

NDTV CONVERGENCE LIMITED

**STATEMENT OF ACCOUNTS FOR THE YEAR ENDED
MARCH 31, 2015**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NDTV Convergence Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of **NDTV Convergence Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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, 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

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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.
6. 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 control 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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.
7. 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.



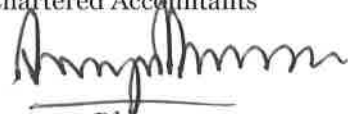
Opinion

8. 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 March 31, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) 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 knowledge and belief and according to the information and explanations given to us:
 - i The Company does not have any pending litigations as at March 31, 2015 which would impact its financial position.
 - ii. The Company has long-term contracts as at March 31, 2015 for which there were no material foreseeable losses. The Company has no outstanding derivative contracts as at March 31, 2015.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2015.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Anupam Dhawan
Partner
Membership Number 084451

Place of Signature: New Delhi
Date: May 2, 2015

Annexure to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of NDTV Convergence Limited on the financial statements as of and for the year ended March 31, 2015

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
(b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- ii. The Company is in the business of rendering services, and consequently, does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a) and (iii)(b) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and for the sale of services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax and professional tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, service tax, duty of customs, and other material statutory dues, as applicable, with the appropriate authorities.
(b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of income tax, sales tax, wealth tax, service tax and duty of customs as at March 31, 2015 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. In million)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	7.76	Assessment Year 2010-11 (Previous year 2009-10)	CIT(Appeals)



Annexure to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of NDTV Convergence Limited on the financial statements for the year ended March 31, 2015

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- (c) There are no amounts required to be transferred by the Company to the Investor Education and Protection Fund in accordance with the provisions of the Companies Act, 1956 and the rules made thereunder.
- viii. The Company has no accumulated losses as at the end of the financial year and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.
- ix. 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 dues to any financial institution or bank or debenture holders as at the balance sheet date.
- x. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year. Accordingly, the provisions of Clause 3(x) of the Order are not applicable to the Company
- xi. In our opinion, and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- xii. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Anupam Dhawan
Partner
Membership Number 084451

Place of Signature: New Delhi

Date: May 2, 2015

NDTV Convergence Limited

(in Rs. Million)

Balance sheet	Notes	As at	
		March 31, 2015	March 31, 2014
Equity and liabilities			
Shareholders' funds			
Share capital	3	0.67	0.67
Reserves and surplus	4	437.35	303.32
		438.02	303.99
Non-current liabilities			
Long-term borrowings	5	133.33	-
Other long-term liabilities	6	162.35	80.00
Long-term provisions	7	8.74	4.52
		304.42	84.52
Current liabilities			
Trade payables	8	168.52	87.27
Other current liabilities	9	87.79	112.18
Short-term provisions	7	0.35	0.15
		256.66	199.60
TOTAL		999.10	588.11
Assets			
Non-current assets			
Fixed assets			
Tangible assets	10	12.34	9.83
Intangible assets	11	25.99	29.39
Capital work-in-progress		6.56	1.85
Non-current investments	12	129.95	180.09
Deferred tax assets (net)	13	1.29	27.94
Long-term loans and advances	14	208.00	12.40
Other non-current assets	15.2	29.77	0.10
		413.90	261.60
Current assets			
Trade receivables	15.1	462.98	254.30
Other current assets	15.2	3.15	0.10
Cash and bank balances	16	35.88	20.32
Short-term loans and advances	14	83.19	51.79
		585.20	326.51
TOTAL		999.10	588.11

Summary of significant accounting policies


2

The accompanying notes are an integral part of the financial statements.

This is the Balance Sheet as referred to our report of even date.

For Price Waterhouse
Chartered Accountants
Firm Registration No - FRN301112E

For and on behalf of the Board


Anupam Dhawan
Partner
Membership Number 084451
Place of Signing : New Delhi
Date : May 2, 2015


Dr. Prannoy Roy
Director

Vikramaditya Chandra
Group CEO & Director


Radhika Roy
Director

Saurav Banerjee
Group Chief Financial Officer

Place:- New Delhi
Date:- April 29, 2015

NDTV Convergence Limited

(in Rs. million except per share data)

Statement of Profit and Loss	Notes	For the year ended March 31, 2015	For the year ended March 31, 2014
Continuing operations			
Income			
Revenue from operations	17	1,003.29	642.67
Other income	18	62.30	80.51
Total revenue (I)		1,065.59	723.18
Expenses			
Cost of Services	19	327.47	220.45
Employee Benefit Expense	20	271.57	170.22
Operations & Administration Expenses	21	131.77	192.22
Marketing, Distribution and Promotion Expenses		111.68	19.48
Depreciation and amortization expense	22	10.46	9.35
Finance costs	23	10.16	2.02
Total (II)		863.11	613.74
Earnings before exceptional and extra ordinary items and tax (I) - (II)		202.48	109.44
Tax expenses			
Current tax		60.91	63.65
Tax On Earlier Years		-	(0.16)
Deferred tax		26.65	(27.25)
Total tax expense		87.57	36.24
Profit for the year		114.91	73.20
Earnings per equity share (nominal value of share Rs.10(previous year Rs.10))			
Basic	24		
Computed on the basis of total profit for the year		1,724	1,098
Diluted		1,724	1,098
Computed on the basis of total profit for the year		1,724	1,098

Summary of significant accounting policies


2

The accompanying notes are an integral part of the financial statements.

This is the Statement of Profit and Loss referred to our report of even date.

For Price Waterhouse
Chartered Accountants
Firm Registration No - FRN301112E

For and on behalf of the Board


Anupam Dhawan
Partner
Membership Number 084451
Place of Signing : New Delhi
Date : May 2, 2015


Dr. Pranoy Roy
Director

Vikramaditya Chandra
Group CEO & Director


Radhika Roy
Director

Saurav Banerjee
Group Chief Financial Officer

Place:- New Delhi
Date:- April 29, 2015

NDTV Convergence Limited

Cash Flow Statements for the year ended 31 March 2015

(in Rs million)


	31-Mar-15	31-Mar-14
Cash flow from operating activities		
Profit before tax from continuing operations	202.48	109.44
Adjustments for :		
(Gain)/ loss from sale of Investment	(58.83)	(78.25)
Depreciation/ amortization	10.46	9.34
Tangible assets written off	-	0.01
Loss/ (profit) on sale of fixed assets	0.01	0.04
Liabilities no longer required written back	(0.66)	(4.09)
Employee stock compensation expense	19.13	3.21
Provision for gratuity	4.42	1.70
Unrealized foreign exchange loss/profit	(0.12)	0.17
Advances written off	-	0.85
Bad debts written off	-	0.06
Provision for doubtful debts	0.70	8.81
Provision for doubtful debts written back	(1.07)	(0.56)
Provision for doubtful Advances	-	78.85
Provision for doubtful Advances written back	(0.07)	(0.85)
Interest expense	10.16	2.01
Interest (income)	(3.46)	(1.00)
Operating profit before working capital changes	183.15	129.74
Movements in working capital :		
Increase/ (decrease) in trade payables	81.67	(58.87)
Increase / (decrease) in long-term provisions	(0.20)	(0.61)
Increase / (decrease) in short-term provisions	0.20	(0.05)
Increase/ (decrease) in other current liabilities	(53.42)	74.52
Increase/ (decrease) in other long-term liabilities	82.35	80.00
Decrease / (increase) in trade receivables	(207.97)	51.91
Decrease / (increase) in long-term loans and advances	(201.09)	(64.34)
Decrease / (increase) in short-term loans and advances	(22.35)	70.87
Decrease / (increase) in other current assets	(2.39)	-
Decrease / (increase) in other non-current assets	(5.96)	-
Cash generated from / (used in) operations	(146.01)	283.17
Direct taxes paid (net of refunds)	(64.52)	(74.36)
Net cash flow from/ (used in) operating activities (A)	(210.53)	208.81
Cash flows from investing activities		
Purchase of Tangible assets	(6.04)	(4.53)
Purchase of intangible assets and addition to CWIP	(7.70)	(13.65)
Proceeds from sale of fixed assets	0.11	-
Proceeds of non-current investments	109.08	-
Purchase of non-current investments	-	(179.89)
Investments/renewal of bank deposits	(33.81)	-
Redemption/ maturity of bank deposits	0.10	-
Interest received	2.81	0.95
Net cash flow from/ (used in) Investing activities (B)	64.55	(197.12)
Cash flows from financing activities		
Proceeds from long-term borrowings	160.00	-
Interest paid	(8.46)	(2.01)
Net cash flow from/ (used in) in financing activities (C)	151.54	(2.01)
Net Increase/(decrease) in cash and cash equivalents (A + B + C)	5.56	9.68
Effect of exchange differences on cash & cash equivalents held in foreign currency		
Cash and cash equivalents at the beginning of the year	20.32	10.64
Cash and cash equivalents at the end of the year	25.88	20.32
Components of cash and cash equivalents		
Cash on hand	0.02	0.01
With banks- on current account	5.86	0.31
-- on deposit account	20.00	20.00
Total cash and cash equivalents (Refer note 16)	25.88	20.32
Summary of significant accounting policies	2.	

Notes :

- The above cash flow statement has been prepared under the indirect method set out in Accounting Standard-3 as notified under section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.
- Figures in brackets indicate cash outflow.
- Previous year's figures have been rearranged wherever necessary to conform to the current year's presentation.
This is the cash flow statement referred to in our report of even date

For Price Waterhouse
Chartered Accountants
Firm Registration No - FRN301112E

For and on behalf of the Board


Anupam Dhan
Partner
Membership Number 084451
Place of Signing : New Delhi
Date : May 2, 2015


Dr. Prannoy Roy
Executive Co-Chairperson


Vikramaditya Chandra
Group CEO & Executive Director


Radhika Roy
Executive Co-Chairperson


Saurav Banerjee
Group Chief Financial Officer

Place:- New Delhi
Date:- April 29, 2015

NDTV Convergence Limited

Notes to financial statements for the year ended March 31, 2015

1. Corporate information

The Company was incorporated on December 13, 2006 under the provisions of the Companies Act, 1956 and it commenced operations on January 1, 2007 with the purchase of existing website from New Delhi Television Limited, its ultimate parent company. The Company maintains and operates ndtv.com and other web sites. The Company is also a content provider to Mobile VAS operators.

2. Summary of significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared as a going concern in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. [Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply.] Consequently, these financial statements have been prepared to comply in all material aspects with the applicable accounting standards [notified under section 211(3C) Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other relevant criteria [set out in the Schedule III to the Companies Act, 2013]. Based on the nature of product and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.

2.2 Use of estimates

In the preparation of the financial statements, the management of the Company makes appropriate estimates and assumptions [in conformity with the applicable accounting principles in India] that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, and the useful lives of fixed assets and intangible assets.

Provisions: Provisions are recognized when there is a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to their present value.

Contingent Liability: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

2.3 Tangible assets

Tangible assets except in the cases mentioned below are stated at the cost of acquisition, which includes taxes, duties, freight, insurance and other incidental expenses incurred for bringing the assets to the working condition required for their intended use, less depreciation and impairment.

Fixed assets purchased under barter arrangements are stated at the fair market value as at the date of purchase.

Depreciation on tangible assets is provided on a pro-rata basis on the straight line method over the estimated useful lives of the assets. The useful lives as estimated for tangible assets are in accordance with the useful lives as indicated in Schedule II of the Companies Act, 2013 except for the following class of assets where different useful lives have been used:

Asset Head	Useful Life (years)
Computers	6

The estimates of useful lives of the assets are based on the technical evaluation, which has not undergone a change on account of transition to Companies Act, 2013.

Individual assets costing less than Rs. 5,000 are depreciated at the rate of 100% on a pro-rata basis.

Loss arising from the retirement of and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

2.4 Intangible assets

Intangible assets are recognized if they are separately identifiable and the Company controls the future economic benefits arising out of them. All other expenses on intangible items are charged to the Statement of Profit and Loss. Intangible assets are stated at cost less accumulated amortization and impairment.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss.

Amortization on intangible assets is provided using the Straight Line Method based on the useful lives as estimated by the management. Amortization is provided on a pro-rata basis for assets purchased/sold during the year. Individual assets costing less than Rs. 5,000 are amortized at the rate of 100% on a pro-rata basis. The management's estimates of useful lives for intangible assets are given below:

Asset Head	Useful Life (years)
Website	6
Computer Software	6



2.5 Leases

As a lessee:

Assets taken under leases, where the Company assumes substantially all the risks and rewards of ownership are classified as Finance leases. Such assets are capitalized at the inception of the lease at the lower of fair value or the present value of minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

Assets taken on leases where significant risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss on a straight line basis over the lease term.

2.6 Impairment of tangible and intangible assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating assets. If any such indication exists, an estimate of the recoverable amount of the asset, cash generating unit is made. Assets whose carrying value exceeds their recoverable amounts are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of the estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

2.7 Revenue Recognition

Revenue from advertising is recognized in the period for which services have been provided.

The Company recognizes revenue from the display of graphical advertisements ("display advertising") on the website as "impressions" are delivered. An "impression" is delivered when an advertisement appears in pages viewed by users.

Revenue from sale of licenses and services is recognized as per terms of contract when no significant uncertainty exists with respect to ultimate collection.

Revenue from content provided to Mobile VAS operators is recognized when services are rendered and no significant uncertainty exists with respect to ultimate collection.

The Company recognizes revenue from the display of text based links to the websites of its advertisers ("search advertising") which are placed on the website. Search advertising revenue is recognized as "click through" occur. A "click-through" occurs when a user clicks on an advertiser's listing.

Revenues from production arrangements are recognized when the contract period begins and the programming is available for telecast pursuant to the terms of the agreement. Typically the milestone is reached when the finished product has been delivered or made available to and accepted by the customer.

2.8 Investment

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

2.9 Foreign currency transaction

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

As at the reporting date, non monetary items which are carried in terms of historical costs denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All monetary assets and liabilities in foreign currency are restated at the end of accounting period.

Gains/(losses) arising out of fluctuations in the exchange rates are recognized as income/expense in the statement of profit and loss in the period in which they arise.

2.10 Retirement and other employee benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

Post employment and other long term employee benefits: The Company's contribution to State Provident Fund (a defined contribution plan) is charged to the Statement of Profit and Loss.

The Company provides for long term defined benefit scheme of Gratuity in accordance with the Payment of Gratuity Act, 1972. The company's liability is determined on the basis of actuarial valuation on the balance sheet date based on the Projected Unit Credit Method. In respect of gratuity, the Company funds the benefits through annual contributions to the Life Insurance Corporation of India (LIC). Under this scheme, LIC assumes the obligation to settle the gratuity payment to the employees to the extent of the funding including accumulated interest. The actuarial valuation of the liability towards the gratuity benefits of the employees is made on the basis of assumptions with respect to the variable elements affecting the computations including estimation of interest rate of earnings on contributions to LIC, discount rate and future salary increases. The Company recognizes the actuarial gains and losses in the Statement of Profit and Loss as income and expenses in the period in which they occur.

2.11 Employee share based payments

The Company calculates the employee stock compensation expense based on the intrinsic value method wherein the excess of market price of underlying equity shares as on the date of the grant of options/shares over the exercise price of the options/shares given to employees under the Employee Stock Option Scheme/Employee Stock Purchase Scheme of the Company, is recognized as deferred stock compensation expense and is amortized over the vesting period in accordance with the accounting treatment.



2.12 Earnings Per Share (EPS)

Basic EPS

The earnings considered in ascertaining the Company's basic EPS comprise the net profit/ (loss) after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

Diluted EPS

The net profit/ (loss) after tax and the weighted average number of shares outstanding during the year are adjusted for all the effects of dilutive potential equity shares for calculating the diluted EPS

2.13 Other Income

Interest Income

Interest Income is recognized on a proportion of time basis taking into account the principal outstanding and the rate applicable.

2.14 Barter

Barter transactions are recognized at the fair value of consideration received or rendered. When the fair value of the transactions cannot be measured reliably, the revenue/expense is measured at the fair value of the goods/services provided/received, adjusted by the amount of cash or cash equivalent transferred.

In the normal course of business, the Company enters into a transaction in which it purchases an asset or a service for business purposes and/or makes an investment in a customer and at the same time negotiates a contract for sale of advertising to the seller of the asset or service, as the case may be. Arrangements though negotiated contemporaneously, may be documented in one or more contracts. The Company's policy for accounting for each transaction negotiated simultaneously is to record each element of the transaction based on the respective estimated fair values of the assets or services purchased or investments made and the advertisement space sold. Assets which are acquired in the form of investments are recorded as investments and accounted for accordingly. In determining their fair value, the Company refers to independent appraisals (where available), historical transactions or comparable cash transactions.

2.15 Taxes on Income

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws substantively enacted as on the balance sheet date. Deferred tax assets are recognized and carried forward to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. However, in case of unabsorbed depreciation/brought forward losses, Deferred tax assets are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

2.16 Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents includes cash in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

2.17 Borrowing Costs

Borrowing costs include interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period in which they occur.

2.18 Unamortized finance charges

Costs incurred in raising funds are amortized on straight line basis over the period for which the funds have been obtained, using time proportionate basis.

3. Share capital

	(in Rs. Million)	
	As at March 31,	
	2015	2014
Authorized		
3,000,000 (Previous Year 3,000,000) Equity Shares of Rs.10/- each	30.00	30.00
23,000,000 (Previous Year 23,000,000) Preference Shares of Rs.10/- each	230.00	230.00
Issued, subscribed and paid-up shares		
66,671 (Previous Year 66,671) Equity shares of Rs.10/- each, fully paid up	0.67	0.67
Total issued, subscribed and fully paid-up share capital	0.67	0.67



(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity shares

	As at March 31, 2015		As at March 31, 2014	
	Number of Shares	Rs million	Number of Shares	Rs million
At the beginning of the year	66,671	0.67	66,671	0.67
Outstanding at the end of the year	66,671	0.67	66,671	0.67

(b) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

Equity Shares	As at March 31,	
	2015	2014
<i>Equity shares of Rs. 10 each fully paid</i>		
NDTV Networks Limited, the holding company and its nominees 50,003 (previous year 50,003)	0.50	0.50
New Delhi Television Limited, the ultimate holding company 11,334 (previous year 11,334)	0.11	0.11
	0.61	0.61

(c) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at March 31, 2015		As at March 31, 2014	
	Number of Shares	% holding	Number of Shares	% holding
NDTV Networks Limited and its nominees	50,003	75%	50,003	75%
New Delhi Television Limited	11,334	17%	11,334	17%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(d) Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option (ESOP) plan of the Company, refer note 27.

(e) Rights, preferences and restrictions attached to the shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

4. Reserves and surplus

	(in Rs. Million)	
	As at March 31, 2015	2014
Securities premium account		
Opening Balance	236.35	236.35
Closing Balance	236.35	236.35
Employee share purchase outstanding		
Compensation for options granted till date	33.87	33.87
Less: deferred employee stock compensation	(11.54)	(30.66)
Closing Balance	22.33	3.21
Surplus/ (deficit) in the Statement of Profit and Loss		
Balance as at the beginning of the year	63.76	(9.44)
Profit for the year	114.91	73.20
Balance as at the end of the year	178.67	63.76
Total reserves and surplus	437.35	303.32



5. Long-term borrowings

(in Rs million)

	As at March 31,			
	Non-current portion		Current maturities	
	2015	2014	2015	2014
Secured				
Term loan from bank (refer note 37)	133.33	-	26.67	-
	133.33	-	26.67	-
The above amounts include				
Secured borrowings	-	-	26.67	-
Amount disclosed under the head "Other current liabilities" (refer note 9)	-	-	(26.67)	-
	133.33	-	-	-

6. Other long-term liabilities

(in Rs million)

	As at March 31,	
	2015	2014
Income received in advance/deferred income	127.35	80.00
Security deposit	35.00	-
	162.35	80.00

7. Provisions

(in Rs million)

	As at March 31,			
	Long - term		Short - term	
	2015	2014	2015	2014
Provision for employee benefits				
Provision for gratuity (Refer note 25)	8.74	4.52	0.35	0.15
	8.74	4.52	0.35	0.15

8. Trade payables

(in Rs million)

	As at March 31,	
	2015	2014
Trade payables (refer note 33 for details of dues to micro and small enterprises)	168.52	87.27
	168.52	87.27

9. Other current liabilities

(in Rs million)

	As at March 31,	
	2015	2014
Current maturities of long term borrowings (refer note 37)	26.67	-
Book overdraft	2.64	4.22
Statutory dues	9.65	5.83
Interest accrued and due on borrowings (refer note 37)	1.70	-
Employee benefits payable	41.08	27.03
Income received in advance/deferred income	3.60	65.07
Advance from customers	0.39	0.13
Payable against purchase of fixed assets	2.06	9.90
	87.79	112.18

10. Tangible assets

(in Rs million)

	Computers	Office Equipments	Plant and Machinery	Vehicles	Total
Cost or valuation					
As at April 01, 2014	17.42	2.43	2.25	0.69	22.79
Additions	5.41	1.08	-	-	6.49
Disposals	0.12	0.18	-	-	0.30
As at March 31, 2015	22.71	3.33	2.25	0.69	28.98
Depreciation					
Upto April 01, 2014	10.84	1.35	0.74	0.03	12.96
Charge for the year	2.60	0.80	0.32	0.13	3.85
Disposals	0.01	0.16	-	-	0.17
Upto March 31, 2015	13.43	1.99	1.06	0.16	16.64
Net Block					
As at March 31, 2015	9.28	1.34	1.19	0.53	12.34



(in Rs million)

	Computers	Office Equipments	Plant and Machinery	Vehicles	Total
Cost or valuation					
As at April 01, 2013	18.34	1.75	0.96	-	21.05
Additions	2.67	0.68	1.29	0.73	5.37
Disposals	3.59	-	-	0.04	3.63
As at March 31, 2014	17.42	2.43	2.25	0.69	22.79
Depreciation					
Upto April 01, 2013	11.73	0.77	0.53	-	13.03
Charge for the year	2.69	0.58	0.21	0.03	3.51
Disposals	3.58	-	-	0.00	3.58
Upto March 31, 2014	10.84	1.35	0.74	0.03	12.96
Net Block					
As at March 31, 2014	6.58	1.08	1.51	0.66	9.83

Notes:

1. Pursuant to a physical verification of fixed assets carried out during the year, office equipments with a written down value of Rs. Nil (Previous Year Rs.0.01 million) were written off.

11. Intangible assets

(in Rs million)

	Computer softwares	Websites	Total
Gross block			
As at April 01, 2014	27.80	21.47	49.27
Purchase	2.16	1.05	3.21
As at March 31, 2015	29.96	22.52	52.48
Amortization			
Upto April 01, 2014	9.32	10.56	19.88
Charge for the year	4.33	2.28	6.61
Upto March 31, 2015	13.65	12.84	26.49
Net block			
As at March 31, 2015	16.31	9.68	25.99

(in Rs million)

	Computer softwares	Websites	Total
Gross block			
As at April 01, 2013	16.63	11.12	27.75
Purchase	11.17	10.35	21.52
As at March 31, 2014	27.80	21.47	49.27
Amortization			
Upto April 01, 2013	5.32	8.72	14.04
Charge for the year	4.00	1.84	5.84
Upto March 31, 2014	9.32	10.56	19.88
Net block			
As at March 31, 2014	18.48	10.91	29.39

12. Non-current investments

(in Rs million)

	As at March 31,	
	2015	2014
Trade investments (valued at cost unless stated otherwise)		
Unquoted		
Investment in Associate		
NDTV Ethnic Retail Limited (Refer Note 36)	129.95	180.09
32,314(Previous Year 34,041) Equity Shares of Rs.4,021.22 (Previous Year Rs.5290.42/-) each fully paid up		
	129.95	180.09
Aggregate amount of unquoted investments	129.95	180.09

13. Deferred tax asset (net)

(in Rs million)

	As at March 31,	
	2015	2014
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting period	(6.81)	(3.12)
Sub Total (A)	(6.81)	(3.12)
Deferred tax asset		
Impact of expenditure charged to the Statement of Profit and Loss in the current year but allowed for tax purposes on payment basis	2.80	1.44
Impact of Provision for doubtful debts and advances allowable on write off	5.30	29.62
Sub Total (B)	8.10	31.06
Net deferred tax asset (A+B)	1.29	27.94



14. Loans and advances

(in Rs million)

	As at March 31,			
	Long - term		Short-term	
	2015	2014	2015	2014
Security deposit				
Unsecured, considered good	1.57	1.19	0.19	-
Doubtful	0.50	0.50	-	-
	2.07	1.69	0.19	-
Provision for doubtful security deposit	(0.50)	(0.50)	-	-
	1.57	1.19	0.19	-
Loans and Advances to Related Party				
Security deposit	160.00	-	-	-
Advance to supplier	40.67	-	1.56	-
	200.67	-	1.56	-
Advances recoverable in cash or kind				
Unsecured considered good	-	-	0.34	0.37
Doubtful	-	-	-	78.36
	-	-	0.34	78.73
Provision for doubtful advances	-	-	-	(78.36)
	-	-	0.34	0.37
Other loans and advances				
Advance income-tax (net of provision for taxation of Rs.124.57 million)(Previous Year Rs.67.55 million)	5.76	11.21	43.31	30.37
Prepaid expenses	-	-	5.43	6.60
Advances and imprest to employees	-	-	1.69	1.52
Minimum Alternate Tax credit entitlement (Refer note 32)	-	-	-	3.88
Service tax receivable	-	-	30.67	9.05
Total	208.00	12.40	83.19	51.79

15. Trade receivables and other assets
15.1. Trade receivables

(in Rs million)

	As at March 31,				
	2015	Non -current		Current	
		2014	2015	2014	2014
Unsecured, considered good unless stated otherwise					
Outstanding for a period exceeding six months from the date they are due for payment					
Unsecured, considered good	-	-	24.45	32.80	
Doubtful	-	-	16.64	17.01	
	-	-	41.09	49.81	
Provision for doubtful receivables	-	-	(16.64)	(17.01)	
	-	-	24.45	32.80	
Other receivables					
Unsecured, considered good	-	-	438.53	221.50	
Total	-	-	462.98	254.30	

15.2. Other assets

(in Rs million)

	As at March 31,				
	2015	Non - current		Current	
		2014	2015	2014	2014
Unsecured, considered good unless stated otherwise					
Deposits with maturity more than 12 months*	23.81	0.10	-	-	
Non-current bank balances (Refer note 16 and note 37)	23.81	0.10	-	-	
Others					
Unamortized finance charges	5.96	-	2.39	-	
Interest accrued on fixed deposits	-	-	0.76	0.10	
Total	29.77	0.10	3.15	0.10	

* Includes deposits amounting to Rs.23.71 million held as lien by bank against long term borrowings.



16. Cash and bank balances

(in Rs million)

	As at March 31,			
	Non - current		Current	
	2015	2014	2015	2014
Cash and cash equivalents				
Balances with banks:				
Current accounts	-	-	5.86	0.31
Deposits with maturity less than three months	-	-	20.00	20.00
Cash on hand	-	-	0.02	0.01
			25.88	20.32
Other bank balances				
Deposits with maturity more than 12 months	23.81	0.10	-	-
Deposits with maturity more than 3 months but less than 12 months	-	-	10.00	-
Amount disclosed under non-current assets (note 15.2)	(23.81)	(0.10)	-	-
			35.88	20.32

17. Revenue from operations

(in Rs million)

	Year ended March 31,	
	2015	2014
Revenue from operations		
Advertisement	699.05	427.00
Mobile VAS	231.70	133.49
Events	21.97	13.69
Consultancy	15.84	11.13
Sale of license	17.24	36.63
Other Business Income	15.65	15.79
Other Operating Revenue		
Liabilities for operating expenses written back	0.66	4.09
Provision for doubtful debts written back	1.07	-
Provision for doubtful advances written back	0.11	0.85
Revenue from operations	1,003.29	642.67

18. Other income

(in Rs million)

	Year ended March 31,	
	2015	2014
Interest income on bank deposits	3.46	1.00
Foreign exchange fluctuation (net)	-	1.26
Gain on sale of investment in an Associate (refer note 36)	58.83	78.25
Miscellaneous income	0.01	0.00
	62.30	80.51

19. Cost of services

(in Rs million)

	Year ended March 31,	
	2015	2014
Consultancy & professional fee	15.01	10.98
Subscription, footage & news service (refer note 41)	130.57	26.32
Website hosting & streaming	115.76	105.20
Production expenses	45.01	66.54
Travelling	9.90	4.14
Trade mark/License fee	11.22	7.27
	327.47	220.45

20. Employee benefits expense

(in Rs million)

	Year ended March 31,	
	2015	2014
Salary, wages and other benefits	238.72	157.43
Contribution to provident fund	10.77	7.34
Staff welfare	2.95	2.24
Employee stock compensation expense	19.13	3.21
	271.57	170.22



21. Operations & Administration Expenses

(in Rs million)

	Year ended March 31,	
	2015	2014
Rent	11.83	7.75
Rates and taxes	12.17	22.12
Electricity and water	4.44	3.05
Printing and stationery	0.20	0.10
Postage and courier	0.07	0.04
Books, periodicals and news papers	3.54	2.57
Local conveyance , travelling and taxi hire	4.31	3.23
Business promotion	1.66	1.30
Repair and maintenance		
- Plant and machinery	1.09	0.92
Expenditure towards Corporate Social Responsibility (refer note 40)	1.72	-
Auditors remuneration (refer * below)	0.93	0.91
Bank charges	0.60	0.49
Insurance	4.67	3.90
Communication	6.58	4.78
Vehicle running and maintenance	17.43	11.67
Staff training	-	0.85
Provision for doubtful debts	0.70	8.81
Provision for doubtful advances	-	78.86
Bad debt and doubtful advances written off	78.28	0.91
Less: Adjusted with provision	(78.25)	(0.56)
Legal, professional and consultancy	59.17	39.71
Loss on sale of fixed assets	0.01	0.04
Fixed asset written off	-	0.01
Foreign exchange loss - net	0.08	-
Miscellaneous	0.54	0.76
	131.77	192.22

* Auditors Remuneration

(in Rs million)

	2015	2014
As auditor:		
Audit fee	0.85	0.85
Reimbursement of expenses	0.08	0.06
	0.93	0.91

22. Depreciation and amortization expense

(in Rs million)

	Year ended March 31,	
	2015	2014
Depreciation of tangible assets	3.85	3.51
Amortization of intangible assets	6.61	5.84
	10.46	9.35

23. Finance costs

(in Rs. Million)

	Year ended March 31,	
	2015	2014
Interest		
-Long term borrowings (refer note 37)	6.60	-
-Short term borrowings (refer note 38)	0.14	0.19
-Others	1.42	1.83
Amortization of finance charges	1.20	-
Guarantee commission (refer note 37)	0.80	-
	10.16	2.02

24. Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

(in Rs million Except per share data)

	Year ended March 31,	
	2015	2014
Profit attributable to Equity Shareholders	114.91	73.20
Number of equity shares outstanding at the beginning of the year (Nos.)	66,671	66,671
Number of equity shares outstanding at year end (Nos.)	66,671	66,671
Weighted average number of Equity Shares outstanding during the year for Basic EPS (Nos.)	66,671	66,671
Weighted average number of Equity Shares outstanding during the year for Diluted EPS (Nos.)	66,671	66,671
Basic Earnings per Equity Share (Rs.)	1,724	1,098
Diluted Earnings per Equity Share (Rs.)	1,724	1,098
Nominal Value per share (Rs)	10	10



25. Gratuity and other post-employment benefit plans

The Company provides for long term defined benefit schemes of gratuity on the basis of actuarial valuation on the Balance Sheet date based on the Projected Unit Credit Method. The Company recognizes the actuarial gains and losses in the Statement of Profit & Loss as income and expense in the period in which they occur.

The reconciliation of opening and closing balances of the present value of the defined benefit obligations are as below:

(in Rs million)

Particulars	For the year ended March 31,				
	2015	2014	2013	2012	2011
Changes in the Present value of the Obligation:					
Obligations at year beginning	4.67	3.63	2.17	1.80	1.46
Service Cost – Current	1.44	1.12	0.98	0.65	0.54
Service Cost – Past	(0.52)	-	-	-	-
Interest Cost	0.43	0.30	0.18	0.15	0.12
Actuarial (gain) / loss	3.07	0.28	0.75	0.02	(0.32)
Benefit Paid	-	(0.66)	(0.45)	(0.45)	-
Obligations at year end	9.09	4.67	3.63	2.17	1.80
Change in plan assets:					
Plan assets at year beginning, at fair value	-	-	-	-	-
Expected return on plan assets	-	-	-	-	-
Actuarial gain / (loss)	-	-	-	-	-
Contributions	-	-	-	-	-
Benefits paid	-	-	-	-	-
Plan assets at year end, at fair value	-	-	-	-	-
Reconciliation of present value of the obligation and the fair value of the plan assets:					
Present value of the defined benefit obligations at the end of the year	9.09	4.67	3.63	2.17	1.80
Fair value of the plan assets at the end of the year	-	-	-	-	-
Liability recognized in the Balance Sheet	9.09	4.67	3.63	2.17	1.80
Defined benefit obligations cost for the year					
Service Cost – Current	1.44	1.12	0.98	0.65	0.54
Service Cost – Past	(0.52)	-	-	-	-
Interest Cost	0.43	0.30	0.18	0.15	0.12
Expected return on plan assets	-	-	-	-	-
Actuarial (gain) / loss	3.07	0.28	0.75	0.02	(0.32)
Net defined benefit obligations cost	4.42	1.70	1.91	0.82	0.34
Investment details of plan assets					
100% of the plan assets are in the Gratuity fund administered through Life Insurance Corporation of India (LIC) under its Group Gratuity Scheme.					
The principal assumptions used in determining post-employment benefit obligations are shown below:					
Discount Rate	7.80%	9.30%	8.35%	8.57%	7.99%
Future salary increases	20% for 1st year, 15% for 2nd year, 10% for 3rd year, 7.5% for 4th year and 5% thereafter.	5%	5%	5%	5%
Expected return on plan assets	NA	NA	NA	NA	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The demographic assumptions were as per the published rates of "Life Insurance Corporation of India (2006-08) Mortality Table (ultimate), which is considered a standard table.

Actuary's estimates of contributions for the next financial year is Rs.1.76 million (previous year Rs.3.69 million).



26. Related party disclosures

Names of related parties, where control exists or with whom transactions were carried out during each year and description of relationship as identified and certified by the Group as per the requirements of Accounting Standard-18 issued by the Institute of Chartered Accountants of India:

New Delhi Television Limited	Ultimate Holding Company
NDTV Networks Limited	Holding Company
NDTV Media Limited	Fellow Subsidiary
NDTV Labs Limited	Fellow Subsidiary
NDTV Lifestyle Limited	Fellow Subsidiary
NDTV Worldwide Limited	Fellow Subsidiary
NDTV Lifestyle Holdings Limited	Fellow Subsidiary
NDTV Ethnic Retail Limited	Associate
Key Management Personnel and their relatives	
Dr. Prannoy Roy	Director
Radhika Roy	Director
K.V.L. Narayan Rao	Director
Vikramaditya Chandra	Group CEO & Director
Saurav Banerjee	Group Chief Financial Officer
Seema Chandra	Relative of Group CEO & Director

Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties, in the ordinary course of business for the year ended March 31, 2015.

Nature of relationship / transaction	For the year ended March 31, 2015							For the year ended March 31, 2014						
	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Associate	Relatives	Key Management Personnel	Total	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Associate	Relatives	Key Management Personnel	Total
Renting of services	91.59	-	17.24	13.51	-	-	122.34	29.07	-	-	45.83	53.81	-	128.71
NDTV Lifestyle Limited	-	-	-	-	-	-	-	-	-	-	1.25	-	-	1.25
NDTV Worldwide Limited	-	-	17.24	-	-	-	17.24	-	-	-	44.58	-	-	44.58
NDTV Ethnic Retail Limited	-	-	-	13.51	-	-	13.51	-	-	-	53.81	-	-	53.81
New Delhi Television Limited	91.59	-	-	-	-	-	91.59	29.07	-	-	-	-	-	29.07
Trade mark / License Fee	(11.22)	-	-	-	-	-	(11.22)	(7.27)	-	-	-	-	-	(7.27)
New Delhi Television Limited	(11.22)	-	-	-	-	-	(11.22)	(7.27)	-	-	-	-	-	(7.27)
Services availed of	(46.75)	-	(24.98)	-	(2.43)	-	(74.16)	(0.97)	-	(13.24)	-	-	-	(13.31)
NDTV Lifestyle Limited	(46.75)	-	(24.98)	-	-	-	(74.16)	(0.97)	-	(13.24)	-	-	-	(13.24)
New Delhi Television Limited	-	-	-	-	(2.43)	-	(2.43)	-	-	-	-	-	-	(0.07)
Seema Chandra	(22.03)	-	8.67	2.14	-	-	(11.22)	(26.44)	-	3.17	1.91	-	-	(21.36)
Reimbursement of expenses	-	-	(0.03)	-	-	-	(0.03)	-	-	(0.03)	-	-	-	(0.03)
NDTV Media Ltd	-	-	8.70	-	-	-	8.70	-	-	3.20	-	-	-	3.20
NDTV Worldwide Limited	-	-	-	2.14	-	-	2.14	-	-	-	1.91	-	-	1.91
NDTV Ethnic Retail Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
New Delhi Television Limited	(22.03)	-	-	-	-	-	(22.03)	(26.44)	-	-	-	-	-	(26.44)
Nett paid	(11.24)	-	-	-	-	-	(11.24)	(7.69)	-	-	-	-	-	(7.69)
New Delhi Television Limited	(11.24)	-	-	-	-	-	(11.24)	(7.69)	-	-	-	-	-	(7.69)
Shared service cost	(96.55)	-	-	-	-	-	(96.55)	(26.28)	-	-	-	-	-	(26.28)
New Delhi Television Limited	(96.55)	-	-	-	-	-	(96.55)	(26.28)	-	-	-	-	-	(26.28)
Programs purchased	(14.31)	-	-	-	-	-	(14.31)	(8.50)	-	-	-	-	-	(8.50)
New Delhi Television Limited	(14.31)	-	-	-	-	-	(14.31)	(8.50)	-	-	-	-	-	(8.50)
Archive content	(66.00)	-	-	-	-	-	(66.00)	-	-	-	-	-	-	-
New Delhi Television Limited	(66.00)	-	-	-	-	-	(66.00)	-	-	-	-	-	-	-
Corporate social responsibility	(1.48)	-	-	-	-	-	(1.48)	-	-	-	-	-	-	-
New Delhi Television Ltd	(1.48)	-	-	-	-	-	(1.48)	-	-	-	-	-	-	-
Corporate guarantee (refer note 37)	350.00	300.00	-	-	-	-	650.00	-	-	-	-	-	-	-
New Delhi Television Ltd	350.00	300.00	-	-	-	-	650.00	-	-	-	-	-	-	-
NDTV Networks Limited	-	300.00	-	-	-	-	300.00	-	-	-	-	-	-	-



Nature of relationship / transaction	For the year ended March 31, 2015					For the year ended March 31, 2014								
	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Associate	Relatives	Key Management Personnel	Total	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Associate	Relatives	Key Management Personnel	Total
Guarantee commission	(0.00)	-	-	-	-	-	(0.00)	-	-	-	-	-	-	-
New Delhi Television Ltd	(0.00)	-	-	-	-	-	(0.00)	-	-	-	-	-	-	-
Pledge of under construction property (refer note 37)	50.00	-	-	-	-	-	50.00	-	-	-	-	-	-	-
New Delhi Television Ltd	50.00	-	-	-	-	-	50.00	-	-	-	-	-	-	-
Investment in associate	-	-	-	-	-	-	-	-	-	-	179.89	-	-	179.89
NDTV Ethnic Retail Limited	-	-	-	-	-	-	-	-	-	-	179.89	-	-	179.89
Sale of investment	-	-	109.08	-	-	-	109.08	-	-	-	-	-	-	-
NDTV Lifestyle Holdings Limited	-	-	109.08	-	-	-	109.08	-	-	-	-	-	-	-
NDTV Ethnic Retail Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Security deposit	125.00	-	-	-	-	-	125.00	-	-	-	-	-	-	-
New Delhi Television Ltd	(35.00)	-	-	-	-	-	(35.00)	-	-	-	-	-	-	-
New Delhi Television Ltd	160.00	-	-	-	-	-	160.00	-	-	-	-	-	-	-
Income received in advance/deferred income	-	-	-	(130.95)	-	-	(130.95)	-	-	-	(145.53)	-	-	(145.53)
NDTV Ethnic Retail Limited	-	-	-	(130.95)	-	-	(130.95)	-	-	-	(145.53)	-	-	(145.53)
Advance for advertisement sales	-	-	-	42.23	-	-	42.23	-	-	-	-	-	-	-
New Delhi Television Ltd	-	-	-	42.23	-	-	42.23	-	-	-	-	-	-	-
5) Remuneration to key managerial personnel	-	-	-	-	-	(7.47)	(7.47)	-	-	-	-	-	-	-
Dr. Pranay Roy	-	-	-	-	-	(2.40)	(2.40)	-	-	-	-	-	-	-
Mr. K.V.L. Narayan Rao	-	-	-	-	-	(5.07)	(5.07)	-	-	-	-	-	-	-
Short Term Advance	-	-	-	-	-	-	-	-	-	-	8.50	-	-	8.50
NDTV Ethnic Retail Limited	-	-	-	-	-	-	-	-	-	-	8.50	-	-	8.50

Amount due to/from related parties as on March 31, 2015

Nature of relationship / transaction	(in Rs million)		
	Ultimate Holding Company	Subsidiary Companies	Associate Companies
Debit balances outstanding as on 31 March 2015	41.54	27.57	21.62
Trade receivables	42.23	-	-
Loans and advances	160.00	-	-
Security deposit	-	-	-
Credit balances outstanding as on 31 March 2015	(59.46)	(23.95)	-
Trade payable	(35.00)	-	-
Security deposit	-	-	(130.95)
Income received in advance/deferred income	-	-	(130.95)

Amount due to/from related parties as on March 31, 2014

Nature of relationship / transaction	(in Rs million)		
	Ultimate Holding Company	Subsidiary Companies	Associate Companies
Debit balances outstanding as on 31 March 2014	10.79	30.55	27.93
Trade receivables	-	-	-
Credit balances outstanding as on 31 March 2014	(18.98)	(14.33)	-
Trade payable	-	-	-
Income received in advance/deferred income	-	-	(145.53)



27. Employee stock option plans

The Board of Directors of Company on May 9, 2008 allotted 267 equity shares and 5,067 equity shares to the consultants and Trustees of NDTV Group Employees Trust respectively, collectively amounting to 8% of post issue paid Up Equity Capital of Company. NDTV Group Employees Trust would hold such shares on behalf of employees of Company and employees of the ultimate parent company hereinafter referred to as beneficiaries. The Trust Deed provides that if a beneficiary employee ceases to be an employee before the expiry of the period specified (vesting period), the employee will stand divested of all or part entitled shares on staggered basis.

During the previous year the Company had identified beneficiaries in respect of 1,934 equity shares. Till March 31, 2015, the Company has identified beneficiaries in respect of 4,201 (net of forfeiture of 734). The Company is recognizing the excess of the fair value based on independent valuation over the issue price over the vesting period.

28. Capital commitments

Estimated amount of contracts remaining to be executed on capital account, not provided for (net of capital advances) is Rs.1.87 million (Previous year Rs.0.93 million)

29. Contingent liabilities

Bank guarantees for Rs.0.10 million (Previous year Rs.0.10 million) in favour of government authorities towards VAT registration.

30. Expenditure in foreign currency

(in Rs million)

	Year ended March 31,	
	2015	2014
Subscription, footage and news service	6.37	6.76
Website hosting and streaming	36.88	35.31
Travelling expenses	7.02	0.89
Marketing, distribution and promotions expenses	75.17	4.52
Others (including production expenses, business promotion, meeting expenses, etc)	1.02	0.51
	126.46	47.99

31. Earnings in foreign currency

(in Rs million)

	Year ended March 31,	
	2015	2014
Mobile VAS	8.92	11.03
Advertisement income	317.63	145.27
Other Business income	1.70	24.06
	328.25	180.36

32. Minimum Alternate Tax Credit Entitlement

During the year, the Company has utilized Rs.3.88 million (Previous year Rs.22.52 million) against the MAT credit in view of taxable income under normal tax provisions exceeding taxable income under MAT.

33. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 (As Applicable)

Information has been requested from vendors but is not available.

34. Other commitments

The Company has given a letter of comfort to NDTV Ethnic Retail Limited (formerly NDTV Ethnic Retail Private Limited) confirming that the Company shall provide financial and operational support to assist that company in meeting its liabilities as and when they fall due, to the extent of Company's proportion in the share capital of that company.

35. Segment information

The Company operates in the single primary segment of online/digital broadcast media and accordingly, there is no separate reportable segment.

36. Non Current Investment

In 2013-14, the Company sold 10,789 equity shares of NDTV Ethnic Retail Limited to an investor for a consideration of Rs 78.36 million, which resulted in a gain of Rs 78.25 million. The aforesaid consideration could not be realized as envisaged in the Agreement with the investor. In financial year 2013-14, following the investor's inability to pay the agreed consideration, the Company had made a provision for the unrealized consideration of Rs 78.36 million in their books of account. During the current year, the Company has written off the amount receivable of Rs.78.25 million against the aforesaid provision and the shares have been recovered from the investor and reinstated in investments at cost.

In September, 2014, the Company sold 12,516 equity shares of NDTV Ethnic Retail Limited, to NDTV Lifestyle Holding Company for a consideration of Rs 109.08 million, which resulted in a gain of Rs 58.83 million.



37. Term loan

On 30, September 2014, the company got sanctioned a term loan of Rs. 300 million. The nature of security and key terms of repayment are as follows:

Nature of Security	Terms of Repayment
<p>The draw down amount of Rs.160 million (previous year Rs. Nil) is secured by:</p> <p>1) Charge on all current and fixed assets of the Company, inter alia:</p> <p>a) Fixed Deposits of Rs.18.67 million under lien with bank.</p> <p>b) Fixed Deposit of Rs.5.04 million equivalent to 3 months interest on Term loan under lien with bank.</p> <p>2) The ultimate holding company and the holding company have issued an unconditional and irrevocable guarantees in favor of the Company to the extent of Rs350 million and Rs.300 million respectively.</p> <p>3) The ultimate holding company has created a charge in favor of bank on its under construction properties of Rs.50 million</p>	<p>36 equal monthly instalments amounting to Rs.4.44 million each after moratorium of 12 months from the date of first disbursement. i.e. 30th September 2014</p> <p>Rate of Interest is bank's base rate plus 1.75% per annum payable on monthly rests. Effective rate of interest as on March 31, 2015 is 12.50% per annum.</p>

* The Company has paid Rs.0.80 million to the ultimate holding company (previous year Rs.Nil) as guarantee commission.

38. Cash Credit and Working Capital Demand Loan

During 2012-13, the Company was sanctioned a Cash Credit (CC) and Working Capital Demand Loan (WC DL) facility of Rs.75 million. This facility is secured by exclusive charge on all the current assets & book debts (both present and future), movable fixed assets (both present and future) located anywhere in India. This charge was created on March 15, 2013. There is Nil balance as on 31st March, 2015 (previous year Nil) on account of Cash Credit (CC) and Working Capital Demand Loan (WC DL).

39. Unhedged foreign currency exposure

The foreign currency exposures that are not hedged by a derivative instrument or otherwise are as follows:

(in Rs million)

Particulars	Year ended March 31,					
	2015			2014		
	Amount In Foreign Currency In million	Exchange Rate	INR Equivalent	Amount In Foreign Currency In million	Exchange Rate	INR Equivalent
Receivables						
GBP	0.01	92.46	0.49	0.01	99.85	1.11
USD	1.12	62.59	70.41	0.68	60.10	41.09
Euro						
Grand Total	1.13		70.90	0.69		42.20
Payables						
USD	0.61	62.59	38.34	0.15	60.10	9.13
Grand Total	0.61		38.34	0.15		9.13

40. Corporate Social Responsibility (CSR)

Pursuant to Section 135 introduced by Companies Act, 2013 pertaining to Corporate Social Responsibility, the Company has contributed Rs.1.72 million towards the CSR activities during the financial year 2014-15. As required by the aforesaid law, the amount represents 2 percent of the average net profits during the last three immediately preceding financial year computed as per section 186 of the Act.

41. Content Fee

During the year, the Company and its ultimate holding company, New Delhi Television Limited have entered into a content access agreement in order to leverage existing resources and economies of scale. As per the terms of the agreement the Company has paid an amount of Rs 66 million to obtain access to the contents of New Delhi Television Limited archives.

42. Transfer Pricing

The Company has appointed independent consultant for conducting a transfer pricing study to determine whether the transactions with associated enterprises entered into in the current year were undertaken at 'arms length prices'. Adjustments, if any arising from the transfer pricing study shall be accounted for as and when the study is completed. The management confirms that all relevant domestic transactions with associated enterprises are undertaken at negotiated contracted prices on usual commercial terms.

43. Previous year figures

Previous years figures have been reclassified to conform to current year classification.

As per our report of even date

For Price Waterhouse
Chartered Accountants
Firm Registration No - 301112E

Anupam Dhawan
Partner
Membership Number 084451
Place of Signing : New Delhi
Date : May 2, 2015

For and on behalf of the Board

Dr. Prannoy Roy
Director

Radhika Roy
Director

Vikramaditya Chandra
Group CEO & Director

Saurav Banerjee
Group Chief Financial Officer

Place :- New Delhi

Date :- April 29, 2015