(All amounts in Indian Rupees unless otherwise stated)

1. Corporate Information

HT Music & Entertainment Company Limited ("HTME" or the Company) is a Public Company registered in India & incorporated under the provision of the Companies Act, 1956. The Company is engaged in managing and organizing event, shows etc. of various kinds and nature and derives revenue by organizing such events.

2. Basis of preparation

The accompanying condensed financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014). The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1 Summary of Significant accounting policies

a. 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 assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

b. Fixed assets

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

(All amounts in Indian Rupees unless otherwise stated)

c. Depreciation on fixed assets

Pursuant to the notification of Schedule II of the Companies Act 2013, by the Ministry of Corporate Affairs effective 01 April 2014, the management has internally reassessed and changed, wherever necessary the useful lives to compute depreciation, to conform to the requirements of the Companies Act, 2013.

d. Impairment of assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amounts of an asset exceed its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

e. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Event Revenue

Revenue is recognized on an accrual basis based on the events organized during the year.

Interest

Revenue is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

f. Retirement and other employee benefits

- Retirement benefits in form of Provident Fund is a defined contribution scheme and the contributions are charged to the Profit and Loss Account of the year when the contribution to the respective funds are due.
- ii. Gratuity liabilities are defined benefit obligations and are provided for on actual basis as there is only one employee in the Company.
- iii. Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actual valuation as there is only one employee in the Company.

(All amounts in Indian Rupees unless otherwise stated)

g. Income taxes

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

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off of deferred tax assets are reviewed at each Balance Sheet date for their realisability.

h. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating Diluted Earnings Per Share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

i. Provisions

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions except those disclosed elsewhere in the financial statements, are not discounted to their present value and are determined based on best estimate required to settle the obligation at the each Balance Sheet date. These are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimates.

(All amounts in Indian Rupees unless otherwise stated)

i. Cash and Cash equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

k. Measurement of EBITDA

As permitted by the Schedule III to the Companies Act, 2013, the company has elected to present earnings before interest, tax and depreciation (EBITDA) as a separate line item on the face of the statement of profit and loss. The company measures EBITDA on the basis of profit/ (loss). In its measurement, the company does not include depreciation expense, finance costs and tax expense.

18. Details of dues to Micro and Small Enterprises as per MSMED Act, 2006

On the basis of information available with the Company based on the identification process carried out by it, there are no amounts due to Micro, Small and Medium enterprises registered under The Micro, Small and Medium Enterprises Development Act, 2006.

19. Segment information

The company is engaged in the business of managing and organizing events. The entire operations are governed by the same set off risk and returns. Hence, the same has been considered as representing a single primary segment. The said treatment is in accordance with the guiding principles enunciated in the Accounting Standard -17 on segment reporting.

The company sells it services mostly within India and does not have any operation in economic environment with different risks and returns, hence, it is considered operating in a single geographical segment.

20. Related party disclosures

Names of related parties

Parties having direct or indirect control over the Company

HT Media Limited (Holding Company)
The Hindustan Times Limited#
Earthstone Holding (Two) Private
Limited #

The Hindustan Times Limited (HTL) & Earthstone Holding (Two) Private Limited do not hold any direct investment in the Company.

Fellow subsidiaries

- 1. Hindustan Media Ventures Limited
- 2. Firefly e- Ventures Limited
- 3. HT Mobile Solutions Limited
- 4. HT Digital Media Holdings
 Limited
- 5. HT Overseas Pte. Limited
- 6. HT Education Limited
- 7. HT Learning Centres Limited
- 8. HT Global Education
- 9. Ed World Private Limited
- 10. Ivy Talent India Private Limited
- 11. Topmovies Entertainment Limited
- 12. HT Information Services Limited (Formerly HT Films Ltd.)
- 13. Birla Cotton Spinning & Weaving Mills Limited
- 14. Earthstone Holding Overseas Private Limited

(All amounts in Indian Rupees unless otherwise stated)

Details of related party transactions

Amount in Rs.

	HT Media (Holding c	i
·	March 31, 2015	March 31, 2014
Transaction during the year		
(excluding the service tax)		
a) Reimbursements for expenses	3,60,000	360,000
b) Recovery of expenses (Net)	-	43,30,015
c) Paid to vendor on behalf of the Company by the Party	2,78,842	3,37,183
d) Issue of equity shares	1,200,00,000	-
Outstanding balances		
Equity Share Capital (including share application money)	1,300,00,000	100,000,00
Trade Payable	381	

(All amounts in Indian Rupees unless otherwise stated)

21. Subsequent events

During the year the Company has entered into a Scheme of Restructuring (the Scheme) with Noble broadcasting Corporation Private Ltd (Transferor Company) to acquire the Radio business of the Transferor Company named as "Aaha FM" at 91.9 Mhz frequency in Chennai for an agreed consideration of Rs 7.35 Crores with effect from 1st April 2014, being the Appointed Date as per the Scheme. The Scheme is in compliance with the provisions of Section 391- 394 of the Companies Act 1956 and has been sanctioned by the Hon'ble High Court of Chennai on 4th of Dec 2014 and by Hon'ble High Court of Delhi on 23rd Dec 2014 subject to clearance from Ministry of Information & Broadcasting (MIB) and Ministry of Communication & Information of Technology (MCIT) of Government of India. Further to the Order of the Hon'ble High Courts, the Company has got the approval from MIB on 30th April 2015.

The Scheme will be effective from the date of Filling of Order of Hon'ble High Courts with Registrar of Companies (ROC) along with the Approvals of MIB & MCIT. Pending its filing with ROC, the effect of the Scheme is not considered in Financial Statements of the Company for the year ended March 31, 2015.

22. Previous year figures

Previous year figures have been regrouped / reclassified, where necessary, to conform to this period's classification.

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E

For and on behalf of the Board of Directors of HT Music & Entertainment Company Limited

per Vishal Sharma

Partner

Membership Number: 96766

Dinesh Mittal Director

Piyush Gupta Director

Place: Gurgaon

Date:

(All amounts in Indian Rupees unless otherwise stated)

	Particulars	Notes	As at March 31, 2015 (In Rs.)	As at March 31, 2014 (In Rs.)
I	Equity and liabilities		(In RS.)	(111 143.)
1	Shareholders' funds			
(a)	Share capital	3	13,00,00,000	1,00,00,000
(b)	Reserves and surplus	. 4	(85,87,890)	(53,77,813)
	Reserves and surpres		12,14,12,110	46,22,187
2	Current liabilities			
(a)	Trade payables	5	16,84,965	4,63,297
(b)	Other current liabilities	5	55,840	30,650
(c)	Short-term provisions	6	1,80,315	8,68,939
(0)	Onore term provisions		19,21,120	13,62,886
	TOTAL		12,33,33,230	59,85,073
II	Assets			
1	Non-current assets			
(a)	Fixed assets			
	Tangible assets	. 7	94,219	1,03,549
(b)	Long term Loans and advances	8	1,91,61,349	18,46,285
			1,92,55,568	19,49,834
,2	Current assets	_		2 12 022
(a)	Trade receivables	9	7,85,926	3,13,822
(b)	Cash and bank balances	10	10,30,80,590	36,37,668
(c)	Loans and advances	8	2,11,146	83,749
			10,40,77,662	40,35,239
	TOTAL		12,33,33,230	59,85,073
·····		2.1		

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

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E

For and on behalf of the Board of Directors of HT Music & Entertainment Company Limited

per Vishal Sharma

Partner

Membership No. 96766

Place: Gurgaon Date: Dinesh Mittal Director Piyush Gupta Director

			Note No.	For the year ended March 31,2015	For the year ended March 31,2014
		Particulars	Note No.	(in Rs.)	(in Rs.)
1		Income			
_	(a)	Revenue from operations (gross)	11	15,71,846	-
	()	Less: Service tax	11	1,72,909	-
		Revenue from operations (net)		13,98,937	•
	(b)	Other income	12	14,06,628	5,45,90
		Total Income (1)		28,05,565	5,45,900
П		Expenses			
	(a)	Employee benefit expenses	13	11,83,515	12,63,22
		Operating and other expenses	14	48,22,297	23,19,75
	\ \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	Total Expenses (II)		60,05,812	35,82,97
		Earnings before interest, tax, depreciation and amortization (EBITDA) (I) - (II)		(32,00,247)	(30,37,06)
		Depreciation /amortisation expense	15	9,330	21,96
		Financial expenses	16	500	3,69
		Profit / (loss) before tax		(32,10,077)	(30,62,72
Ш		Tax expenses			
		Deferred tax (credit) / charge			19,64,07
iv		Profit / (loss) for the period		(32,10,077)	(50,26,79
v		Earnings per equity share			
•		Basic & Diluted (Nominal value of shares Re.1 each (Previous period Re.1 each)	i7	(0.21)	(0.5

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

As per our report of even date.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E

For and on behalf of the Board of Directors of HT Music & Entertainment Company Limited

per Vishal Sharma Partner Membership No. 96766

Place: Gurgaon Date:

Dinesh Mittal Director

Piyush Gupta Director

HT Music and Entertainment Company Limited Cash Flow Statement for the year ended March 31, 2015

	March 31, 2015 (Rs.)	March 31, 2014 (Rs.)
A. Cash flow from operating activities		
Net Profit/(Loss) before taxation	(32,10,077)	(30,62,721)
Adjustments for:		
Depreciation/Amortisation	9,330	21,960
Provision for doubtful debts	1,34,495	(7,61,854)
Interest income	(3,77,403)	(11,938)
Interest expense	•	3,411
Operating Profit/(loss) before working capital changes	(34,43,655)	(38,11,142)
Movements in working capital:		
Decrease/(Increase) in Trade Receivable	(6,06,599)	89,77,989
Decrease/(Increase) in loans and advances and other current assets	(1,92,53,877)	3,44,833
Increase/(Decrease) in current liabilities and provisions	5,58,234	(59,39,103)
Cash generated from/(used in) operations	(2,27,45,897)	(4,27,423)
Direct taxes paid	18,11,416	72,856
Net cash from/(used in) operating activities (net)	(2,09,34,481)	(3,54,567)
B. Cash flows from investing activities Interest received Deposit made with Banks	3,77,403	11,938 39,83,148
Net cash (used in)/ from investing activities	3,77,403	39,95,086
C. Cash flows from financing activities		
Share Capital	12,00,00,000	-
Interest paid	-	(3,411)
Net cash from financing activities	12,00,00,000	(3,411)
Net increase/(decrease) in cash and cash equivalents (A + B + C)	9,94,42,922	36,37,108
Cash and cash equivalents at the beginning of the year	36,37,668	560
Cash and cash equivalents at the end of the year	10,30,80,590	36,37,668
Components of cash and cash equivalents		
Cash in hand	3,778	945
	10,28,00,000	•
Denocity with original maturity of less than three months		
Deposits with original maturity of less than three months Balance with bank on current accounts	2,76,812	36,36,723

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E

For and on behalf of the Board of Directors of HT Music & Entertainment Company Limited

per Vishal Sharma

Partner

Membership No. 96766

Place : Gurgaon

Date:

Dinesh Mittal

Director

Piyush Gupta Director

HT Music & Entertainment Company Limited

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

	March 31, 2015 (In Rs.)	March 31, 2014 (In Rs.)		
3 : Share Capital				
Authorised shares 2,000,000,000 (Previous Year 2,000,000,000) equity shares of Rs. 1 each	2,00,00,00,000	2,00,00,00,000		,
Issued, subscribed and fully paid-up shares 130,000,000 (Previous Year 10,000,000) equity shares of Re.1 each fully paid	13,00,00,000 13,00,00,000	1,00,00,000 1,00,00,000		•
a. Reconcillation of the equity shares outstanding at the beginning and at the end of the				<u>.</u>
	March 3	•	March 31, 20 No of Shares	Amount (in Rs.)
At the beginning of the year Issued during the year	No of Shares 1,00,00,000 12,00,00,000	Amount (in Rs.) 1,00,00,000 12,00,00,000	1,00,00,000	1,00,00,000
Outstanding at the end of the year	13,00,00,000	13,00,00,000	1,00,00,000	1,00,00,000

b. Terms/rights attached to equity shares
The Company has only one class of equity shares having the par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of prefrential amounts. The distribution will be in proportion of the equity shares held by the shareholders.

c. Shares held by holding company

Out of the equity shares issued by the Company shares held by its holding company are as follows:

	March 31, 2015 No of Shares	March 31, 2014 No of Shares
HT Media Limited, the Holding Company ['130,000,000 (Previous Year 10,000,000)	13,00,00,000	1,00,00,000
equity shares of Re. 1 each}		

d. The Company has neither issued any bonus shares, shares for consideration other than cash nor has bought back shares since its incorporation.

e. Details of shareholders holding more than 5% shares in the company					
Name of the shareholder		March 31, 2015		March 31, 2014	
	No of Shares	% Holding	No of Shares	% Holding	
HT Media Limited: 130,000,000 shares of Rs. 1 each; (Previous Year 10,000,000)	13,0	0,00,000	100%	1,00,00,000	100%

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.

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7: Tangible Assets Gross Block At 01.04.13 Additions Deductions At 31.03.2014 Choss Block At 01.04.14 At 31.03.2015 Depreciation/Amortisation At 01.04.13 For the year At 31.3.2015 Deletions / Adjustments At 01.04.13 For the year At 31.3.2015 Deletions / Adjustments At 01.04.14 For the year Deletions / Adjustments At 01.04.14 For the year Deletions / Adjustments At 01.04.14 For the year Deletions / Adjustments At 31.3.2015 For the year Deletions / Adjustments At 31.3.2015 At 31.3.2015 For the year Deletions / Adjustments For the year Deletions / Adjustment	***************************************		(Amount in Rs.)
Plant & Equipments 1,38,739 1,38,739 1,38,739 1,38,739 Amortisation 1,19,172 12,630 justments 1,31,802 Amortisation 1,31,802			
Amortisation justments Amortisation justments	lant & Equipments Office Equipments	ents Furniture & Fittings	Total
Amortisation justments Amortisation justments	1,38,739 45,501	1,16,704	3,00,944
Amortisation justments Amortisation justments	1,38,739 45,501	1,16,704	3,00,944
/Amortisation justments 4 Amortisation jjustments	1,38,739 45,501	501 1,16,704	3,00,944
/Amortisation justments /Amortisation ijustments	. ,		
	1,38,739 45,501	1,16,704	3,00,944
		15,129 41,134	-
		7,387	21,960
	•		•
	1,31,802	172 48,521	1,97,395
		17,072 48,521	1,97,395
justments		1,943	9,330
	ı	,	•
Net Block		19,015 55,908	2,06,725
At 31.3.2015 6.937	6.937 26.486	962.09	94,219

4 : Reserves and surplus	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Surplus / (deficit) in the statement of profit and loss		
Balance as per last financial statement	(53,77,813)	(3,51,018)
Profit / (loss) for the year	(32,10,077)	(50,26,795)
Net Surplus / (deficit) in the statement of profit and loss	(85,87,890)	(53,77,813)
5 : Other current liabilities		
o : Other current manners	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Trade payables (refer note 21 for details of dues to micro small enterprises)	16,84,965	4,63,297
Other liabilities		
Service tax payable	-	-
TDS payable	43,263	30,650
Other statutory liabilities	12,196	-
Book overdraft with bank	-	•
Payable to holding company	381	
	55,840	30,650
6 : Short term provisions		
	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Provision for leave encashment	76,222	2,35,338
Provision for Gratuity	1,04,093	6,33,601
Total	1,80,315	8,68,939

(This space has been intentionally left blank)

8: Loans and advances	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Non - Current		
Unsecured, considered good		
Advance payment of income tax (net of provision for taxation Rs Nil, Previous Year Rs 6,11,996)	34,869	18,46,285
Deposits	6,26,480	-
Capital Advance	1,85,00,000	
<u> </u>	1,91,61,349	18,46,285
Current		
Unsecured, considered good		
Advances recoverable in cash or kind or for value to be received	-	-
Balances with statutory / government authorities	2,11,146	83,749
		02.740
-	2,11,146	83,749
9: Trade receivables		
	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Current		
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	•	4,48,317
Unsecured, considered doubtful	-	
	-	4,48,317
Provision for Doubtful Debts	• -	(1,34,495
TOVISION TO DOUBLING DOUB	-	3,13,822
Other receivable		
Unsecured, considered good	7,85,926	•
-	7,85,926	3,13,822
10 : Cash and bank balances		
10 . Cash and bank bannes	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Cash and cash equivalents		36,36,723
•	2,76,812	,,
Balance with bank in current account	2,76,812 10,28,00,000	-
Cash and cash equivalents Balance with bank in current account Deposits with original maturity of less than three months Cash on hand		945 36,37,668

11 : Revenue from operations		
	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Revenue from operations	15 71 046	
Sale of services		
Revenue from operations (gross)	1,72,909	
Less: Service tax	13,98,937	
Revenue from operations (net)	13,76,737	
Detail of services rendered		
Particulars	March 31, 2015	March 31, 2014
•	(In Rs.)	(In Rs.)
Event management services	15,71,846	-
12 : Other income		
	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Interest on bank deposits	3,77,403	11,938
Unclaimed balances/unspent liabilities written back	10,29,225	5,33,968
	14,06,628	5,45,906
13 : Employee benefit expense		
	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Salaries, wages and bonus	10,87,434	10,62,464
Contribution to provident and other funds	81,081	1,74,699
Gratuity expense		15,455
Staff welfare expenses	15,000	10,605
	11,83,515	12,63,223
14. Occupiting and other supercon		
14: Operating and other expenses	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Event management expenses	10,01,000	-
Electricity charges	2,36,628	2,36,628
Rent	37,092	37,092
Repair and maintenance		
-Others	27,204	27,204
Communication cost	28,152	37,536
Legal and professional fees	11,25,120	3,32,115
Auditor remuneration		
- Audit fee	1,50,000	1,25,000
- Tax audit fee	-	25,000
Sundry Balance Written off	4,70,788	1,88,776
Bad debts written off	3,13,823	8,09,522
Subscription	9,25,000	-
Miscellaneous expenses	5,07,490	5,00,879
•	48,22,297	23,19,752
15 - Denyagiation		
15 : Depreciation	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Depreciation on tangible assets	9,330	21,960
	9,330	21,960
16. Financial Funancia		
16 : Financial Expenses	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Interest Expense	(11133)	3,411
Bank Charges	500	280
, , , , , , , , , , , , , , , , , , ,	500	3,411
	·····	

17 : Earnings per share (EPS)	March 31, 2015	March 31, 2014
	(In Rs.)	(In Rs.)
Profit / (Loss) for the year after tax	(32,10,077)	(50,26,795)
Weighted average number of equity shares in calculating basic and		
diluted EPS* (number)	1,49,31,507	1,00,00,000
Nominal value per equity share (in Rs)	1	1
Earnings/ (Loss) per share – basic and diluted (in Rs)	(0.21)	(0.50)
*Weighted average number of equity shares in calculating Basic & Diluted EPS (number)		
	March 31, 2015	March 31, 2014
	March 31, 2015 1,00,00,000	March 31, 2014 1,00,00,000
*Weighted average number of equity shares in calculating Basic & Diluted EPS (number)		