prudent and reasonable. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

2.3 Revenue recognition

Revenue is recognised to the extent that economic benefits are probable to flow to the Company, revenue can be reliably measured and recoverability is reasonably certain. The amount recognised as income is exclusive of service tax and net of discounts. Unbilled revenue represents costs incurred and revenues recognised on contracts to be billed in subsequent period as per the terms of the contract.

Brokerage and Commission from exhibition/ distribution services is recognised on the date of exhibition of films based on the Daily Collection Reports and generally comprises proceeds from sale of tickets, net of taxes, exhibitor's share and share of producers and sub-agents/ sub-distributors.

2.4 Fixed assets and depreciation/amortisation/impairment

Fixed assets are stated at cost less accumulated depreciation/amortisation and impairment loss, if any. The Company capitalizes all costs relating to the acquisition and installation of fixed assets. Cost includes freight, duties, taxes (to the extent not recoverable from respective authorities) and incidental expenses related to the acquisition and installation of fixed assets up to the time the assets are ready for intended use.

Tangible fixed assets

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged for the period of use. The useful lives of the tangible assets as estimated by management are as under:

Assets	Useful life (in years)
Tangible assets	
Furnitue and fixtures	8

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

2 Significant accounting policies (Continued)

2.5 Trade receivables and payables

Trade receivable balance includes the share of the principal invoiced to the customer as per the terms and conditions of the agreements with the principal. The amount payable to the principal as per the agreement is separately disclosed under trade payables.

2.6 Employee benefits

(a)

Short- term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is charged to the Statement of profit and loss in the period in which such services are rendered.

(b) Post employment benefits

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity/fund and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards Provident Fund. The Company's contribution is recognised as an expense in the Statement of profit and loss during the period in which employee renders the related service – also refer note 3.22 to the financial statements.

(c) Defined benefit plans

The Company has calculated the gratuity liability for fifteen days per month based on the last basic salary drawn by the employee for every completed year of service or part thereof in excess of six months. Thus, the gains and losses are recognised in full in the Statement of profit and loss in the period in which they occur. The gratuity liability recognised in the Balance sheet represents the gratuity liability and as reduced by the fair value of the said assets.

(d) Other long-term employees benefit

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability. The Company calculates the liability based on the total leave hour balance as at the year end restricted to sixty three days and the last salary drawn by the employees.

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

2 Significant accounting policies (Continued)

2.7 Taxation

Income tax expense comprises of current tax expense and deferred tax charge or credit.

Current tax

Provision for current income-tax is recognised in accordance with the provisions of the Indian Income-tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred tax

The deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) and the corresponding deferred tax liabilities or assets are recognised using the tax rates and tax laws that have been enacted or substantively enacted by the Balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future. Deferred tax assets are reviewed at each Balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

2.8 Provisions and contingencies

A provision is made when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each Balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

2.9 Earnings per share (EPS)

Basic:

The number of equity shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

Diluted:

The number of equity shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted proportionately during the year, unless issued at a later date.

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.1 Share capital

	31 March 2017	31 March 2016
Authorised		
6,640,000 (2016: 6,640,000) equity shares of Rs 10 each	664,00,000	664,00,000
360,000 (2016: 360,000) preference shares of Rs 10 each	36,00,000	36,00,000
	700,00,000	700,00,000
Issued, subscribed and paid-up		
6,000,000 (2016: 6,000,000) equity shares of Rs 10 each, fully paid-up	600,00,000	600,00,000
360,000 (2016: 360,000) 10% compulsorily convertible non-cumulative preference shares of Rs 10 each, fully paid-up	36,00,000	36,00,000
	636,00,000	636,00,000

a) The reconciliation of the number of shares outstanding as at the beginning and at the end of the reporting year:

	31 March 2017		31 March 2016	
	Number of Shares	Amount	Number of Shares	Amount
Equity shares				
Balance as at the beginning of the year	60,00,000	600,00,000	60,00,000	600,00,000
Add: Issued during the year		-	-	-
Balance as at the end of the year	60,00,000	600,00,000	60,00,000	600,00,000
Preference shares				
Balance as at the beginning of the year		-	-	-
Add: Issued during the year		-	3,60,000	36,00,000
Balance as at the end of the year	-		3,60,000	36,00,000

b) Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having par value of Rs 10 per share. Each equity shareholder is entitled to one vote per share. The voting rights of an equity shareholder are in proportion to its share of the paid-up equity capital of the Company.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Rights, preferences and restrictions attached to preference shares:

360,000, 10% compulsorily convertible, non-cumulative, preference shares of Rs 10 each were issued on 17 July 2015 to V N Films Private Limited. Each preference share shall be compulsorily convertible into one fully paid-up equity share at the end of four years from the date of allotment of the preference shares.

Preference shares by itself do not give any rights of the equity shareholders of the Company to the preference shareholders unless converted into equity shares of the Company.

The preference shareholders shall be entitled to dividend @ 10% p.a. payable for the relevant financial year and shall be non-cumulative.

d) Shares held by the holding company:

Particulars	31 March 2017		31 March 2016	
	Number of Shares	Amount	Number of Shares	Amount
Equity shares of Rs 10 each				
Mukta Arts Limited	33,00,000	330,00,000	33,00,000	330,00,000
	33,00,000	330,00,000	33,00,000	330,00,000

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.1 Share capital (Continued)

e) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	31 March 2017		31 March 2016	
	Number of Shares	% holding	Number of Shares	% holding
Equity shares:				
Mukta Arts Limited	33,00,000	55.00%	33,00,000	55.00%
V N Films Private Limited	26,99,950	44.99%	26,99,950	44.99%
Preference shares:				
V N Films Private Limited	3,60,000	100.00%	3,60,000	100.00%

f) Shares reserved for issue against share warrants

Particulars 31 March 2017 31 March 2016				
	Number of shares	Amount	Number of shares	Amount
Share warrants of Rs 10 each	2,40,000	24,00,000	2,40,000	24,00,000

The Company had on 27 March 2015 allotted 600,000 convertible warrants of Rs 10 each to V N Films Private Limited convertible into one equity share of nominal value of Rs 10 each at a price of Rs 10 per equity share. The bearer of such warrants had an option to convert 360,000 convertible warrants of Rs 10 each aggregating to Rs 3,600,000 within a period of six months from the date of allotment of convertible warrants into 360,000, 10%, compulsorily convertible non cumulative preference shares of Rs 10 each. The option was exercised on 17 July 2015.

For balance share warrants, bearer of warrants shall be entitled to exercise the option to covert one share warrant into one equity share of Rs 10 on occurrence of any of the following events, whichever is earlier:

a) At the time of initial public offering by the Company

b) At the time of raising any third party external equity funding which shall be a minimum of 15% of the issued equity share capital of the Company

c) At the end of five years from the date of allotment of warrants

3.2 Reserves and surplus

	31 March 2017	31 March 2016
Surplus in the statement of profit and loss		
At the commencement of the year	28,28,246	34,50,060
Add : Profit/ (loss) for the year	16,61,064	(6,21,814)
	44,89,310	28,28,246
Less: Appropriation		
Proposed dividend on 10% convertible non-cumulative preference shares	3,60,000	-
Tax on proposed dividend	65,435	-
	40,63,875	28,28,246

3.3 Other long-term liabilities

	31 March 2017	31 March 2016
Security deposit received	10,00,000	5,00,000
		-
	10,00,000	5,00,000

3.4 Long-term provisions

	31 March 2017	31 March 2016
Provision for employee benefits		
Compensated absences	1,92,212	85,394
Gratuity	54,219	34,219
	2,46,431	1,19,613

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.5 Short-term borrowings

	31 March 2017	31 March 2016
Loan repayable on demand:		
Bank overdraft from Yes Bank * (Secured)	614,54,301	1578,36,368
	614,54,301	1578,36,368
* The Company has obtained bank overdraft facility from Yes Bank Limit	ted on 29 September 2014 at interest rate of base rate plus 2.0% comp	puted on monthly basis on the actual

* The Company has obtained bank overdraft facility from Yes Bank Limited on 29 September 2014 at interest rate of base rate plus 2.0% computed on monthly basis on the actual amount utilised and is repayable on demand. This facility is secured against the entire current assets of Mukta VN Films Limited, and further this loan facility is secured against two residential flats at Bandra owned by Mukta Arts Limited, the holding company. Also, this loan facility is secured by corporate guarantee from UFO Moviez India Limited (Holding company of V N Films Private Limited)

3.6 Trade payables

	31 March 2017	31 March 2016
For goods and services received		
Dues to micro and small enterprises (refer note 3.27)	-	-
Others	618,54,695	2343,28,212
	618,54,695	2343,28,212

3.7 Other current liabilities

	31 March 2017	31 March 2016
Security deposit received	-	50,00,000
Provident fund dues payable (refer note 3.22)	10,590	11,829
Statutory dues payable*	7,13,529	20,21,936
Advance received from theatres / Income received in advance	-	26,64,864
	7,24,119	96,98,629
*Statutory dues payable includes		
-TDS payable	1,66,700	1,95,521
- Profession tax payable	1,600	2,200
-Service tax payable	5,45,229	18,24,215

3.8 Short-term provisions

	31 March 2017	31 March 2016
Proposed dividend on convertible non-cumulative preference shares	3,60,000	-
Tax on proposed dividend	65,435	-
Provision for taxation [net of advance tax: Rs 760,916; (2016: Rs Nil)]	95,394	-
	5,20,829	-

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.9 Fixed Assets

	31 March 2017	31 March 2016
Furniture and fixtures		
Gross Block		
At 31 March 2016		-
Additions	1,76,000	-
Disposals		-
At 31 March 2017	1,76,000	-
Accumulated depreciation/Amortisation		
At 31 March 2016		-
Charge for the year	9,945	-
Deduction/ adjustments during the year		-
At 31 March 2017	9,945	-
Net block		
As at 31 March 2016		-
As at 31 March 2017	1,66,055	-

3.10 Long-term loans and advances

	31 March 2017	31 March 2016
Security deposit	100,00,000	100,00,000
	100,00,000	100,00,000

3.11 Deferred tax assets (net)

	31 March 2017	31 March 2016
Deferred tax assets		
Arising on account of timing differences in:		
Gratuity	62,246	56,066
Compensated absences	59,394	26,386
Provision for doubtful receivables	10,39,822	10,00,548
	11,61,462	10,83,000
Deferred tax liabilities		-
Depreciation	354	
Net deferred tax Assets	11,61,108	10,83,000

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.12 Trade receivables

	31 March 2017	31 March 2016
Receivables outstanding for a period exceeding six months from the date they bec payment	ame due for	
(a) Unsecured, considered good *	194,98,063	168,68,212
(b) Unsecured, considered doubtful	25,22,300	23,46,104
Less: Provision for doubtful receivables	25,22,300	23,46,104
	194,98,063	168,68,212
Other receivables		
(a) Unsecured, considered good * #	1443,67,191	3683,96,058
(b) Unsecured, considered doubtful		8,91,919
Less: Provision for doubtful receivables		8,91,919
	1443,67,191	3683,96,058
	1638,65,254	3852,64,270
Amount due from related party included above:		
- Mukta Arts Limited *	863,79,098	613,27,413
- Mukta A2 Cinemas Limited #	9,51,049	-

3.13 Cash and bank balances

Cash and cash equivalents	31 March 2017	31 March 2016
Cash in hand	2,885	479
Balance with banks -Current account	1,18,110	16,61,265
	1,20,995	16,61,744

Notes to the financial statements (Continued)

as at 31 March 2017

(Currency: Indian Rupees)

3.14 Short-term loans and advances

	31 March 2017	31 March 2016
To parties other than related parties		
Sundry advances to distributors		
Unsecured, considered good	170,98,648	684,58,662
Unsecured, doubtful	8,42,819	-
Less: Provision for doubtful advances	(8,42,819)	-
Advance tax [net of provision for tax: Rs 2,673,598; (2016: Rs 2,939,814)]		45,37,496
To related parties		
Sundry advances to distributors		
Unsecured, considered good*	34,21,388	-
	205,20,036	729,96,158
Advances to related parties comprise:		
- Mukta Arts Limited *	34,21,388	

3.15 Other current assets

	31 March 2017	31 March 2016
Unbilled revenue *	30,802	3,05,896
	30,802	3,05,896
Amount paid to related party included above *:		
- Mukta Arts Limited	1,016	-
- Mukta A2 Cinemas Limited	6,842	-

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

3.16 Sale of services

	31 March 2017	31 March 2016
Brokerage and commission	405,91,954	539,30,045
	405,91,954	539,30,045

3.17 Other income

	31 March 2017	31 March 2016
Excess provision written back	88,15,216	
Interest on income tax refund	4,00,127	
Other income	54,404	_
	92,69,747	-

3.18 Employee benefits expense

55,70,503
1,59,947
1,81,442
85,394
59,97,286

3.19 Finance costs

	31 March 2017	31 March 2016
Interest cost on		
- Bank overdraft	91,59,427	152,15,453
- Delayed payment of taxes		7,761
	91,59,427	152,23,214

3.20 Other expenses

	31 March 2017	31 March 2016
Professional fees	69,02,019	71,53,671
Business support service charges	186,00,000	192,00,000
Brokerage and commission	13,49,000	26,76,000
Payment to auditor (Refer note below)	10,21,250	9,87,950
Provision for doubtful debts / advances	33,65,119	32,38,023
Rates and taxes	1,28,431	1,23,513
Bank charges	1,01,445	32,299
Repair and maintenance - Office	3,84,200	-
Printing and stationery	9,055	87,604
Sundry balances written off	3,30,959	-
Computer expenses	59,200	11,000
Travelling expenses	7,640	15,661
Stamp duty charges	805	59,500
Miscelleneous expenses	67,029	24,195
	323,26,152	336,09,416
Payment to auditor (excluding service tax)		
As auditor:		
- Statutory audit	9,25,000	9,25,000
- Reimbursement of expenses	96,250	62,950
	10,21,250	9,87,950

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

3.21 Earning per equity share:

		31 March 2017	31 March 2016
a)	Net profit/ (loss) after tax	16,61,064	(6,21,814)
b)	Less: Dividend for preference shareholders and tax thereon	(4,25,435)	-
c)	Net profit/ (loss) for the year attributable to equity shareholders	12,35,629	(6,21,814)
d)	Weighted average number of equity shares outstanding during the year for basic EPS	60,00,000	60,00,000
e)	Weighted average number of equity shares outstanding during the year for diluted EPS	66,00,000	66,00,000
f)	Basic EPS	0.21	(0.10)
g)	Dilutive EPS	0.19	(0.09)
h)	Nominal value per share	10	10

3.22 The provisions of the Employees' Providend Funds and Miscellaneous Provision Act, 1952 is not applicable to the Company as the Company has less than twenty employees. However, the employees and the Company voluntarily have made monthly contributions for provident fund equal to a specified percentage of the employee's salary.

3.23 Details of Specified Bank Notes (SBN) held and transacted during the period from 8 November 2016 to 30 December 2016, as provided in the table below:

Particulars	SBN*	Other denomination notes	Total
Closing cash in hand as on 8 November 2016	-	3,648	3,648
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	2,085	2,085
(-) Amount deposited in banks	-	-	-
Closing cash in hand as on 30 December 2016	-	1,563	1,563

* For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8 November 2016.

3.24 Segment reporting

The Company has only one reportable business segment which is distribution and programming of cinematograph films, feature films and such other program or content and only one geographical segment, which is India. Accordingly, the segment information as required by AS 17 on Segment reporting has not been separately disclosed.

3.25 Contingent liabilities and commitments

- (a) The Company does not have any contingent liabilities as at 31 March 2017 (2016: Rs Nil).
- (b) The Company does not have any long-term contract for which there are any material forseeable losses.
- (c) The Company does not have any capital commitment as at 31 March 2017 (2016: Rs Nil).

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

3.26 Related party disclosures:

Details of related parties including summary of transactions entered into by the Company during the year ended 31 March 2017 are summarized below:

A List of related parties and their relationship

(a) Name of parties where control exists:

Holding company - Mukta Arts Limited Fellow subsidary - Mukta A2 Cinemas Ltd

(b) Parties exercising significant influence

VN Films Private Limited, participation in 44.99% of voting power of the Company UFO Moviez India Limited, Holding Company of V N Films Limited

(c) Key management personnel (KMP) *

Sushil Agarwal - Director Subhash Ghai - Director Parvez Farooqui - Director Rajesh Mishra - Director Sunil Patil - Director Rahul Puri - Director

* The KMP do not draw any remuneration from the Company.

B Transactions with related parties for the year ended 31 March 2017 are as follows:-

Transactions		2017		20	016
	Holding company	Fellow subsidary	Parties exercising significant influence	Holding company	Parties exercising significant influence
Rendering of services -Commission					
Mukta Arts Limited	31,20,891		-	29,12,852	
Mukta A2 Cinemas Limited		26,474	-	-	
Business support service charges					
Mukta Arts Limited	186,00,000		-	192,00,000	-
Issue of preference shares					
VN Films Private Limited	-		-	-	36,00,000
Corporate guarantee obtained					
UFO Moviez India Limited	-		700,00,000	-	700,00,000
Security received towards loan backed by corporate guarantee					
(Mortgage of immovable property)	-		-	-	-
Mukta Arts Limited	1200,00,000		-	1200,00,000	-
Amount receivable / (payable)					
Trade receivable:					
Mukta Arts Limited	863,79,098		-	613,27,413	
Mukta A2 Cinemas Limited		9,51,049	-	-	
Short term loans and advances:					
Mukta Arts Limited	34,21,388		-	-	
Unbilled revenue:					
Mukta Arts Limited	1,016		-	-	
Mukta A2 Cinemas Limited		6,842	-	-	-

Notes to the financial statements (Continued)

for the year ended 31 March 2017

(Currency: Indian Rupees)

3.27 Dues to micro and small enterprises

Under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, which came into force from 02 October 2006, and on the basis of the information and records available with the Company, the following disclosures are made for the amounts due to the Micro and Small Enterprises:

	31 March 2017	31 March 2016
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
-Principal	-	-
-Interest	-	-
The amount of interest paid by the Company in terms of Section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

3.28 Other information

Information with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

As per our report of even date attached.

For B S R & Co. LLP

Chartered Accountants Firm's Registration No: 101248W/W-100022 For and on behalf of the Board of Directors of Mukta V N Films Limited CIN: U74120MH2013PLC244220

Rajesh Mehra	Subhash Ghai	Parvez A. Farooqui	Rahul Puri
Partner	Director	Director	Director
Membership No: 103145	DIN: 00019803	DIN: 00019853	DIN: 01925045

Rajesh Mishra *Director* DIN: 00103157 Sushil Agarwal Director C DIN: 00003163

Ravi Poplai Company Secretary M No. : ACS 547

Mumbai Date: 12 May 2017 Mumbai Date: 12 May 2017