

Gener8 Digital Media Services Limited

Balance sheet

In CAD

	Notes	As at March 31,		As at April 1,
		2017	2016	2015
Assets				
Non-current assets				
Property, plant and equipment	3	333,087	116,003	115,296
Capital work-in progress		1,070	-	-
Intangible assets	4	12,323,814	9,204,348	9,757,240
Financial Assets				
		12,657,970	9,320,351	9,872,536
Current assets				
Financial Assets				
i) Trade receivables	6	12,518,861	16,251,831	4,980,514
ii) Cash and cash equivalents	7	497,445	302,950	541,978
iii) Other financial assets	8	1,227,364	-	-
Other current assets	9	23,738	426,357	-
		14,267,408	16,981,138	5,522,492
TOTAL		26,925,378	26,301,489	15,395,028
Equity and Liabilities				
Equity				
Equity Share Capital	10	4,381,794	4,381,794	4,381,794
Other Equity	11	6,571,098	547,345	243,417
		10,952,893	4,929,139	4,625,211
Liabilities				
Non-current liabilities				
Financial liabilities				
i) Other financial liabilities	12	11,917	3,389,711	3,465,561
		11,917	3,389,711	3,465,561
Current liabilities				
Financial Liabilities				
i) Borrowings	13	-	-	-
ii) Trade payables	14	12,292,289	10,930,562	1,819,864
iii) Other financial liabilities	12	2,462,404	7,052,077	5,484,393
Current tax liabilities	15	636,000	-	-
Other current liabilities	16	569,875	-	-
		15,960,568	17,982,639	7,304,256
TOTAL		26,925,378	26,301,489	15,395,028

Notes forming part of the financial statements

As per our report of even date

For V. Shivkumar & Associates

Chartered Accountants

Firm Registration No.: 112781W

For and on behalf of the Board of Directors

V. Shivkumar

(Proprietor)

Membership No. 042673

Mumbai

Gener8 Digital Media Services Limited**Profit & Loss Account**

	Notes	For the year ended March 31,	
		2017	2016
Income			
Revenue from operations (net)		23,094,964	24,278,536
Other income	17	3,943,864	598,017
		27,038,828	24,876,553
Expenses			
Employee benefits expenses	18	4,089,802	8,177,030
Other expenses	19	14,784,911	14,911,287
Finance costs	20	953,824	836,217
Depreciation and amortization expenses	3 & 4	711,653	482,708
		20,540,190	24,407,242
Profit/(Loss) before exceptional items and tax		6,498,638	469,311
Exceptional Items		-	-
Profit before tax		6,498,638	469,311
Tax expense			
Current tax		636,000	-
Deferred tax		-	-
Total tax expense		636,000	-
Profit/(Loss) for the year		5,862,638	469,311

Notes to accounts

As per our report of even date

For V. Shivkumar & Associates**Chartered Accountants****Firm Registration No.: 112781W****For and on behalf of the Board of Directors****V. Shivkumar****(Proprietor)****Membership No. 042673****Mumbai**

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Changes in Other Equity

	Surplus in the statement of profit and loss	Total Other equity	Non-controlling interests	Total
As at 1st April 2015	239,150	239,150	-	239,150
Profit/ (loss) for the year	469,311	469,311	-	469,311
As at 31st March 2016	708,461	708,461	-	708,461
Profit/ (loss) for the year	5,862,638	5,862,638	-	5,862,638
As at 31st March 2017	6,571,099	6,571,099	-	6,571,099

Gener8 Digital Media Services Limited

1. Corporate information

Gener8 Digital Media Services Limited is a Corporation registered in Canada

2. Statement of significant accounting policies:

a. Statement of compliance

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS)

These are the first Ind AS Standalone Financial Statements of the Company. The date of transition to Ind AS is 1 April, 2015.

b. Basis of preparation and presentation

The Company has prepared these Standalone Financial Statements as per the Indian Accounting Standards ('Ind AS'), which comprise the Balance Sheet as at 31 March, 2017, the Statement of Profit and Loss, the Statements of Cash Flows and the Statement of Changes in Equity for the year ended 31 March, 2017, and accounting policies and other explanatory information (together hereinafter referred to as "Standalone Financial Statements" or "financial statements").

The Standalone Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

c. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

d. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

d. Cash Flow statements

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

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h. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

i. Property, plant and equipment (PPE)

PPE are stated at cost of acquisition or construction. They are stated at historical cost less accumulated depreciation and impairment loss, if any. The cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of PPE is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standards of performance. All other expenses on existing PPE, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values using the straight-line method over their useful lives estimated by Management. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Cost of Leasehold improvements and Leasehold building is amortised over a period of lease.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounting for on a prospective basis. Intangible assets with indefinite useful lives are acquired separately are carried at cost less accumulated impairment losses.

Internally-generated intangible assets – research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred. An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use it or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are separately acquired.

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Useful lives of intangible assets

Software is amortised on straight line basis over the estimated useful life of six years.

De-recognition of intangible assets

An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is de-recognised.

Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are allocated to individual cash-generating units, or otherwise they are allocated to the smallest of the cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

j. First Time adoption

The Company has prepared the opening Standalone Balance Sheet as per Ind AS as of 1 April, 2015 (the transition date) by,

- recognising all assets and liabilities whose recognition is required by Ind AS,
- not recognising items of assets or liabilities which are not permitted by Ind AS, and
- by reclassifying items from previous GAAP to Ind AS as required under Ind AS

There are no consequential changes in accounting policies on adoption of IND AS.

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3. Property, plant and equipment

				in CAD
	Leasehold improvement	Plant and equipment	Furniture and fixtures	Total
Cost/ Deemed Cost				
As at April 1, 2015		112,450	2,846	115,296
Additions		65,970	12,400	78,370
Deduction				-
As at March 31, 2016		178,420	15,246	193,666
Accumulated depreciation				
As at April 1, 2015				-
For the year		76,175	1,488	77,663
Deduction				-
As at March 31, 2016		76,175	1,488	77,663
Net block				
As at March 31, 2016		102,245	13,758	116,003

				in CAD
	Leasehold improvement	Plant and equipment	Furniture and fixtures	Total
Cost				
As at April 1, 2016	-	178,420	15,246	193,666
Additions	380,053	30,898		410,951
Deduction				-
As at March 31, 2017	380,053	209,317	15,246	604,616
Accumulated depreciation				
As at April 1, 2016		76,175	1,488	77,663
For the year	117,455	71,288	5,124	193,866
Deduction				-
As at March 31, 2017	117,455	147,463	6,612	271,529
Net block				
As at March 31, 2017	262,598	61,855	8,634	333,087

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4. Intangible Assets

in CAD

	Software	Intangibles	Goodwill	Total
Cost/ Deemed Cost				
As at April 1, 2015	222,117	3,287,856	6,247,267	9,757,240
Additions	-		3,637,252	-
Deduction	-			-
As at March 31, 2016	222,117	3,287,856	9,884,519	9,757,240
Accumulated depreciation				
As at April 1, 2015	-			-
For the year	110,392	442,500		552,892
Deduction	-			-
As at March 31, 2016	110,392	442,500	-	552,892
Net block				
As at March 31, 2016	111,725	2,845,356	9,884,519	9,204,348

	Software	Intangibles	Goodwill	Total
Cost				
As at April 1, 2016	222,117	3,287,856	9,884,519	13,394,492
Additions				-
Deduction				-
As at March 31, 2017	222,117	3,287,856	9,884,519	13,394,492
Accumulated depreciation				
As at April 1, 2016	110,392	442,500	-	552,892
For the year	75,463	442,323		517,786
Deduction				-
As at March 31, 2017	185,855	884,823	-	1,070,678
Net block				
As at March 31, 2017	36,262	2,403,033	9,884,519	12,323,814

5. Loans

	As at March 31,		As at April 1,
	2017	2016	2015
Loan given to related parties	-	-	-
	-	-	-

6. Trade receivables

	As at March 31,		As at April 1,
	2017	2016	2015
Unsecured considered good			
Trade receivables	-	2,849,570	2,590,506
Trade receivables from related parties	12,518,861	13,402,260	2,390,009
	12,518,861	16,251,831	4,980,514

7. Cash and bank balances

	Current		
	31 March 2017	31 March 2016	1 April 2015
Cash and cash equivalents			
Balances with banks:			
On Current Accounts	497,445	302,950	541,978
Cash on hand			
	497,445	302,950	541,978

8. Other financial assets

	Current		
	31 March 2017	31 March 2016	1 April 2015
Restricted cash			
Security deposit	19,515	-	-
Unbilled Revenue	1,207,849		
	1,227,364	-	-

9. Other non-current assets

	Current		
	31 March 2017	31 March 2016	1 April 2015
Prepaid expenses	20,870	426,357	-
Advances to creditors	632		
Advances to recoverable cash or in kind	2,235		
	23,738	426,357	-

10. Share capital

	As at March 31,		As at April 1,
	2017	2016	2015
Issued, subscribed and paid-Up Equity Share Capital:	4,381,794	4,381,794	4,381,794
	4,381,794	4,381,794	4,381,794

11. Other Equity

	As at March 31,		As at April 1,
	2017	2016	2015
Foreign currency translation reserve	-	(137,832)	4,267
Surplus in the statement of profit and loss			
Balance as per last financial statements	708,461	215,866	17,144
Profit for the year	5,862,638	469,311	222,006
Net surplus in the statement of profit and loss	6,571,098	685,177	239,150
Total reserves and surplus	6,571,098	547,345	243,417

12. Other financial liabilities

	Non-Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
Finance lease obligation - Current Maturities	11,917	11,044.91		1,554	6,418	
Short term employee benefits				277,557	142,863	213,403
Deferred consideration payable		3,378,666	3,465,561	2,000,000	6,902,797	3,960,443
Deferred Revenue				129,009		1,310,546
Deferred Rent				54,284		
	11,917	3,389,711	3,465,561	2,462,404	7,052,077	5,484,393

13. Borrowings

	Current		
	31 March 2017	31 March 2016	1 April 2015
Revolving credit facility			
	-	-	-

14. Trade payables

	As at March 31,		As at April 1,
	2017	2016	2015
Trade payables	225,198	162,125	343,210
Trade payables to related parties	12,067,090	10,768,437	1,476,654
	12,292,289	10,930,562	1,819,864

15. Current tax liabilities

	As at March 31,		As at April 1,
	2017	2016	2015
Provision for income tax	636,000		
	636,000	-	-

16. Other liabilities

	Current		
	31 March 2017	31 March 2016	1 April 2015
Statutory Dues	569,875		
Advance from customers	0		
	569,875	-	-

17. Other income

	For the year ended March 31,	
	2017	2016
Interest Income	-	-
Interest Income - Intercompany	-	-
Exchange Profit (Net)	-	598,017
Other Income	3,943,864	-
	3,943,864	598,017

18. Employee benefit expense

	For the year ended March 31,	
	2017	2016
Salaries & Wages	3,851,449	6,444,817
Staff & Welfare	43,765	1,732,213
Contribution For Pf & Other Funds	194,588	-
Gratuity	-	-
Stock Option Expense	-	-
	4,089,802	8,177,030

19. Finance Costs

	For the year ended March 31,	
	2017	2016
Finance cost	953,824	829,124
Interest on finance lease	-	-
Bank Charges	-	7,092
	953,824	836,217

20. Other expenses

	For the year ended March 31,	
	2017	2016
Technician fees	163,750	-
Exchange Loss (Net)	290,795	-
Technical service cost	1,988,090	-
Technical service cost - Intercompany	11,296,350	12,651,503
Communication Charges	12,541	-
Electricity Charges	-	30,114
Legal and Professional fees	401,571	359,402
Management Fees - Intercompany	322,311	454,759
Rental Expenses	198,941	363,903
Repairs & Maintenance - Equipment	680	900,033
Selling & Distribution Expenses	-	2,176
Travelling Expenses	104,064	26,422
Insurance Expense	4,968	42,366
Housekeeping Service Charges	165	-
Security Charges	515	-
Bad Debts Written Off	2	-
Membership & Subscriptions	17	4,130
Consumables	150	90
Miscellaneous Expenses	-	76,388
	14,784,911	14,911,287

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11. Fair Value Measurements

	As at March 31		As at April 1	As at March 31		As at April 1
	2017	2016	2015	2017	2016	2015
	Carrying Value			Fair Value		
A Financial Assets:						
Non-current assets						
Loans	-	-	-	-	-	-
Current assets						
Trade receivables	12,518,861	16,251,831	4,980,514			
Cash ad cash equivalents	497,445	302,950	541,978			
Other financial assets	1,227,364	-	-			
Total	14,243,670	16,554,781	5,522,492	-	-	-
B Financial Liabilities:						
Non-current liabilities						
Other financial liabilities	11,917	3,389,711	3,465,561			
Current liabilities						
Borrowings	-	-	-			
Trade payables	12,292,289	10,930,562	1,819,864			
Other financial liabilities	2,462,404	7,052,077	5,484,393			
Total	2,462,404	7,052,077	5,484,393	-	-	-

The management assessed that the fair value of cash and cash equivalents & trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than a forced liquidation or forced sale. The following methods and assumptions were used to estimate the fair value.

Capital Risk Management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The company management sets the amounts of capital required in proportion to risk. The company manages its capital structure and makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets.

The company is not subject to any externally imposed capital requirements.

a) **Financial risk management**

The company is exposed through its operations to the following financial risks:

- Credit risk
- Liquidity risk
- Market risk
 - Foreign Currency Risk
 - Interest Rate Risk

i) **Credit risk**

Credit risk is the risk of financial loss to the Company if a client or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from clients and cash. Management has a credit policy in place and the exposure to credit risk is monitored on an on-going basis.

The Company has a low credit risk in respect of its trade receivables, its principal customers being national broadcasters and major organisations which the Company has worked with for a number of years. However, as the Company grows its customer base and works with more independent producers it will experience an increased credit risk environment. The Company is also exposed to credit risk in respect of its cash and seeks to minimise this risk by holding funds on deposit with major financial institutions.

Cash and cash equivalents

Cash is held with various financial institutions having a high credit-rating assigned by credit-rating agencies at March 31, 2017.

ii) **Liquidity Risk**

Liquidity risk is the risk that the company is unable to meet its payment obligations associated with its financial liabilities when they fall due. Ultimate responsibility for liquidity risk management rests with the Management, which has developed a liquidity management forecasting process which aims to ensure that the company has sufficient cash at all times to meet liabilities as they fall due.

The following analysis sets out the maturities of financial assets and liabilities.

Liquidity Risk

	Less than 3 months	Between 3 and 12 months	More than 12 months	Total
At 31 March 2017				
Non-current assets				
Loans	-	-	-	-
Current assets				
Trade receivables	12,518,861			12,518,861
Cash ad cash equivalents	497,445			497,445
Other financial assets	1,227,364			1,227,364
Total	14,243,670	-	-	14,243,670

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Non-current liabilities				
Other financial liabilities	11,917		11,917	
Current liabilities				
Borrowings	-		-	
Trade payables	12,292,289		12,292,289	
Other financial liabilities	2,462,404		2,462,404	
Total	14,766,610	-	-	14,766,610

	Less than 3 months	Between 3 and 12 months	More than 12 months	Total
At 31 March 2016				
Non-current assets				
Loans	-			-
Current assets				
Trade receivables	16,251,831			16,251,831
Cash ad cash equivalents	302,950			302,950
Other financial assets	-			-
Total	16,554,781	-	-	16,554,781
Non-current liabilities				
Other financial liabilities	3,389,711			3,389,711
Current liabilities				
Borrowings	-			-
Trade payables	10,930,562			10,930,562
Other financial liabilities	7,052,077			7,052,077
Total	21,372,350	-	-	21,372,350

	Less than 3 months	Between 3 and 12 months	More than 12 months	Total
At 1 April 2015				
Non-current assets				
Loans	-			-
Current assets				
Trade receivables	4,980,514			4,980,514
Cash ad cash equivalents	541,978			541,978
Other financial assets	-			-
Total	5,522,492	-	-	5,522,492
Non-current liabilities				
Other financial liabilities	3,465,561			3,465,561
Current liabilities				
Borrowings	-			-
Trade payables	1,819,864			1,819,864
Other financial liabilities	5,484,393			5,484,393
Total	10,769,817	-	-	10,769,817