

Mukta VN Films Limited

Financial Statements
together with the
Independent Auditor's Report
for the year ended 31 March 2016

Mukta VN Films Limited

Financial statements together with the Independent Auditor's Report *for the year ended 31 March 2016*

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B S R & Co. LLP

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Independent Auditors' Report

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 2016, 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 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 the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016 and its loss 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 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 2016, and taken on record by the Board of Directors, none of the Directors are disqualified as on 31 March 2016 from being appointed as a director in terms of sub-section (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; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

Mumbai
12 May 2016

Rajesh Mehra
Partner
Membership No: 103145

Mukta VN Films Limited

Annexure A to the Independent Auditors' Report – 31 March 2016

(Referred to in our report of even date)

- (i) The Company does not own any fixed assets. Accordingly, paragraph 3(i) of the Order is not applicable to the Company.
- (ii) The Company is a service company, primarily rendering services of distribution and exhibition 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 Section 185 and 186. 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 2016 for a period of more than six months from the date they became payable.
- (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.

BSR & Co. LLP

Mukta VN Films Limited

Annexure A to the Independent Auditors' Report – 31 March 2016 (Continued)

- (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 BSR & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Mumbai
12 May 2016

Rajesh Mehra
Partner
Membership No: 103145

Mukta V N Films Limited

Annexure B to the Independent Auditors' Report – 31 March 2016

(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 2016 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.

Auditor’s 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 controls 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.

B S R & Co. LLP

Mukta V N Films Limited

**Annexure B to the Independent Auditors' Report – 31 March 2016
(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 controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 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 2016

Mukta V N Films Limited

Balance sheet

as at 31 March 2016

(Currency: Indian Rupees)

	<i>Note</i>	31 March 2016	31 March 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3.1	636,00,000	600,00,000
Reserves and surplus	3.2	28,28,246	34,50,060
Money received against share warrants	3.1 (f)	24,00,000	60,00,000
		688,28,246	694,50,060
Non-current liabilities			
Other long-term liabilities	3.3	5,00,000	5,00,000
Long-term provisions	3.4	1,19,613	-
		6,19,613	5,00,000
Current liabilities			
Short-term borrowings	3.5	1578,36,368	2095,78,700
Trade payables	3.6		
- Total outstanding dues of micro and small enterprises		-	-
- Total outstanding dues of creditors other than micro and small enterprises		2343,28,212	1214,85,831
Other current liabilities	3.7	96,98,629	56,32,693
		4018,63,209	3366,97,224
TOTAL		4713,11,068	4066,47,284
ASSETS			
Non-current assets			
Long-term loans and advances	3.8	100,00,000	72,223
Deferred tax assets (net)	3.9	10,83,000	-
		110,83,000	72,223
Current assets			
Trade receivables	3.10	3852,64,270	3597,55,054
Cash and bank balances	3.11	16,61,744	13,30,121
Short-term loans and advances	3.12	729,96,158	407,66,915
Other current assets	3.13	3,05,896	47,22,971
		4602,28,068	4065,75,061
TOTAL		4713,11,068	4066,47,284

Significant accounting policies

2

The accompanying notes from 1 to 3.25 are an integral part of these financial statements.

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

Partner

Membership No: 103145

Subhash Ghai

Director

DIN: 00019803

Parvez A. Farooqui

Director

DIN: 00019853

Rajesh Mishra

Director

DIN: 00103157

Sushil Agarwal

Director

DIN: 00003163

Mumbai

Date: 12 May 2016

Mumbai

Date: 12 May 2016

Mukta V N Films Limited

Statement of profit and loss

for the year ended 31 March 2016

(Currency: Indian Rupees)

	<i>Note</i>	31 March 2016	31 March 2015
Revenue from operations			
Sale of services	3.14	539,30,045	607,03,637
Total revenue		539,30,045	607,03,637
Expenses			
Employee benefits expense	3.15	59,97,286	92,64,693
Finance costs	3.16	152,23,214	199,06,750
Other expenses	3.17	336,09,416	259,12,985
Total expenses		548,29,916	550,84,428
(Loss) / Profit for the year before tax		(8,99,871)	56,19,209
Tax expense			
Current tax		8,04,943	21,34,872
Deferred tax (credit)		(10,83,000)	-
(Loss) / Profit for the year after tax		(6,21,814)	34,84,337
Earnings per share [Nominal value of share Rs 10 (2015: Rs 10)]	3.18		
Basic		(0.10)	8.88
Diluted		(0.09)	8.66
Significant accounting policies	2		

The accompanying notes from 1 to 3.25 are an integral part of these financial statements.

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

Rajesh Mehra

Partner

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Director

DIN: 00003163

Mumbai

Date: 12 May 2016

Mumbai

Date: 12 May 2016

Mukta V N Films Limited

Cash flow statement

for the year ended 31 March 2016

(Currency: Indian Rupees)

	31 March 2016	31 March 2015
A. Cash flows from operating activities		
(Loss) / Profit for the year before tax	(8,99,871)	56,19,209
Adjustment for:		
Finance costs	152,23,214	199,06,750
Operating cash flow before working capital changes	143,23,343	255,25,959
Adjustment for working capital changes		
(Increase) in trade receivables	(255,09,216)	(3620,96,332)
(Increase) in loans and advances and other current assets	(372,21,229)	(392,02,051)
Increase in trade payables, other long-term liabilities, long-term provisions and other current liabilities	1170,27,930	1275,84,246
Cash generated from / (used in) from operations	686,20,828	(2481,88,178)
Income taxes paid	(13,23,659)	(61,53,651)
Net cash generated from / (used in) operating activities (A)	672,97,169	(2543,41,829)
B. Cash flows from investing activities (B)	-	-
C. Cash flows from financing activities		
Proceeds from issue of equity shares	-	595,00,000
Proceeds from money received against share warrant	-	60,00,000
Bank overdraft (repaid) / taken, net	(517,42,332)	2095,78,700
Unsecured loan taken	-	1400,00,000
Unsecured loan repaid	-	(1400,00,000)
Finance costs	(152,23,214)	(199,06,750)
Net cash (used in) / generated from financing activities (C)	(669,65,546)	2551,71,950
Net increase in cash and cash equivalents (A+B+C)	3,31,623	8,30,121
Cash and cash equivalents as at beginning of the year	13,30,121	5,00,000
Cash and cash equivalents as at end of the year (Refer note (b) below)	16,61,744	13,30,121

Mukta V N Films Limited

Cash flow statement (*Continued*)

for the year ended 31 March 2016

(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.

	31 March 2016	31 March 2015
(b) Cash and cash equivalents at year-end comprise:		
Cash in hand	479	911
Balances with scheduled banks in		
-Current accounts	16,61,265	13,29,210
	<u>16,61,744</u>	<u>13,30,121</u>

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

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DIN: 00003163

Mumbai

Date: 12 May 2016

Mumbai

Date: 12 May 2016

Mukta V N Films Limited

Notes to the financial statements

for the year ended 31 March 2016

(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 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 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.

2.5 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 3.19 to the financial statements.

Mukta V N Films Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2016

(Currency: Indian Rupees)

2 Significant accounting policies (*Continued*)

(c) *Defined benefit plans*

The Company has calculated the gratuity liability at fifteen days basic salary per month for every completed year of service or part thereof in excess of six months, based on the last basic salary drawn by the employee. 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 LIC group gratuity fund.

(d) *Other long-term employee benefits*

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related 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.

2.6 *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; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised. 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.

2.7 *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.

2.8 *Earnings per share (EPS)*

The basic earnings per equity share is computed by dividing the net profit or loss attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting year. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which may be issued on the conversion of all dilutive potential shares, unless the results would be anti-dilutive.

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.1 Share capital

	31 March 2016	31 March 2015
Authorised		
6,640,000 (2015: 7,000,000) equity shares of Rs 10 each	664,00,000	700,00,000
360,000 (2015: Nil) preference shares of Rs 10 each	36,00,000	-
	700,00,000	700,00,000
Issued, subscribed and paid-up		
6,000,000 (2015: 6,000,000) equity shares of Rs 10 each, fully paid-up	600,00,000	600,00,000
360,000 (2015: Nil) 10% compulsorily convertible non-cumulative preference shares of Rs 10 each, fully paid-up	36,00,000	-
	636,00,000	600,00,000

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

	31 March 2016		31 March 2015	
	Number of Shares	Amount	Number of Shares	Amount
Equity shares				
Balance as at the beginning of the year	60,00,000	600,00,000	50,000	5,00,000
Add: Issued during the year	-	-	59,50,000	595,00,000
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 2016		31 March 2015	
	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

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(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 2016		31 March 2015	
	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%	-	0.00%

f) Shares reserved for issue against share warrants

Particulars	31 March 2016		31 March 2015	
	Number of shares	Amount	Number of shares	Amount
Share warrants of Rs 10 each	2,40,000	24,00,000	6,00,000	60,00,000

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 convert one share warrant into one equity share of Rs 10 on occurrence of any of the following events, whichever is earlier:

- At the time of initial public offering by the Company
- 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
- At the end of five years from the date of allotment of warrants

3.2 Reserves and surplus

	31 March 2016	31 March 2015
Surplus/(deficit) in the statement of profit and loss		
At the commencement of the year	34,50,060	(34,277)
Add : Profit for the year	(6,21,814)	34,84,337
	<u>28,28,246</u>	<u>34,50,060</u>

3.3 Other long-term liabilities

	31 March 2016	31 March 2015
Security deposit received	5,00,000	5,00,000
	<u>5,00,000</u>	<u>5,00,000</u>

3.4 Long-term provisions

	31 March 2016	31 March 2015
Provision for employee benefits		
Compensated absences	85,394	-
Gratuity	34,219	-
	<u>1,19,613</u>	<u>-</u>

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.5 Short-term borrowings

	31 March 2016	31 March 2015
Loan repayable on demand:		
Bank overdraft from Yes Bank * (Secured)	1578,36,368	2095,78,700
	<u>1578,36,368</u>	<u>2095,78,700</u>

* 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 four 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 2016	31 March 2015
For goods and services received		
Dues to micro and small enterprises (refer note 3.24)	-	-
Others	2343,28,212	1214,85,831
	<u>2343,28,212</u>	<u>1214,85,831</u>

3.7 Other current liabilities

	31 March 2016	31 March 2015
Security deposit received	50,00,000	50,00,000
Provident fund dues payable (refer note 3.19)	11,829	1,78,920
Statutory dues payable*	20,21,936	4,53,773
Advance received from theatres / Income received in advance	26,64,864	-
	<u>96,98,629</u>	<u>56,32,693</u>
*Statutory dues payable includes		
-TDS payable	1,95,521	2,43,750
- Profession tax payable	2,200	15,750
-Service tax payable	18,24,215	1,94,273

3.8 Long-term loans and advances

	31 March 2016	31 March 2015
LIC group gratuity fund	-	72,223
Security Deposit	100,00,000	-
	<u>100,00,000</u>	<u>72,223</u>

3.9 Deferred tax assets (net)

	31 March 2016	31 March 2015
Deferred tax assets		
<i>Arising on account of timing differences in:</i>		
Gratuity	56,066	-
Compensated absences	26,386	-
Provision for doubtful receivables	10,00,548	-
	<u>10,83,000</u>	<u>-</u>
Deferred tax liabilities	-	-
Net deferred tax Assets	<u>10,83,000</u>	<u>-</u>

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.10 Trade receivables

	31 March 2016	31 March 2015
Receivables outstanding for a period exceeding six months from the date they became due for payment		
(a) Secured, considered good	-	-
(b) Unsecured, considered good	168,68,212	145,41,312
(c) Doubtful	23,46,104	-
Less: Provision for doubtful receivables	23,46,104	-
	<u>168,68,212</u>	<u>145,41,312</u>
Other receivables		
(a) Secured, considered good	-	-
(b) Unsecured, considered good	3683,96,058	3452,13,742
(c) Doubtful	8,91,919	-
Less: Provision for doubtful receivables	8,91,919	-
	<u>3683,96,058</u>	<u>3452,13,742</u>
	<u>3852,64,270</u>	<u>3597,55,054</u>
* Amount due from related party included above:		
- Mukta Arts Limited	613,27,413	396,15,653

3.11 Cash and bank balances

	31 March 2016	31 March 2015
Cash and cash equivalents		
Cash in hand	479	911
Balance with banks		
-Current account	16,61,265	13,29,210
	<u>16,61,744</u>	<u>13,30,121</u>

3.12 Short-term loans and advances

	31 March 2016	31 March 2015
<i>To parties other than related parties</i>		
<i>Unsecured, considered good unless otherwise stated</i>		
Sundry advances to distributors		
Considered good	684,58,662	367,48,135
Advance tax [net of provision for tax: Rs 2,939,814; (2015: Rs 2,134,872)]	45,37,496	40,18,780
	<u>729,96,158</u>	<u>407,66,915</u>

3.13 Other current assets

	31 March 2016	31 March 2015
Unbilled revenue	3,05,896	47,22,971
	<u>3,05,896</u>	<u>47,22,971</u>

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.14 Sale of services

	31 March 2016	31 March 2015
Brokerage and commission	539,30,045	607,03,637
	<u>539,30,045</u>	<u>607,03,637</u>

3.15 Employee benefits expense

	31 March 2016	31 March 2015
Salaries and other benefits	55,70,503	91,58,078
Contribution to provident and other funds (refer note 3.19)	1,59,947	89,460
Gratuity expenses	1,81,442	-
Compensated absences	85,394	-
Staff welfare	-	17,155
	<u>59,97,286</u>	<u>92,64,693</u>

3.16 Finance costs

	31 March 2016	31 March 2015
a) Interest cost on		
- Short-term loan from shareholders	-	144,04,662
- Bank overdraft	152,15,453	33,02,088
- Delayed payment of taxes	7,761	-
b) Processing cost and other charges	-	22,00,000
	<u>152,23,214</u>	<u>199,06,750</u>

3.17 Other expenses

	31 March 2016	31 March 2015
Legal and professional fees	71,53,671	103,22,779
Business support service charges	192,00,000	127,02,290
Brokerage and Commission	26,76,000	-
Payment to auditor (Refer note below)	9,87,950	8,00,000
Provision for doubtful trade receivables	32,38,023	-
Rates and taxes	1,23,513	8,55,880
Bank charges	32,299	18,982
Printing and stationery	87,604	67,235
Donation	-	9,25,000
Computer expenses	11,000	79,142
Travelling expenses	15,661	15,868
Stamp duty charges	59,500	-
Miscellaneous expenses	24,195	1,25,809
	<u>336,09,416</u>	<u>259,12,985</u>
Payment to auditor (excluding service tax)		
As auditor:		
- Statutory audit	9,25,000	8,00,000
- Reimbursement of expenses	62,950	-
	<u>9,87,950</u>	<u>8,00,000</u>

Mukta V N Films Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.18 Earning per equity share:

	31 March 2016	31 March 2015
a) Net profit after tax	(6,21,814)	34,84,337
b) Weighted average number of equity shares outstanding during the year for basic EPS	60,00,000	3,92,329
c) Weighted average number of equity shares outstanding during the year for diluted EPS	66,00,000	4,02,192
d) Basic EPS	(0.10)	8.88
e) Dilutive EPS	(0.09)	8.66
f) Nominal value per share	10	10

3.19 The provisions of the Employees' Provident 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 deductions for provident fund equal to a specified percentage of the employee's salary.

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.20 Related party disclosures:

Details of related parties including summary of transactions entered into by the Company during the year ended 31 March 2016 are summarized below:

A List of related parties and their relationship

(a) Name of parties where control exists:

Holding company - Mukta Arts Limited

(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 2016 are as follows:-

Transactions	2016		2015	
	Holding company	Parties exercising significant influence	Holding company	Parties exercising significant influence
Rendering of services -Commission				
Mukta Arts Limited	29,12,852	-	19,74,120	-
Interest paid during the year				
Mukta Arts Limited	-	-	61,06,881	-
VN Films Private Limited	-	-	-	82,97,781
Reimbursement of expenses paid by the Company				
Mukta Arts Limited	192,00,000	-	171,75,520	-
Loan received during the year				
Mukta Arts Limited	-	-	655,00,000	-
VN Films Private Limited	-	-	-	745,00,000
Loan repaid during the year				
Mukta Arts Limited	-	-	655,00,000	-
VN Films Private Limited	-	-	-	745,00,000
Issue of equity shares				
Mukta Arts Limited	-	-	327,25,000	-
VN Films Private Limited	-	-	-	267,75,000
Issue of preference shares				
VN Films Private Limited	-	36,00,000	-	-
Money received against share warrants				
VN Films Private Limited	-	-	-	60,00,000
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)				
Mukta Arts Limited	613,27,413	-	396,15,653	-

Mukta V N Films Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.21 Segment reporting

The Company has only one reportable business segment which is distribution and exhibition 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.

3.22 Contingent liabilities and commitments

- (a) The Company does not have any contingent liabilities as at 31 March 2016 (31 March 2015: Rs Nil).
- (b) The Company does not have any long-term contract for which there are any material foreseeable losses.
- (c) The Company does not have any capital commitment as at 31 March 2016 (31 March 2015: Rs Nil).

3.23 Dues to micro and small suppliers

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 2016	31 March 2015
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.	-	-

Mukta V N Films Limited

for the year ended 31 March 2016

(Currency: Indian Rupees)

3.24 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.

3.25 Prior period comparatives

Upto previous year, Rs 2,341,279 was classified under 'Trade receivables', this has now been shown under 'Other current assets'.

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
Partner
Membership No: 103145

Subhash Ghai
Director
DIN: 00019803

Parvez A. Farooqui
Director
DIN: 00019853

Rajesh Mishra
Director
DIN: 00103157

Sushil Agarwal
Director
DIN: 00003163

Mumbai
Date: 12 May 2016

Mumbai
Date: 12 May 2016