

Delta Lifestyle and Entertainment Private Limited

Audited Financial Statements for the Year Ended 31st March, 2014

AMIT DESAI & CO
Chartered Accountants
43, Sunbeam Apartments,
3A Pedder Road, Mumbai 400 026.
Email Id : amitdesaiandco@gmail.com

INDEPENDENT AUDITORS' REPORT

To the Members of Delta Lifestyle and Entertainment Private Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Delta Lifestyle and Entertainment Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. In our opinion the provision of the Companies (Auditor's Report) Order, 2003, ('CARO'), issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 are not applicable.
2. As required by Section 227(3) of the Act, we report that:
 - (a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;
 - (e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956 on the said date.

For Amit Desai & Co
Chartered Accountants
Firm's Registration No. 130710W



Amit Desai
(Amit Desai)

Partner

Membership No. 032926




Mumbai: 26th May, 2014

Delta Lifestyle and Entertainment Private Limited
Balance Sheet As At 31st March, 2014

(Amount in Rupees)

Particulars	Note No.	As at 31st March, 2014		As at 31st March, 2013	
I. EQUITY AND LIABILITIES					
Shareholders' Funds					
(a) Share Capital	2	600,100		300,000	
(b) Reserves & Surplus	3	(1,100,609)	(500,509)	(189,032)	110,968
Non-Current Liabilities					
(a) Deffered Tax Liabilities	4	19,103		-	
(b) Long-Term Provisions	5	62,003	81,106	-	-
Current Liabilities					
(a) Short-Term Borrowings	6	15,310,000		100,000	
(b) Trade Payables	7	2,077,740		35,920	
(c) Other Current Liabilities	8	2,141,902		-	
(d) Short-Term Provisions	9	7,301	19,536,943	-	135,920
TOTAL			19,117,540		246,888
II. ASSETS					
Non-Current Assets					
(a) Fixed Assets					
- Tangible Assets	10	836,794		-	
(b) Non-Current Investments	11	90	836,884	-	
Current Assets					
(a) Trade Receivables	12	7,253,802		-	
(b) Cash and Bank Balances	13	880,944		246,888	
(c) Short-Term Loan and Advances	14	10,145,910	18,280,656	-	246,888
TOTAL			19,117,540		246,888
Significant Accounting Policies & Notes to Financial Statements	1 - 30				

As Per Our Report of Even Date
For Amit Desai & Co
Chartered Accountants


(Amit Desai)
Partner

Mumbai: 26th May, 2014



For and on behalf of Board of Directors


Director


Director

Delta Lifestyle and Entertainment Private Limited
Statement of Profit & Loss For The Year Ended 31st March, 2014

(Amount in Rupees)

Particulars	Note No.	For Year Ended 31st March, 2014	For Year Ended 31st March, 2013
Income:			
Revenue from Operations	15	12,535,881	-
Other Income	16	498,827	-
Total Revenue		13,034,708	-
Expenses:			
Employee Benefits Expense	17	4,431,894	-
Finance Costs	18	524,900	3,933
Depreciation and Amortization Expense	10	130,805	-
Other Expenses	19	8,506,789	69,388
Total Expenses		13,594,388	73,321
Loss Before Exceptional And Extraordinary Items And Tax		(559,680)	(73,321)
Exceptional Items		-	-
Loss Before Extraordinary Items and Tax		(559,680)	(73,321)
Extraordinary Items		-	-
Loss Before Tax		(559,680)	(73,321)
Tax Expenses			
- Current Tax		-	-
- Deferred Tax		19,103	-
Loss After Tax		(578,783)	(73,321)
Prior Period Items		4,150	-
Net Loss for the Year		(582,933)	(73,321)
Basic & Diluted Earnings Per Share (Face Value of Rs. 10/- Each)		(10.47)	(7.21)
Significant Accounting Policies & Notes to Financial Statements	1 - 30		

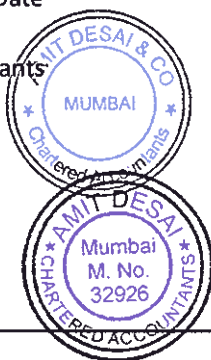
As Per Our Report of Even Date

For Amit Desai & Co
Chartered Accountants



(Amit Desai)
Partner

Mumbai: 26th May, 2014



For and on behalf of Board of Directors


Director


Director

Delta Lifestyle and Entertainment Private Limited
Cash Flow Statement For The Year Ended 31st March, 2014

(Amount in Rupees)

Particulars	For Year Ended 31st March, 2014	For Year Ended 31st March, 2013
A. <u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net Loss Before Tax and Prior Period Items	(559,680)	(73,321)
<u>Adjustments For :</u>		
Depreciation & Amortization Expense	130,805	-
Finance Costs	524,900	-
Interest Income	(290,518)	-
Prior Period Items	(4,150)	-
Employee Benefit Expense	69,304	-
Operating Loss Before Working Capital Changes	(129,339)	(73,321)
<u>Adjustments For :</u>		
Trade Payables & Other Current Liabilities	4,183,722	31,508
Loans & Advances & Other Current Assets	(171,228)	-
Trade Receivables	(7,253,802)	-
Cash Generated From / (Used In) Operations	(3,370,647)	(41,813)
Taxes Paid	(459,230)	-
Net Cash Flow From / (Used In) Operating Activities (A)	(3,829,877)	(41,813)
B. <u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Investments in Shares	(90)	-
Loan Given to a Subsidiary	(9,844,096)	-
Interest Income	290,518	-
Purchase of Fixed Assets	(967,599)	-
Net Cash Flow From / (Used In) Investing Activities (B)	(10,521,268)	-
C. <u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Issue of Shares	300,100	200,000
Net Proceeds from Loan Taken	15,210,000	50,000
Finance Costs	(524,900)	-
Net Cash Flow From / (Used In) Financing Activities (C)	14,985,200	250,000
Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	634,056	208,187
Cash & Cash Equivalents as at Beginning of the year	246,888	38,701
Cash & Cash Equivalents as at Closing of the Year	880,944	246,888

Note :

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.
- Previous year's figures have been regrouped wherever necessary to conform with the current year's classifications.

As Per Our Report of Even Date
For Amit Desai & Co
Chartered Accountants


(Amit Desai)
Partner



For and on behalf of Board of Directors


Director


Director

Mumbai: 26th May, 2014

Delta Lifestyle and Entertainment Private Limited
Notes to the Financial Statements for the Year Ended 31st March, 2014

Note 1: Statement of Significant Accounting Policies

a. Basis of Preparation of Financial Statements

The consolidated financial statements of Delta Lifestyle and Entertainment Private Limited and its subsidiary are prepared and presented on accrual basis and in accordance with the generally accepted accounting principles in India ("GAAP"), and comply with the accounting standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with General Circular 15/2013 dated September 13, 2013 of Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.

b. Revenue Recognition

- (i) Revenue from services are recognized when full/complete service have been provided. Sales are stated at contractual realizable value. The Company generally follows the mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.
- (ii) Interest income is generally recognized on time proportion method.

c. Fixed Assets

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

d. Depreciation

Depreciation on fixed assets is provided on Written Down Value (WDV) Method as per the rates and in manner as specified in Schedule XIV of the Companies Act, 1956. Depreciation on addition/deletion of assets during the year is provided on pro-rata basis.

e. Investments

Investments that are readily realizable and intended to be held but not more than a year are classified as current investments. All other investments are classified as long term investments. Carrying amount of the individual investment is determined on the basis of the average carrying amount of the total holding of the investments.

Long-term investments are stated at cost less provision for other than temporary diminution in value. Current investments are carried at lower of cost and fair value.

f. Inventories

There are no inventories held by the Company.

g. Employee Benefits

Liability is provided for retirement benefits of gratuity and leave encashment in respect of all eligible employees. Contributions under the defined contribution schemes are charged to revenue. The liability in respect of defined benefit schemes like gratuity and leave encashment is provided in the accounts on the basis of actuarial valuations as at the year end.

h. Foreign Currency Transactions

- (i) Foreign exchange transactions are recorded at the rate prevailing on the dates of the respective transaction. Exchange difference arising on foreign foreign exchange difference is recognized in the Statement of Profit and Loss.
- (ii) Monetary assets and liabilities denominated in foreign currencies are converted at the closing rate as on Balance Sheet date. The resultant exchange difference is recognized in the Statement of Profit and Loss.
- (iii) Exchange rate difference arising on a monetary item that, in substance, forms part of the Company's net investment in a non-integral foreign operation are accumulated in foreign currency translation reserve in the Company's financial statements until the disposal of the net
- (iv) Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

i. Borrowing Costs

Borrowing costs that are directly attributable to and incurred on acquiring qualifying assets (assets that necessarily takes a substantial period of time for its intended use) are capitalized. Other borrowing costs are recognized as expenses in the period in which same are incurred.



j. **Taxation**

Tax expenses are the aggregate of current tax and deferred tax charged or credited in the statement of profit and loss for the year.

Current Tax

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company.

Deferred Tax

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the year. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date.

k. **Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources and the amount of which can be reliably estimate.

Contingent liabilities are not recognized but are disclosed in the Notes. Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future event not wholly within the control of the Company.

Contingent assets are neither recognized nor disclosed in the financial statements.

l. **Miscellaneous Expenditure**

Preliminary Expenditure are fully charged off in the year in which they are incurred.

2 **Share Capital:**

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	No.	Rs.	No.	Rs.
Authorised: Equity Shares of Rs.10/- Each	100,000	1,000,000	100,000	1,000,000
Total		1,000,000		1,000,000
Issued, Subscribed And Fully Paid-Up: Equity Shares of Rs. 10/- Each	60,010	600,100	30,000	300,000
Total		600,100		300,000

a) **Reconciliation of the Shares at the Beginning and at the end of the Reporting Year**

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	Equity Shares		Equity Shares	
	No.	Rs.	No.	Rs.
At the Beginning of the Year	30,000	300,000	10,000	100,000
Issued During the Year	30,010	300,100	20,000	200,000
Bought Back During the Year	-	-	-	-
Outstanding at the End of the Year	60,010	600,100	30,000	300,000

b) **Terms/Rights Attached to Equity Shares**

The Company has only one class of Equity Shares having a par value of Rs. 10/- 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 all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

c) **Details of Shareholders Holding More Than 5 % Equity Shares in the Company**

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Delta Corp Limited - Holding Company	30,610	51.01%	-	-
Mohit Lalvani	14,400	24.00%	15,000	50.00%
Mandira Lalvani	15,000	25.00%	15,000	50.00%



(Amount in Rupees)

3 Reserves & Surplus	As at 31st March	
	2014	2013
<u>Foreign Currency Transaction Reserve</u>		
Opening Balance	-	-
(+) Current Year Transfer	(328,644)	-
Closing Balance	(328,644)	-
<u>Surplus/(Deficit) as per Statement of Profit and Loss</u>		
Opening Balance	(189,032)	(115,711)
(+) Net Loss For the Year	(582,933)	(73,321)
Closing Balance	(771,965)	(189,032)
Total	(1,100,609)	(189,032)

4 Deferred Tax

In accordance with Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has accounted for Deferred Tax during the year. The components of Deferred Tax Assets to the extent recognised and Deferred Tax Liabilities as on 31st March, 2014 are as under -

(Amount in Rupees)

Particulars	As at 31st March	
	2014	2013
<u>Deferred Tax Liability:</u>		
Difference between Book and Tax Depreciation	19,103	-
(A)	19,103	-
<u>Deferred Tax Asset:</u>		
(B)	-	-
Net Deferred Tax Liability/(Assets)	(A) - (B)	19,103

(Amount in Rupees)

5 Long Term Provisions	As at 31st March	
	2014	2013
<u>Provision for Employee Benefits (Unfunded):</u>		
- Gratuity	26,201	-
- Leave Encashment	35,802	-
Total	62,003	-

(Amount in Rupees)

6 Short -Term Borrowings	As at 31st March	
	2014	2013
<u>Unsecured</u>		
<u>Loans from Related Parties</u>		
- Inter Corporate Deposit (Interest @8.5% p.a, repayable on demand)	15,210,000	-
- Director (Interest free and repayable on demand)	100,000	100,000
Total	15,310,000	100,000

(Amount in Rupees)

7 Trade Payables	As at 31st March	
	2014	2013
- Micro, Small and Medium Enterprise	-	-
- Others	2,077,740	35,920
Total	2,077,740	35,920



Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006.

The Company has sent letters to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Act, 2006 as well as whether they have filed required memorandum with the prescribed authorities. Based on the confirmations, if any received, the details of outstanding are as under.

(Amount in Rupees)

Particulars	As at 31st March	
	2014	2013
The principal amount remaining unpaid at the end of the year	-	-
The interest amount remaining unpaid at the end of the year	-	-
The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act 2006	-	-

(Amount in Rupees)

8 Other Current Liabilities	As at 31st March	
	2014	2013
- Duties & Taxes	1,637,756	-
- Interest Accrued & Due	369,878	-
- Employee Benefits	134,268	-
Total	2,141,902	-

(Amount in Rupees)

9 Short Term Provisions	As at 31st March	
	2014	2013
<u>Provision for Employee Benefits (Unfunded):</u>		
- Gratuity	149	-
- Leave Encashment	7,152	-
Total	7,301	-

(Amount in Rupees)

11 Non-Current Investments	Current year Nos.	Previous Year Nos.	Face Value in Rs. Unless Specified	As at 31st March	
				2014	2013
<u>Trade Investments (At Cost)</u>					
<u>Unquoted Fully Paid Equity Shares</u>					
- <u>Investments in Subsidiary Company</u>					
Buddy Communications & Productions Pte Ltd.	369500	-	1 SGD	90	-
Total				90	-

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	Book Value	Market Value	Book Value	Market Value
Aggregate Amount of Quoted Investments	-	-	-	-
Aggregate Amount of Unquoted Investments	90	-	-	-

Acquisitions:

During the year, Company has acquired 3,69,500/- Shares at Rs.90/- for holding 100% of total paid-up capital of the Buddy Communications & Productions Pte Ltd.



10 Tangible Assets

Particulars	Electronic Equipments	Computers	Total
Gross Block			
At 1st April, 2012	-	-	-
Additions	-	-	-
Disposals	-	-	-
As at 31st March, 2013	-	-	-
At 1st April, 2013	-	-	-
Additions	737,440	230,159	967,599
Disposals	-	-	-
As at 31st March, 2014	737,440	230,159	967,599
Depreciation			
At 1st April, 2012	-	-	-
Charge for the year	-	-	-
As at 31st March, 2013	-	-	-
At 1st April, 2013	-	-	-
Charge for the year	93,663	37,142	130,805
As at 31st March, 2014	93,663	37,142	130,805
Net Block			
As at 31st March, 2013	-	-	-
As at 31st March, 2014	643,777	193,017	836,794



(Amount in Rupees)

12 Trade Receivables	As at 31st March	
	2014	2013
<u>Unsecured and Considered Good</u>		
- Outstanding for a Period Exceeding Six Months from the Date they are Due for Payment		
- From Related Parties	253,348	-
- From Others	1,179,238	-
- Others		
- From Related Parties	925,029	-
- From Others	4,896,187	-
Total	7,253,802	-

(Amount in Rupees)

13 Cash and Bank Balances	As at 31st March	
	2014	2013
<u>Cash and Cash Equivalents</u>		
Balance with Banks - in Current Account	880,944	246,888
Total	880,944	246,888

(Amount in Rupees)

14 Short- Term Loan and Advances	As at 31st March	
	2014	2013
Loan to a Subsidiary	9,515,453	-
Advance Income Tax	459,230	-
Prepaid Expenses	46,381	-
Advances to Suppliers/Creditors	46,864	-
Other Advances	77,983	-
Total	10,145,910	-

(Amount in Rupees)

15 Revenue from Operations	Year Ended 31st March	
	2014	2013
Income from Sale of Services	12,535,881	-
Total	12,535,881	-

(Amount in Rupees)

16 Other Income	Year Ended 31st March	
	2014	2013
Interest Income	290,518	-
Miscellaneous Income	208,309	-
Total	498,827	-

(Amount in Rupees)

17 Employee Benefits Expense	Year Ended 31st March	
	2014	2013
Salaries & Incentives	4,332,038	-
Gratuity & Leave Encashment Contributions	69,304	-
Staff Welfare Expenses	30,552	-
Total	4,431,894	-



(Amount in Rupees)

18	Finance Costs	Year Ended 31st March	
		2014	2013
	<u>Interest Expense</u>		
	- Interest on ICD	410,976	-
	- Interest on Statutory Dues	97,231	-
	Other Borrowing Costs	16,693	3,933
	Total	524,900	3,933

(Amount in Rupees)

19	Other Expenses	Year Ended 31st March	
		2014	2013
	<u>Payments to the Auditor</u>		
	-for Audit Fees	47,567	28,090
	-for Taxation Matters	11,236	-
	-for Company Law Matters	15,777	-
	-for Other Services	59,831	-
	-for Reimbursement of Expenses	1,210	260
		135,621	28,350
	Hire Charges	166,400	-
	Legal & Professional Fees	3,716,421	15,730
	Licence Fees	1,036,790	-
	Foreign Currency Fluctuation Loss	4,490	-
	Postage & Courier Expenses	39,223	-
	Printing & Stationery	81,091	-
	Office Rent	573,036	-
	Conveyance Expenses	202,873	-
	Travelling Expenses	1,908,048	-
	Hotel Expenses	422,829	-
	Filing Fees	26,615	25,088
	Rates & Taxes	2,500	-
	Telephone Expenses	48,302	-
	Events & Editing Expenses	55,825	-
	Repairs & Maintenance of Plant & Machinery	13,794	-
	Miscellaneous Expenses	72,931	220
	Total	8,506,789	69,388

20 In the opinion of the Directors there were no contingent liabilities as at the Balance Sheet date.

21 The Net Worth of the Company is completely eroded; however, the Management has confirmed the financial support to the Company.

22 Segment Disclosures

Since there is only one segment in which Company is operating, segment reporting as required under the Accounting Standard 17 on Segment Reporting issued by The Institute of Chartered Accountants of India is not applicable.

23 Various Debit and Credit balances are subject to confirmations/reconciliation and consequent adjustments, if any. The Company is of the view that reconciliation(s), if any, arising out of final settlement of accounts with these parties is not likely to have any material impact on the accounts. The Current Assets, Loan and Advances are stated in the Balance Sheet at the amounts which are at least realizable in ordinary course of business.

24 Operating Lease Expense

The Company has taken on operating lease on which the minimum future lease rentals payable on which are as follows :

(Amount in Rupees)

Particulars	2013-14	2012-13
Lease Rent Paid During the Year	573,036	-
Total	573,036	-



The future minimum Lease Expense is as under:

Particulars	(Amount in Rupees)	
	2013-14	2012-13
Not Later than one year	255,000	-
Later than one year but not later than five years	-	-
Later than five years	-	-
Total	255,000	-

*** Other Terms**

Additional amount of applicable taxes will be paid on these rentals as per the applicable rates existing at the time of receipts and payments.

25 Earnings per Share:

Particulars	(Amount in Rupees)	
	2013-14	2012-13
Net Loss After Tax	(578,783)	(73,321)
Numerator used for calculating Basic & Diluted Earnings Per Share	(582,933)	(73,321)
Weighted Average Number of Equity Shares used as denominator for calculating Basic & Diluted Earnings Per Share	55,652	10,164
Basic & Diluted Earnings Per Share (Rs.)	(10.47)	(7.21)
Nominal value per Equity Share (Rs.)	10	10

26 Previous Year Comparatives

The previous year's figures have been reworked, regrouped, rearranged, recasted and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

27 Disclosure required by clause 32 of the listing Agreement

Amount of Loans and Advances in the nature of Loans outstanding to Subsidiary etc.

a) Loans and Advances in the nature of Loans

(Amount in Rupees)

Name of the Company	Closing Balance		Maximum Balance Outstanding During the Year	
	2013-14	2012-13	2013-14	2012-13
- Buddy Communications & Productions Pte Ltd.	9,515,453	-	9,515,453	-
Total	9,515,453	-	9,515,453	-

Notes:

- Loan shown above to subsidiary fall under the category of Loans and Advances in nature of Loans where there is no repayment schedule and are repayable on demand.
- Loan to employees as per Company's policy is not considered.

b) Investment by the loanee in the share of the Company

None of the loanees and loanees of subsidiary Companies has, per se, made investments in Shares of the Company.



28 Related Party Disclosures

(A) Related Parties and transactions with them during the year as identified by the Management are are given below:

(i) Holding Company and Shareholders having significant influence

- Delta Corp Limited (DCL) - Holding Company (from 24.05.2013)
- Mohit Lalvani (ML) - Shareholder
- Mandira Lalvani (MDL) - Shareholder

(ii) Direct Subsidiary

- Buddy Communications & Productions Pte. Ltd. (BCP) (from 08.04.2013)

(iii) Key Management Personnels (KMP)

- Mohit Lalvani (ML) - Director
- Mandira Lalvani (MDL) - Director

(iv) Other Related Parties where common control exists

- Highstreet Cruises & Entertainment Private Limited (HCEPL)
- Victor Hotels and Motels Limited (VHML) - merged with Delta Corp Limited w.e.f. 01.10.2014

(v) Individuals having Voteing Power Directly/Indirectly which gives them significant influence

- Mr. Jaydev Mody (JM)
- Mrs. Zia Mody (ZM)

(vi) Enterprises over which person mentioned in (v) above exercises significant influence

- AZB and Partners (AZB)
- AAA Holding Trust (AAAHT)



Particulars of Transactions	Holding Company and Shareholders having significant influence		Subsidiary		Other Related Parties where common control exists		Enterprises over which person mentioned in (v) above exercises significant influence		Total	
	13-14	12-13	13-14	12-13	13-14	12-13	13-14	12-13	13-14	12-13
Issue of Equity Shares at Par										
ML	-	100,000	-	-	-	-	-	-	-	100,000
MDL	-	100,000	-	-	-	-	-	-	-	100,000
DCL	300,100	-	-	-	-	-	-	-	300,100	-
Total	300,100	200,000	-	-	-	-	-	-	300,100	200,000
Investment in Shares										
BCP	-	-	90	-	-	-	-	-	90	-
Total	-	-	90	-	-	-	-	-	90	-
ICD Taken										
DCL	15,210,000	50,000	-	-	-	-	-	-	15,210,000	50,000
ML	-	100,000	-	-	-	-	-	-	-	100,000
Total	15,210,000	150,000	-	-	-	-	-	-	15,210,000	150,000
Services Provided										
VHML	-	-	-	-	400,770	-	-	-	400,770	-
DCL	724,815	-	-	-	-	-	-	-	724,815	-
HCEPL	-	-	-	-	181,709	-	-	-	181,709	-
Total	724,815	-	-	-	582,479	-	-	-	1,307,294	-
ICD Repayment										
DCL	-	100,000	-	-	-	-	-	-	-	100,000
Total	-	100,000	-	-	-	-	-	-	-	100,000
Loans Given										
BCP	-	-	9,224,935	-	-	-	-	-	9,224,935	-
Total	-	-	9,224,935	-	-	-	-	-	9,224,935	-
Interest Income										
BCP	-	-	290,518	-	-	-	-	-	290,518	-
Total	-	-	290,518	-	-	-	-	-	290,518	-
Interest Expense										
DCL	410,976	-	-	-	-	-	-	-	410,976	-
Total	410,976	-	-	-	-	-	-	-	410,976	-
Professional Fees Paid										
AZB	-	-	-	-	-	-	3,876	-	3,876	-
Total	-	-	-	-	-	-	3,876	-	3,876	-
Rent Paid										
AAAHT	-	-	-	-	-	-	573,036	-	573,036	-
Total	-	-	-	-	-	-	573,036	-	573,036	-
Closing Balance as on 31st March										
ICD Taken										
DCL	15,579,878	-	-	-	-	-	-	-	15,579,878	-
ML	100,000	100,000	-	-	-	-	-	-	100,000	100,000
Total	15,679,878	100,000	-	-	-	-	-	-	15,679,878	100,000
ICD Given										
BCP	-	-	9,515,453	-	-	-	-	-	9,515,453	-
Total	-	-	9,515,453	-	-	-	-	-	9,515,453	-
Trade Receivables										
DCL	1,178,377	-	-	-	-	-	-	-	1,178,377	-
Total	1,178,377	-	-	-	-	-	-	-	1,178,377	-
Trade Payables										
AAAHT	-	-	-	-	-	-	515,731	-	515,731	-
Total	-	-	-	-	-	-	515,731	-	515,731	-



29 **Employee Benefits**

Disclosure required under Accounting Standard - 15 (revised 2005) for "Employee Benefits" are as under:

- i) The Company has recognized the expected liability arising out of the compensated absence as at 31st March, 2014 based on actuarial valuation carried out using the Project Credit Method.
- ii) The below disclosure have been obtained from independent actuary. The other disclosures are made in accordance with AS – 15 (revised) pertaining to the Defined Benefit Plan is as given below :

(Amount in Rupees)

Sr. No.	Particulars	Gratuity Unfunded		Leave Encashment Unfunded	
		2013-14	2012-13	2013-14	2012-13
1	Assumptions: Discount Rate Salary Escalation	9.03% 7.00%	- -	9.03% 7.00%	- -
2	Changes in Present Value of Obligations: Present Value of Obligations as at Beginning of the Year Interest Cost Current Service Cost Benefit Paid Actuarial (Gain) / Loss on Obligations Present Value of Obligations as at End of the Year	- - 26,350 - - 26,350	- - - - -	- - 42,954 - - 42,954	- - - - - -
3	Actuarial (Gain) / Loss Recognized: Actuarial (Gain) / Loss for the Year - Obligation Actuarial (Gain) / Loss for the Year - Plan Assets Total (Gain) / Loss for the Year Actuarial (Gain) / Loss Recognized in the Year	- - - -	- - - -	- - - -	- - - -
4	Amount Recognized in the Balance Sheet: Liability at the End of the Year Fair value of Plan Assets at the End of the Year Difference Amount Recognized in the Balance Sheet	(26,350) - (26,350) (26,350)	- - - -	(42,954) - (42,954) (42,954)	- - - -
5	Expenses Recognized in the Statement of Profit and Loss: Current Service Cost Interest Cost Actuarial (Gain) or Loss Expenses Recognized in the Statement of Profit and Loss	26,350 - - 26,350	- - - -	42,954 - - 42,954	- - - -
6	Balance Sheet Reconciliation: Opening Net Liability Expenses as Above Employer's Contribution Benefit Paid Closing Net Liability	- 26,350 - - 26,350	- - - -	- 42,954 - - 42,954	- - - - -
7	Data: Average Age of Employees Average Salary of Employees Per Month	31.50 Years 156,600	- -	31.50 Years 156,600	- -



30 Additional Information Pursuant to the Provisions of Paragraphs 3, 4C and 4D of Part II of Schedule VI to the Companies Act, 1956

Expenditure in Foreign Currency

(Amount in Rupees)

Particulars	2013-14	2012-13
Travelling Expenses	51,659	-
Investment in Foreign Subsidiary	90	-
Loan to Foreign Subsidiary	9,222,935	-
Licence Fees	930,010	-
Total	10,204,694	-

Earnings in Foreign Currency

(Amount in Rupees)

Particulars	2013-14	2012-13
Interest Income on Loan to Foreign Subsidiary	290,518	-
Total	290,518	-



For and on Behalf of Board of Directors

[Signature]
Director

[Signature]
Director

Mumbai: 26th May, 2014