

RELIANCE

Broadcast Network

**Annual Report
2016- 17**



Padma Vibhushan
Shri Dhirubhai H. Ambani
(28th December, 1932 - 6th July, 2002)
Reliance Group - Founder and Visionary

Reliance Broadcast Network Limited

Board of Directors	Contents	Page No.
Shri Anil Sekhri – (DIN: 00506790)		
Shri Darius Kakalia – (DIN: 00029159)	Notice of Annual General Meeting	4
Smt. Anuprita Daga – (DIN: 07771460) (appointed with effect from June 26, 2017)		
Smt. Shubhdarshini Ghosh – (DIN: 07191985) (ceased with effect from March 02, 2017)	Directors' Report	7
	Independent Auditors' Report on the Financial Statement	22
	Balance Sheet	26
Key Managerial Personnel		
Shri Tarun Katial – Chief Executive Officer		
Shri Asheesh Chatterjee – Chief Financial Officer	Statement of Profit and Loss	27
Smt. Shikha Kapadia – Company Secretary (ACS No.: 20733)		
	Cash Flow Statement	28
Auditors		
M/s. Chaturvedi & Shah	Notes to the Financial Statement	29
Registered Office	Independent Auditors' Report on the Consolidated Financial Statement	51
401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053 CIN: U64200MH2005PLC158355 Tel. : +91 22 6245 8585 Fax : +91 22 6245 8588 E-mail: investors@reliancebroadcast.com Website: www.reliancebroadcast.com	Consolidated Balance Sheet	54
	Consolidated Statement of Profit and Loss	55
Registrar and Transfer Agent	Consolidated Cash Flow Statement	56
Karvy Computershare Private Limited Karvy Selenium Tower – B Plot No. 31 & 32, Survey No. 116/22, 115/24, 115/25 Financial District, Nanakramguda, Hyderabad 500 032 Website: www.karvy.com	Notes to the Consolidated Financial Statement	58
Investor Helpdesk	Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures	85
Toll free no. (India) : 1800 4250 999		
Tel. : +91 40 6716 1500		
Fax : +91 40 6716 1791	Attendance Slip and Proxy Form	87
E-mail : rbnl@karvy.com		

13th Annual General Meeting on Thursday, September 28, 2017 at 10:00 A.M. at Auditorium, Reliance Energy Management Institute, 19 Aarey Colony, Jogeshwari Vikhroli Link Road, Opp. SEEPZ, Mumbai 400 065

This Annual Report can be accessed at www.reliancebroadcast.com

Reliance Broadcast Network Limited

Notice

Notice is hereby given that the 13th Annual General Meeting of the Members of **Reliance Broadcast Network Limited** will be held on Thursday, September 28, 2017 at 10:00 A.M., at Auditorium, Reliance Energy Management Institute, 19 Aarey Colony, Jogeshwari Vikhroli Link Road, Opp. SEEPZ, Mumbai 400 065, to transact the following business:

Ordinary Business:

- To consider and adopt:
 - the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon, and
 - the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon.
- To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT M/s. Chaturvedi & Shah, Chartered Accountants (Firm Registration No. 101720W), be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as shall be fixed by the Board of Directors."

Special Business:

3. Appointment of Ms. Anuprita Daga as a Director liable to retire by rotation

To consider and, if thought fit, to pass the following resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), Ms. Anuprita Daga (DIN: 07771460) who was appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Act, subject to the approval of Ministry of Information & Broadcasting (MIB), the Grant of Permission Agreement entered by the Company with MIB and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation, subject to her appointment being approved by MIB."

4. Private Placement of Non-Convertible Debentures and/or other Debt Securities

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association

of the Company, the Securities and Exchange Board of India (SEBI) (Issue and Listing of Debt Securities) Regulations, 2008, as amended, and other applicable SEBI regulations and guidelines, and subject to such other applicable laws, rules and regulations and guidelines, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee which the Board may constitute to exercise its powers, including the powers conferred by this Resolution) for making offer(s) or invitation(s) to subscribe to Secured/Unsecured / Redeemable Non-Convertible Debentures (NCDs) including but not limited to subordinated Debentures, bond, and/or other debt securities, etc., on a private placement basis, in one or more tranches, within the overall borrowing limits of the Company, as may be approved by the Members from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board/Committee be and is hereby authorised to determine the terms of issue including the class of investors to whom NCDs are to be issued, time of issue, securities to be offered, the number of NCDs, tranches, issue price, tenor, interest rate, premium/discount, listing and to do all such acts and things and deal with all such matters and take all such steps as may be necessary and to sign and execute any deeds/documents/undertakings/agreements / papers / writings, as may be required in this regard."

By Order of the Board of Directors

Shikha Kapadia
Company Secretary

Registered Office:
401, 4th Floor, INFINITI
Link Road, Oshiwara
Andheri West, Mumbai 400 053
CIN: U64200MH2005PLC158355
Website: www.reliancebroadcast.com

August 30, 2017

Notes:

- Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting (the "Meeting") is annexed hereto.
- A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of herself / himself and the proxy need not be a member of the Company. The instrument appointing the Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before commencement of the Meeting. A Proxy form is sent herewith.**
- A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. However, a member holding more

Notice

- than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of their board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
 5. Members / Proxies are requested to bring their duly filled attendance slip sent herewith along with their copy of the annual report to the Meeting.
 6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
 7. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
 8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays between 11:00 A.M. and 1:00 P.M. up to the date of the Meeting.
 9. Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its Registrar and Transfer Agent cannot change bank particulars or bank mandates for shares held in electronic form.
 10. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company / Registrar and Transfer Agent, Karvy Computershare Private Limited
 11. Non-Resident Indian members are requested to inform Karvy Computershare Private Limited immediately on:
 - a. the change in the residential status on return to India for permanent settlement; and
 - b. the particulars of the bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank, if not furnished earlier.
 12. Members are requested to fill in and submit online the Feedback Form provided in the 'Contact Us' section on the Company's website www.reliancebroadcast.com to aid the Company in its constant endeavour to enhance the standards of service to investors.
 13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Transfer Agent.
 14. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form SH-13 duly filled in to Karvy Computershare Private Limited, Karvy Selenium, Tower – B, Plot No. 31 & 32, Survey No. 116/22, 115/24, 115/25, Financial District, Nanakramguda, Hyderabad – 500 032, or call on Toll free no. 1800 4250 999; Tel.: +91 40 6716 1500; Fax: +91 40 6716 1791/ E-mail: rbln@karvy.com. The prescribed form in this regard may also be obtained from Karvy Computershare Private Limited at the address mentioned above. Members holding shares in electronic form are requested to contact their Depository Participant directly for recording their nomination.
 15. Members who hold shares in physical form, in multiple folios, in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar and Transfer Agent for consolidation into a single folio.
 16. Members who have not registered their E-mail addresses so far are requested to register their E-mail address so that they can receive the Annual Report and other communications from the Company electronically.
 17. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder, the Company is offering e-voting facility to all Members of the Company through Notice dated August 30, 2017 (remote e-voting). A person, whose name is recorded in the register of members or in the register of beneficial owner (in case of electronic shareholding) maintained by the depositories as on the cut-off date i.e. September 21, 2017 only shall be entitled to avail the facility of remote e-voting / voting. Karvy Computershare Private Limited, our Registrar and Transfer Agent will be facilitating remote e-voting to enable the Members to cast their votes electronically. The Members can cast their vote online from 10:00 A.M. on September 25, 2017 to 5:00 P.M. on September 27, 2017. The Members shall refer to the detailed procedure on remote e-voting given in the e-voting instruction slip.
- The facility for voting shall also be available at the Meeting. The members who have cast their votes by remote e-voting prior to the Meeting may also attend the Meeting, but shall not be entitled to cast their votes again at the meeting.
- The Board of Directors have appointed Shri Anil Lohia, Partner or in his absence Shri Rinkit Kiran Uchat, Partner, M/s. Dayal & Lohia, Chartered Accountants as the Scrutiniser to scrutinise the voting process in a fair and transparent manner. The Scrutiniser will submit his report to the Chairman of the Meeting after completion of the scrutiny and the results of voting will be announced after the Meeting of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting. The result of the voting will be posted on the website of the Company at www.reliancebroadcast.com and on the website of Karvy Computershare Private Limited.
18. The route map showing directions to reach the venue of the Meeting is annexed.

Reliance Broadcast Network Limited

Statement pursuant to Section 102 (1) of the Companies Act, 2013, to the accompanying Notice dated August 30, 2017.

Item No. 3: Appointment of Ms. Anuprita Daga as a Director liable to retire by rotation.

Ms. Anuprita Daga was appointed as an Additional Director (Woman Director) of the Company with effect from June 26, 2017 subject to the approval of Ministry of Information & Broadcasting (MIB). Pursuant to Section 161 of the Companies Act, 2013 (the "Act") Ms. Anuprita Daga holds office up to the date of the ensuing Annual General Meeting.

As required under Section 160 of the Act, the Company has received a notice in writing from a member along with the requisite amount of deposit proposing the candidature of Ms. Anuprita Daga as Woman Director liable to retire by rotation under the provision of Section 149 and Section 152 of the Act. Further it is hereby informed to the Members that her appointment as Director on the Board of the Company is subject to the approval of MIB.

The Nomination and Remuneration Committee of the Board of Directors of the Company has recommended the appointment of Ms. Anuprita Daga as Woman Director liable to retire by rotation. She is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as Director.

Brief Profile of Ms. Anuprita Daga is as follows:

Ms. Anuprita Daga, aged 45 years, has done her Bachelor of Engineering in Computers from Amravati University. She is currently working with Reliance Capital Limited as Chief Information Security Officer and is associated with Reliance Anil Dhirubhai Ambani Group for more than 10 years. Before that she has work experience of around 12 years with financial services, IT consulting and academic.

She has impressive skills and expertise in the field of Management, Information Security, Risk Management, Information Technology and worked on various innovative projects pertaining to financial services domain.

She has been recognized as Global Top 100 Chief Information Security Officer 2017, as per the study conducted by Hot Topics, in partnership with F5 Networks and was in receipt of various other Industry awards.

Save and except Ms. Anuprita Daga, and her relatives none of the other Directors and Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4: Private Placement of Non-Convertible Debentures and/or other Debt Securities.

As per the provisions of Section 42 of the Companies Act, 2013 (the "Act") and its Rules thereunder, a Company offering or making an invitation to subscribe to redeemable secured/unsecured Non-Convertible Debentures (NCD's) on a private placement basis is required to obtain the prior approval of the Members by way of a Special Resolution. Such approval by a Special Resolution can be obtained once a year for all the offers and invitations for such NCD's to be made during the year.

NCD's including subordinated debentures, bonds and/or other debt securities, etc. issued on a private placement basis constitute a significant source of borrowings for the Company.

It is proposed to offer or invite subscriptions for NCD's including subordinated debentures, bonds, and/or other debt securities, etc., on private placement basis, in one or more tranches, within the overall borrowing limits of the Company, as may be approved by the Members from time to time, with authority to the Board to determine the terms and conditions, including the issue price of the NCD's, interest, repayment, security or otherwise, as it may deem expedient and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of the Resolution. Accordingly, the approval of the Members is being sought by way of a Special Resolution under Section 42 and other applicable provisions, if any, of the Act and its rules thereunder as set out in Item No. 4 appended to this Notice.

None of the Directors, Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding in the Company, if any.

The Board accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members.

By Order of the Board of Directors

Shikha Kapadia
Company Secretary

Registered Office:
401, 4th Floor, INFINITI
Link Road, Oshiwara
Andheri West, Mumbai 400 053
CIN: U64200MH2005PLC158355
Website: www.reliancebroadcast.com

August 30, 2017

Directors' Report

Dear Shareowners,

Your Directors have pleasure in presenting the 13th Annual Report and the audited financial statement for the financial year ended March 31, 2017.

Financial Results

The standalone performance of the Company for the financial year ended March 31, 2017 is summarised below:

Particulars	Financial Year ended	*Financial Year ended
	March 31, 2017	March 31, 2016
	(₹ in Lakhs)	(₹ in Lakhs)
Total income	39,850.08	43,328.39
Gross profit/(loss) before depreciation, amortisation and exceptional items	2,440.83	7,249.98
Less:		
a. Depreciation and amortization	2,617.78	2,790.23
b. Exceptional items and other adjustments	63,524.96	-
Profit/(Loss) before tax	(63,701.91)	4,459.75
Less: Provision for:		
Current tax/Excess provision for Tax of earlier years	-	-
Profit/(Loss) after tax	(63,701.91)	4,459.75
Add : Balance brought forward from previous year	(37,128.88)	(38,837.10)
Profit/(Loss) available for appropriation		
Effect of changes in depreciation as per Companies Act, 2013	-	-
Appropriations:		
Proposed Dividend on equity shares	-	-
Dividend Tax	-	-
Transfer (from) /to General Reserve	-	-
Transfer to Debenture Redemption Reserve	-	2,751.53
Balance carried to Balance Sheet	(100,830.79)	(37,128.88)

*Figures of previous year have been regrouped and reclassified, wherever required

Status of Company's Affairs

Radio Business

The Company has entered into two Business Transfer Agreements, dated November 23, 2016 with:

- Vrushvik Entertainment Private Limited ('VEPL'), a fellow subsidiary to transfer its undertaking comprising of 45 radio stations along with all its associated assets and liabilities.
- Azalia Media Services Private Limited ('AMSPL'), a fellow subsidiary to transfer its undertaking comprising of 14 radio stations along with all its associated assets and liabilities.

The aforesaid transactions were approved by the Shareholders of the Company on February 18, 2017 by way of a special resolution passed through Postal Ballot.

Further VEPL and AMSPL have entered into a Share Purchase and Shareholders' Agreement with Zee Media Corporation Limited (ZMCL) for transfer of its equity shareholding up to 49% to ZMCL. The said acquisition has put/call option whereby ZMCL can increase its stake up to 100%.

The closure of these Agreements are subject to necessary regulatory approvals and fulfillment of other conditions.

Television Business

The Company has also entered into a Demerger agreement dated November 23, 2016 for demerger of television broadcasting business and content business divisions carried out by the subsidiaries and group company into Zee Entertainment

Enterprises Limited with effect from the Appointed Date that is close of business hours on March 31, 2017.

The Composite Scheme of Arrangement in this regards has been filed with Hon'ble National Company Law Tribunal (NCLT). The said Scheme has been approved vide NCLT order dated July 13, 2017.

Dividend

During the year under review, the Board of Directors has not recommended any dividend on the equity shares of the Company.

Business Operations

The year 2016-2017 began with BIG FM completing 10 successful years in the industry. We moved forward even more zealously to continue with the legacy of the most popular brands in the radio industry.

Utilising the power of radio to its utmost potential, we continued to build a strong sense of awareness among the masses through our intellectual properties that were aimed towards the betterment of the society. World Environment Day (More trees, less pollution messaging), 9th Edition of BIG Green Ganesha (Care for the environment by adopting eco-friendly practices), newly launched - Be Santa, Dil Daria (Spreading joy among underprivileged kids by donating gifts and other utilities) and World Population Day (Adoption Drive) all these activities impactfully drove our network's ideology of providing entertainment with a cause.

Reliance Broadcast Network Limited

Directors' Report

In addition to continuing with our year-old consumer-led spike 'BIG Birthday Game', we launched a couple of new properties such as 'BIG City Pride Awards' and 'Hit Thhe Hit Rahenge Awards'. The format of choosing one's own city's pride, struck the right chord with the listeners. In addition to that, the recognition bestowed upon the artists of the golden era strengthened our position in the retro format space. Following 4 successful seasons of on-air singing reality hunt, 'BIG Golden Voice', this time we replicated the format for the young guns. We provided a chance to wonder kids of our nation to showcase their singing talent with the launch of 'BIG Golden Voice Junior'. It received immense participation even from the remotest corners of the nation.

Over the year, BIG FM has re-positioned strategies across stations, all as per the relevance, changing dynamics and the demand of the city. We have been able to provide listeners with shows across diverse categories such as BIG Music Highway (Bringing folk music from different corners of the country on one platform), Uncensored with Anirudh (Bold show, providing a platform to discuss important topics that otherwise are considered as taboo), Film Aaj Kal (An interesting analogy between the films made today and in the past) and Jo Jeeta Wahi Sikandar (Cricket based).

BIG FM set the trend of celebrity RJs in the radio industry by on-boarding actors, musicians, anchors as radio Jockeys based on the theme of the shows. Celebrities were onboarded to make a larger impact in the minds of the listeners and form a deeper connect. BIG Radio Reel Countdown with Anu Malik, #Salim with Salim Merchant, Morning Cha with Manav Gohil and Lamhe with Mantra form a bouquet of interesting offerings by BIG FM and has become the most loved shows since their launch.

We have had our share of high points this year as well with the introduction of innovative concepts. Kishore Unlimited, our brainchild for celebrating legendary Kishore Da's Birthday, by playing best concerts of Kishore Da for a week, grabbed attention of the listeners, media and stakeholders alike. Also, our video innovation for 'New Music Promise', on the occasion of Independence Day was a step ahead in every aspect, as it utilised the power of radio and technology to capacity, while delivering the thought behind it effectively.

The landmark achievement of the year was the launch of our new 14 test signals, at once, followed by the stations going live and taking up the onus of spreading awareness around women safety and dowry.

The radio network continued with its winning streak at the prestigious award events, both nationally and globally. We bagged 13 Gold at India Radio Forum, 5 awards at Golden Mikes, 6 at Asian Customer Engagement Forum & Awards, 9 Abby awards, 2 Silver and 9 finalist certificates at the international awards platform New York Festival.

BIG Magic, a variety entertainment channel has entertained the viewers with its compelling and engaging show concepts. With its newly launched shows across genres, BIG Magic became one stop entertainment channel for the male and kid's audience. Captivating storyline of Baal Krishna, Akbar Birbal continued to form the highlight of the network in the 3rd quarter (FY 17). The 4th quarter (FY 17) up till now witnessed back to back launch of new shows such as Rudra Ke Rakshak, Chakradhari Ajaya Krishna, Shauray Veer Eklavya Ki Gatha, Cheekh – Ek Khaufnak Sach and Khaki Ek Vachan ; all garnering good viewership among its respective Target Audience.

BIG Ganga is the No. 1 regional GEC channel of Bihar, Jharkhand and Purvanchal with 58% supreme market share in viewership.

(Source: BARC. Period: wk06'17-wk13'17, Market: Bihar & Jharkhand)

With the channel's deep understanding of the region's socio-cultural fabric, it has always delivered original content based on the audience's demand. It taps into the insights of Religion (Devotion & Bhakti); Reality (Game Shows, Social), Family Movies and Fiction. Popular shows like 'Prabhu Sang Preet Lagai,' 'Bhakti Sagar,' 'Jai Chathi Mayi,' 'Ganag Sankrant,' 'Jai Baba Baijnath,' 'Big MemSaab,' 'Hindustan Ka BIG Star,' 'Biraha Muquabla,' amongst others, resonated well with the local audience since it offered meaningful content along with family entertainment. One of our biggest singing reality on-air programs, "Biraha Muquabla" garnered 121 GVTs while other top viewed shows, Maha Shakti and Bhakti Sagar gained 169 and 125 GVTs respectively. (Source: BARC. Avg Weekly Impressions'000s, Period: Apr'16-Apr'17).

Deposits

The Company has neither accepted nor renewed any fixed deposits during the year. There are no unclaimed deposits, unclaimed /unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2017.

Depository system

Your Company's equity shares are available for dematerialisation through National Securities Depository Limited and Central Depository Services (India) Limited. As on March 31, 2017, 99.96 per cent of the equity shares of your Company were held in demat form.

Particulars of Loans, Guarantees or Investments

Particulars of loans given, investment made, guarantees given and securities provided are provided in the standalone financial statement (Please refer to Note no. 14, 19, 13 and 39 respectively to the standalone financial statement).

Subsidiaries, joint venture or associate companies

The Company continues to be a subsidiary of Reliance Land Private Limited.

During the year under review, the following companies became the subsidiaries of the Company:

Vrushvik Broadcast Network Private Limited (w.e.f. June 30, 2016), Azalia Media Services Private Limited (w.e.f. October 25, 2016) and Vrushvik Entertainment Private Limited (w.e.f. October 27, 2016) became a subsidiary of the Company.

Further, during the year under review, the following companies ceased to be subsidiaries of the Company:

Vrushvik Entertainment Private Limited and Azalia Media Services Private Limited w.e.f. November 18, 2016; Cinestar Advertising Private Limited, Wavelength Television Private Limited, Azalia Boardcast Private Limited and Azalia Distribution Private Limited w.e.f. January 2, 2017; and Reliance TV US LLC, Georgeville Television LLC and GVTV DevCo LLC w.e.f. March 31, 2017.

Pursuant to the order dated July 05, 2017 of the Hon'ble National Company Law Tribunal in the matter of the Scheme of Amalgamation of Innovative Insurance Services Limited ('IISL'), Cinestar Advertising Private Limited ('CAPL') and Wavelength Television Private Limited ('WTPL') with Vrushvik Broadcast Network Private Limited (VBNPL) and their respective

Directors' Report

Shareholders ("Scheme"), IISL, CAPL and WTPL have been amalgamated with VBNPL with effect from the Appointed Date i.e. February 1, 2017. Hence Azalia Broadcast Private Limited and Azalia Distribution Private Limited, subsidiaries of CAPL and WTPL respectively became the subsidiary of VBNPL and the Company.

A report on the performance and financial position of each of the subsidiary company as per the Companies Act, 2013 (the "Act") is provided in the consolidated financial statement.

Consolidated Financial Statement

The Audited Consolidated Financial Statement for the financial year ended March 31, 2017 based on the financial statement received from subsidiary companies, as approved by their respective Board of Directors have been prepared in accordance with Accounting Standard (AS) - 21 on 'Consolidated Financial Statements', notified under the Act, read with the Accounting Standards Rules as applicable.

Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed under the Act.

Shri Pradeep Shah and Ms. Shubhadarshini Ghosh ceased to be Directors with effect from May 10, 2016 and March 02, 2017 respectively. The Board places on record its deep sense of appreciation for the valuable contribution made by them during their tenure as Director of the Company.

The Board has appointed Ms. Anuprita Daga as an Additional Director (Woman Director) of the Company w.e.f. June 26, 2017 subject to the approval of Ministry of Information and Broadcasting. She will hold office till the ensuing Annual General Meeting. The Company has received notice in writing from a member proposing her candidature for the office of the Director liable to retire by rotation.

Key Managerial Personnel

During the year, there was no change in the Key Managerial Personnel.

Evaluation of Directors, Board and Committees

The Company has devised a policy for performance evaluation of the individual directors, Board and its Committees, which includes criteria for performance evaluation.

Pursuant to the provisions of the Act, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of the Committees of the Board. The Board performance was evaluated based on inputs received from all the Directors after considering criteria such as Board composition and structure, effectiveness of Board/Committee processes, and information provided to the Board, etc. A separate meeting of the Independent Directors was also held during the year for the evaluation of the performance of non-independent director and performance of the Board as a whole.

The Nomination and Remuneration Committee has also reviewed the performance of the individual directors based on their knowledge, level of preparation and effective participation in Meetings, understanding of their roles as directors etc.

Policy on appointment and remuneration for Directors, Key Managerial Personnel and Senior Management Employees

The Nomination and Remuneration Committee of the Board has devised a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management Employees and their Remuneration. The Committee has formulated the criteria for determining qualifications, positive attributes and independence of a Director. The policy on the above is attached as Annexure - A.

Directors' Responsibility Statement

Pursuant to the requirements under Section 134(5) of the Act with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i. In the preparation of the annual financial statement for the financial year ended March 31, 2017, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- ii. The Directors had selected such accounting policies and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the loss of the Company for the year ended on that date;
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors had prepared the annual financial statements for the financial year ended March 31, 2017 on a 'going concern' basis.
- v. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Contracts and Arrangements with Related Parties

All contracts /arrangements/ transactions entered into/ by the Company during the financial year under review with related parties were on an arm's length basis and in the ordinary course of business. There were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interest of the Company at large.

None of the Directors has any pecuniary relationship or transactions vis-a vis the Company.

The details of related party transactions are disclosed in Notes to Accounts.

Material Changes and Commitments, if any, affecting the financial position of the Company

There was no material changes and commitments affecting the financial position of the Company.

Reliance Broadcast Network Limited

Directors' Report

Meetings of the Board

During the year, six Board Meetings were held on April 13, 2016; August 10, 2016; August 24, 2016; September 14, 2016; November 23, 2016; and March 01, 2017. The attendance of Board Members during these meetings have been provided below:

Name of the Director	Number of Board meetings attended
Shri Anil Sekhri	6
Shri Darius Kakalia	5
Shri Pradeep Shah*	-
Ms. Shubhdarshini Ghosh*	5

#Ceased to be a director with effect from May 10, 2016

*Ceased to be a director with effect from March 02, 2017

Committees of Directors

The Company has constituted various committees of the Board, namely, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee.

Composition of Board Level Committees:-

A) Audit Committee

The Audit Committee was last reconstituted on June 26, 2017, it comprises of Shri Anil Sekhri (Independent Director) as Chairman, Shri Darius Kakalia (Independent Director) and Ms. Anuprita Daga (Non-executive Director) as its members.

The terms of reference of the Audit Committee are in accordance with the provisions of the Act, as amended from time to time. During the year, all recommendations made by the Audit Committee were accepted by the Board.

The Audit Committee met two times during the financial year i.e. August 24, 2016 and November 23, 2016, the details of the attendance of members during such meetings are as follows:

Name of the Member	Number of meetings attended
Shri Anil Sekhri	2
Shri Darius Kakalia	1
Ms. Shubhdarshini Ghosh*	2

*Ceased to be a member with effect from March 02, 2017

B) Nomination and Remuneration Committee

The Nomination and Remuneration Committee was last reconstituted on June 26, 2017, it comprises of Shri Anil Sekhri (Independent Director) as Chairman, Shri Darius Kakalia (Independent Director) and Ms. Anuprita Daga (Non-executive Director) as its members.

The terms of reference of Nomination and Remuneration Committee are in accordance with the provisions of the Act, as amended from time to time.

The Nomination and Remuneration Committee met one time during the financial year i.e. April 13, 2016, the details

of the attendance of members during such meetings are as follows:

Name of the Member	Number of meetings attended
Shri Anil Sekhri	1
Shri Darius Kakalia	1
Shri Pradeep Shah*	0

*Ceased to be a member with effect from May 10, 2016

C) Stakeholders Relationship Committee

The Stakeholders Relationship Committee was last reconstituted on June 26, 2017, it comprises of Shri Anil Sekhri (Independent Director) as Chairman, Shri Darius Kakalia (Independent Director) and Ms. Anuprita Daga (Non-executive Director) as its members.

The terms of reference of Stakeholders Relationship Committee are in accordance with the provisions of the Act, as amended from time to time.

The Stakeholders Relationship Committee met one time during the financial year i.e. August 10, 2016, the details of the attendance of members during such meetings are as follows:

Name of the Member	Number of meetings attended
Shri Anil Sekhri	1
Shri Darius Kakalia	1
Ms. Shubhdarshini Ghosh*	0

*Ceased to be a member with effect from March 02, 2017

D) Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was last reconstituted on June 26, 2017 and comprises of Shri Anil Sekhri (Independent Director) as Chairman, Shri Darius Kakalia (Independent Director) and Ms. Anuprita Daga (Non-executive Director) as its members.

The terms of reference of Corporate Social Responsibility Committee are in accordance with the provisions of the Act, as amended from time to time.

The Corporate Social Responsibility Committee met one time during the financial year i.e. August 24, 2016, the details of the attendance of members during such meetings are as follows:

Name of the Member	Number of meetings attended
Shri Anil Sekhri	1
Shri Darius Kakalia	1
Ms. Shubhdarshini Ghosh*	0

*Ceased to be a member with effect from March 02, 2017

Auditors and Auditors' Report

M/s. Chaturvedi & Shah, Chartered Accountants, the Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

Directors' Report

The Company has received letter from M/s. Chaturvedi & Shah, Chartered Accountants, to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3) of the Act and that they are not disqualified from appointment as Statutory Auditors of the Company.

Your Directors have therefore proposed to appoint M/s. Chaturvedi & Shah, Chartered Accountants, as Statutory Auditors of the Company, subject to the approval of the members at the ensuing Annual General Meeting.

The observations and comments given by Auditors in their report read together with notes on financial statements are self explanatory and hence do not call for any further comments under Section 134 of the Act.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s. Bhatt & Associates, Company Secretaries LLP, to undertake the Secretarial Audit of the Company. There is no qualification, reservation or adverse remark made in the Secretarial Audit Report. The Audit Report of the Secretarial Auditor is attached as Annexure – B.

Extract of Annual Return

Extract of the Annual Return of the Company in form MGT – 9 is attached as Annexure – C.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

As the Company is a multi-media entertainment Company and does not involve in any manufacturing activity, most of the information as required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable. However, the information as applicable has been given in the Annexure – D forming part of this Report.

Vigil Mechanism

Pursuant to Section 177 (9) of the Act and Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014, the Company has a vigil mechanism policy named Whistle Blower Policy.

It is affirmed that no personnel has been denied access to the Audit Committee.

Risk Management Policy

The Company has laid down a robust Risk Management Policy, defining Risk profiles involving Strategic, Technological, Operational, Financial Organizational, Legal and Regulatory risks within a well defined framework. The Risk Management Policy acts as an enabler of growth for the Company by helping its businesses to identify the inherent risks, assess, evaluate and monitor these risks continuously and undertake effective steps

to manage these risks. The Board reviews periodically the risk assessment and minimization procedures in the areas of business.

Compliance with provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to uphold and maintain the dignity of woman employees and it has in place a policy which provides for protection against sexual harassment of women at work place and for prevention and redressal of such complaints. During the year 1 (one) such complaint was received which was disposed off/appropriately actioned within the statutory timelines.

Corporate Social Responsibility

The Company has constituted Corporate Social Responsibility Committee in compliance with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Corporate Social Responsibility Committee has formulated a Corporate Social Responsibility Policy ('CSR Policy') indicating the activities ('CSR Activity') to be undertaken by the Company. The CSR Policy may be accessed on the Company's website at the link: http://www.reliancebroadcast.com/corporate_sr/corporate_sr.html

The annual report on CSR activities is annexed as Annexure – E.

Order, if any, passed by Regulator or Courts or Tribunals

No orders have been passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations.

Internal Financial Controls and their adequacy

The Company has in place adequate internal financial controls across the organisation. The same is subject to periodic review. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

Acknowledgement

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from shareholders, debenture holders, debenture trustees, bankers, financial institutions, regulatory bodies and other business constituents during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff during the year.

For and on behalf of the Board of Directors

Anil Sekhri
Director

Anuprita Daga
Director

Mumbai
August 30, 2017

Policy on appointment and remuneration for Directors, Key Managerial Personnel and Senior Management Employees

1. Introduction

- 1.1 Reliance Broadcast Network Limited considers human resources as invaluable assets of the Company. The policy aims to harmonise the aspirations of the directors/ employees with the goals of the Company.
- 1.2 Human capital is a strategic source of value creation and an important asset of our Company. As part of progressive HR Philosophy, it is necessary to have in place a comprehensive Compensation Policy, which is in line with the industry trend and is employee friendly.

2. Objectives

- 2.1 Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate human resources and to run the Company successfully.
- 2.2 Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- 2.3 Ensure that annual compensation review considers industry/ business outlook and strategies adopted by industry peers, differentiates employees based on their merits and also protects employees, particularly those in junior cadre, against inflationary pressures;
- 2.4 Retention of high performers at all levels and those playing critical roles.

3. Scope and Exclusion

The Board has constituted the "Nomination and Remuneration Committee" in line with the requirements under the provisions of the Companies Act, 2013. This Policy sets out the broad guiding principles for the Committee for recommending to the Board for the appointment and remuneration of the directors, key managerial personnel, senior managerial personnel of the Company.

4. Definitions

- 4.1 "Director" means a director appointed to the Board of the Company.
- 4.2 "Key Managerial Personnel" means
 - (i) the Chief Executive Officer or the Managing Director or the Manager;
 - (ii) the Company Secretary;
 - (iii) the Whole-time Director;
 - (iv) the Chief Financial Officer; and
 - (v) such other officer as may be prescribed under the Companies Act, 2013.
- 4.3 "Senior Management" means personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, if any.

5. Policy

5.1. Appointment of Directors/ Key Managerial / Senior Management Personnel

The Nomination and Remuneration Committee, inter alia, considers qualifications, positive attributes, areas of expertise, number of directorships and memberships held in various committees of other companies by such persons for selection. The Board considers the recommendation of the Nomination and Remuneration Committee and takes appropriate decision. The Company also considers the requirement of skills and effectiveness of persons contributing to the Company's business and policy decisions of the Company.

5.2. Remuneration to Directors/ Key Managerial Personnel

- 5.2.1 The remuneration of the Directors/ Managing Directors/ Whole-Time Directors and Managers etc. will be governed as per provisions contained in the Companies Act, 2013 and rules made therein from time to time.
- 5.2.2 Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof as approved by the Board of Directors from time to time. The Non-Executive Directors shall also be entitled to profit related Commission, if approved by the Board, in addition to the sitting fees.
- 5.2.3 The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Directors / Key Managerial Personnel/ Senior Management Personnel of the Company within the overall limits, if any, approved by the shareholders.
- 5.2.4 The remuneration structure shall include the following components:
 - (i) Basic Pay
 - (ii) Perquisites and Allowances
 - (iii) Stock Options, if any.
 - (iv) Commission (Applicable in case of Executive Directors/ Directors)
 - (v) Retiral Benefits
 - (vi) Performance Linked Incentives
- 5.2.5 The Annual Plan, Objectives, financial results of the Company shall be reviewed by the Nomination and Remuneration Committee and Annual Performance Incentives, increment, revision in remuneration etc. will be proposed based on the achievements.

5.3 Remuneration to other employees

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience, performance and prevailing remuneration levels for equivalent jobs.

6. Retention Features as part of Compensation Package

Based on the organizational need for retaining performing employees and those in critical roles, certain retention features may be rolled out as part of the overall compensation package. These may take form of Retention Bonuses (RBs); Special Monetary Programs (SMPs), Long-term Incentives (LTIs), Employee Stock Options etc.

7. Modification and Amendment

The policy is subject to modification, amendment and alterations by the management at any time without assigning any reasons.

Form No. MR-3
Secretarial Audit Report
For the financial year ended March 31, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Reliance Broadcast Network Limited
401, 4th Floor, INFINITI
Link Road, Oshiwara, Andheri West
Mumbai - 400 053

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Reliance Broadcast Network Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on the verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2017 complied with the statutory provisions listed hereunder and also that the Company has followed proper Board - processes and have required compliance - mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the 'Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder for compliance in respect of Overseas Direct Investment. However Foreign Direct Investment and External Commercial Borrowings are not applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable:-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;

We have also examined compliance with applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of the Company Secretaries of India for General Meetings, Board and Committees Meetings (i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee); and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreements, if any, entered into by the Company with BSE Limited and National Stock Exchange of India Limited - Not Applicable.

Reliance Broadcast Network Limited

Directors' Report

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Non – Executive Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice, agenda and detailed notes were given to all Directors to schedule the Board Meetings and a system exist for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The decisions at Board Meetings and Committee Meetings are carried out and recorded in the minutes of the Board of Directors and Committee of the Board accordingly.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

- a. Resignation of Director;
- b. Re-constitution of various Committees;
- c. Issue and Allotment of Non-Convertible Debentures on Private Placement Basis;
- d. Incorporation of wholly owned subsidiary Companies;
- e. The Board has granted approval for Composite Scheme of Arrangement between Reliance Big Broadcasting Private Limited, Big Magic Limited, Azalia Broadcast Private Limited and Zee Entertainment Enterprises Limited and their respective shareholders and creditors;
- f. Sale / Transfer of the Company's Radio Business, on a going concern basis; and
- g. Sale and/or transfer and/or disposal of shares/investments in subsidiaries and/or business of subsidiaries.

For **Bhatt & Associates Company Secretaries LLP**

Mumbai
August 30, 2017

Dhara Dalal
Partner
ACS No.: 36723
COP No.: 18246

FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN

as on the financial year ended March 31, 2017
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i) CIN	U64200MH2005PLC158355
ii) Registration Date	December 27, 2005
iii) Name of the Company	Reliance Broadcast Network Limited
iv) Category / Sub-Category of the Company	Public Company/ Limited by Shares
v) Address of the Registered Office and contact details	401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053 Tel.: +91 22 6245 8585 Fax: +91 22 6245 8588 E-mail : investors@reliancebroadcast.com Website: www.reliancebroadcast.com
vi) Whether listed company	No
vii) Name, address and contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited Karvy Selenium, Tower - B, Plot No. 31 & 32, Survey No. 116/22, 115/24, 115/25 Financial District, Nanakramguda Hyderabad 500 032, Toll free no. : 1800 4250 999 Tel.: +91 40 6716 1500 Fax: +91 40 6716 1791 E-mail: rbnl@karvy.com Website: www.karvy.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business Activities contributing 10 per cent or more of the total turnover of the Company shall be stated:

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Radio Broadcasting	601	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name and address of the Company	CIN / GLN	Holding /Subsidiary /Associate	% of shares held	Applicable Section
(1)	Reliance Land Private Limited Manek Mahal, 6 th Floor, 90 Veer Nariman Road, Mumbai Mumbai City MH 400020	U45201MH1993PTC218677	Holding	73.99	2(46)
(2)	Azalia Distribution Private Limited 401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053	U74990MH2010PTC206706	Subsidiary of VBNPL	100	2(87)
(3)	Azalia Broadcast Private Limited 401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053	U45400MH2007PTC243437	Subsidiary of VBNPL	100	2(87)
(4)	Big Magic Limited 401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053	U74900MH2011PLC216414	Subsidiary	100	2(87)

Reliance Broadcast Network Limited

Directors' Report

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name and address of the Company	CIN / GLN	Holding /Subsidiary /Associate	% of shares held	Applicable Section
(5)	Vrushvik Broadcast Network Private Limited (VBNPL) 401, 4 th Floor, INFINITI Link Road, Oshiwara, Andheri West Mumbai 400 053	U74120MH2012PTC237533	Subsidiary	100	2(87)
(6)	RBN US LLC 1209, Orange Street, City of Wilmington, Delaware, 19801	N.A.	Subsidiary	100	2(87)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2016)				No. of Shares held at the end of the year (March 31, 2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	74239395	520	74239915	93.44	74514797	0	74514797	93.79	0.35
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(1):	74239395	520	74239915	93.44	74514797	0	74514797	93.79	0.35
2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(2):	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	74239395	520	74239915	93.44	74514797	0	74514797	93.79	0.35
B. Public Shareholding									
1) Institutions									
a) Mutual Funds / UTI	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	50	0	50	0.00	50	0	50	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs / FPIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(1):	50	0	50	0.00	50	0	50	0.00	0.00
2) Non-Institutions									
a) Bodies Corporate									
i) Indian	424461	0	424461	0.53	270928	0	270928	0.34	(0.19)
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i. Individual shareholders holding nominal share capital up to ₹ 1 lac	4486982	26006	4512988	5.68	4371294	26588	4397882	5.54	(0.14)
ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lac	186903	0	186903	0.24	186903	0	186903	0.24	0.00

Directors' Report

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2016)				No. of Shares held at the end of the year (March 31, 2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)									
Non Resident Indians	86803	50	86853	0.11	80560	50	80610	0.10	(0.01)
Sub-Total(B)(2):	5185149	26056	5211205	6.56	4909685	26638	4936323	6.21	(0.35)
Total Public Shareholding (B)=(B)(1)+(B)(2)	5185199	26056	5211255	6.56	4909735	26638	4936373	6.21	(0.35)
C. Shares held by Custodian for GDRs/ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	79424594	26576	79451170	100.00	79424532	26638	79451170	100.00	0.00

ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 1, 2016)			Shareholding at the end of the year (March 31, 2017)			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Reliance Capital Limited	15727957	19.80	0	15727957	19.80	0	0.00
2.	Reliance Land Private Limited	58511958	73.64	29.50	58786840	73.99	29.50	0.35
	Total	74239915	93.44	29.50	74514797	93.79	29.50	0.35

iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No of Shares	% of total shares of the Company	No of Shares	% of total shares of the Company
1	At the beginning of the year	74239915	93.44		
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	274882 [#]	0.35 [#]		
3	At the end of the year	74514797	93.79		

Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):

Sl. No.	Shareholders' Name	Shareholding at the beginning of the year (April 1, 2016)		Date	Increase / (Decrease) in shareholding	Reason	Cumulative shareholding during the year	
		No. of shares	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1	Reliance Capital Limited	15727957	19.80	-	-	-	15727957	19.80
2	Reliance Land Private Limited	58511958	73.64	27/04/2016	2907	Acquisition	58514865	73.64
				07/05/2016	99792	pursuant to Exit	58614657	73.77
				25/05/2016	10	Offer	58614667	73.77
				16/06/2016	600		58615267	73.78
				20/07/2016	116676		58731943	73.92
				04/08/2016	19655		58751598	73.95
				06/09/2016	6535		58758133	73.96
				12/10/2016	5925		58764058	73.96
				28/10/2016	11467		58775525	73.98
				26/12/2016	300		58775825	73.98
			03/01/2017	200		58776025	73.98	
			05/01/2017	500		58776525	73.98	
			20/01/2017	1140		58777665	73.98	
			01/02/2017	9175		58786840	73.99	

Reliance Broadcast Network Limited

Directors' Report

iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top Ten Shareholders	Shareholding at the beginning of the year (April 1, 2016)		Increase / Decrease	Shareholding at the end of the year (March 31, 2017)	
		No. of Shares	% to total shares of the Company		No. of Shares	% to total shares of the Company
1.	Sanjay Lunawat	68118	0.09	0	68118	0.09
2.	Ramesh Damani	50000	0.06	0	50000	0.06
3.	Umesh Chandulal Gandhi	26500	0.03	0	26500	0.03
4.	Nupur Pramod Mundhra	25000	0.03	0	25000	0.03
5.	Ruchira Damani	22555	0.03	0	22555	0.03
6.	Daksha Dilip Sheth	21230	0.03	0	21230	0.03
7.	Sristhi Industries Pvt. Ltd.	20000	0.03	0	20000	0.03
8.	Shakuntla Devi	15050	0.02	0	15050	0.02
9.	Bhagwati Chandrakant Zaveri	14000	0.02	0	14000	0.02
10.	Manishaben Dharmesh Patel	13925	0.02	0	13925	0.02
11.	Lumax Finance Private Limited	20500	0.03	(20500)	0	0.00

v) **Shareholding of Directors and Key Managerial Personnel:** None of the Directors and Key Managerial Personnel are holding any shares in the Company at the beginning of the year as well as at the end of the year.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	(₹ in Lakh)			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	109,499.38	20,453.68	-	129,953.06
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	1,103.14	255.38	-	1,358.52
Total (i+ii+iii)	110,602.52	20,709.06	-	131,311.58
Change in Indebtedness during the financial year				
Additions	21,621.00	10,015.00	-	31,636.00
Reduction	(11,928.99)	(10,588.03)	-	(22,517.02)
Net Change	9,692.01	(573.03)		9,118.98
Indebtedness at the end of the financial year				
i. Principal Amount	119,191.39	19,880.65	-	139,072.04
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	1,356.38	121.59	-	1,477.97
Total (i+ii+iii)	120,547.77	20,002.24	-	140,550.01

Directors' Report

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Remuneration to Managing Director, Whole-time Directors and/or Manager:

There were no Managing Director, Whole-time Directors and/or Manager appointed in the Company during the year.

(B) Remuneration to other Directors:

Sr. No.	Particulars of Remuneration	Name of Director			Total Amount
		Shri Anil Sekhri	Shri Darius Kakalia	Shri Pradeep Shah*	
1.	Independent Directors				
	• Fee for attending board/ committee meetings	2.60	2.10	-	4.70
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	Total (1)	2.60	2.10		4.70
2.	Other Non Executive Directors				
				Smt. Shubhdarshini Ghosh#	
	• Fee for attending board/ committee meetings			0.00	
	• Commission			-	
	• Others, please specify			-	
	Total (2)			0.00	
	Total (B) = (1 + 2)			-	4.70
	Total Managerial Remuneration (A+B)			-	4.70
	Overall Ceiling as per the Act				N.A.

Note:

* Ceased to be a Director w.e.f. May 10, 2016.

Ceased to be a Director w.e.f. March 2, 2017.

(C) Remuneration to key managerial personnel other than MD / Manager / WTD

Sr. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Shri. Tarun Katial Chief Executive Officer	Shri. Asheesh Chatterjee Chief Financial Officer	Smt. Shikha Kapadia Company Secretary	
1.	Gross Salary				
a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961*	455.16	200.50	55.17	710.83
b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.29	-	-	0.29
c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2.	Stock Option (Number of Options)	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
5.	Others	-	-	-	-
	Total	455.45	200.50	55.17	711.12

Note:

* Salary includes incentives paid for the previous years.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences to the Company, directors and other officers of the Company during the year ended March 31, 2017, except:

The Ministry of Corporate Affairs have condoned the delay in filing e-form MGT-14 vide their Order dated October 7, 2016.

(a) Conservation of Energy:

The steps taken or impact on conservation of energy	:	The Company requires energy for its operations and the Company is making all efforts to conserve energy by monitoring energy costs and periodically reviews of the consumption of energy. It also takes appropriate steps to reduce the consumption through efficiency in usage and timely maintenance/ installation/ upgradation of energy saving devices.
The steps taken by the Company for utilising alternate sources of energy		
The capital investment on energy conservation equipments		

(b) Technology Absorption, Adoption and Innovation:

(i) The efforts made towards technology absorption	:	The Company uses latest technology and equipments into the business. Further the Company is not engaged in any manufacturing activities.
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution		
(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)		
(a) The details of technology imported		
(b) The year of import		
(c) Whether technology been fully absorbed?		
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof.		
(iv) The expenditure incurred on research and development	:	The Company has not spent any amount towards research and development activities and has been active in harnessing and tapping the latest and the best technology in the industry.

(c) Total foreign exchange earnings and outgo:

a. Total Foreign Exchange earnings	:	Nil
b. Total Foreign Exchange outgo	:	₹ 123.86 lakh

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2016-17

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

The Company has a robust CSR Policy at group level. As per the said policy, all our efforts are focused towards two goals: building a great enterprise for the stakeholders and a great future for our country.

Our approach is to interweave social responsibility into the Company's mainstream business functions through translating commitments into policies, which not only drive all employees but influence and mobilize stakeholders, especially partners and suppliers, to embrace responsible business practices in their respective spheres of action. The policy affirms business objectives and strategy along with our commitment to preserve natural resources and augment the growth and development of employees and families, the communities we operate in, suppliers/vendors and our investors. Through the social policy manual, the Company seeks to engage with all the stakeholders, using it as a reference or guideline for all stakeholders and practitioners. Our CSR policy is placed on our website at the link http://www.reliancebroadcast.com/corporate_sr/corporate_sr.html.

2. The composition of CSR Committee:

Shri Anil Sekhri, Chairman (Independent Director)

Shri Darius Kakalia, Member (Independent Director)

Ms. Anuprita Daga, Member (Non-Executive and Non-independent Director)

3. Average net loss of the Company for last three financial years:

Average net loss of ₹ 18,019.76 lakhs

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above):

Since the average net profits of the three immediately preceding financial years is negative, the Company is not required to incur any expenditure on the CSR activities for the financial year 2016-17.

5. Details of CSR spent during the financial year:

- a. Total amount spent for the financial year :- NA
- b. Amount unspent, if any :- NA
- c. Manner in which the amount spent during the financial year is detailed below:

1	2	3	4	5	6	7	8
Sr. No.	CSR Projects or activity identified.	Sector in which the project is covered.	Projects or Programs (1)Local area or other (2)Specify the state and district where projects or programs was undertaken.	Amount Outlay (budget) Project or Programs wise.	Amount spent on the projects or programs Sub-heads: (1)Direct expenditure on projects or programs. (2) Overheads.	Cumulative Expenditure upto the reporting period.	Amount spent: Direct or through implementing agency.
Not applicable							

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

Not applicable.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

The implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

August 30, 2017

Tarun Katial
Chief Executive Officer

Anil Sekhri
Chairman, CSR Committee

Reliance Broadcast Network Limited

Independent Auditors' Report on the Standalone Financial Statement

To
The Members,
Reliance Broadcast Network Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Reliance Broadcast Network Limited ("the Company"), which comprises the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone 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 standalone financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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 standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31st March, 2017, and its loss and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note no. 43 which describes that the Company's net worth is substantially eroded, indicating the existence of uncertainty that may cast doubt about the Company's ability to continue as a going concern. The company continues to get financial support from the promoter, this standalone financial statements are prepared on a going concern basis.

Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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 appears from our examination of those books;
 - c) The Balance Sheet, the 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 aforesaid standalone 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) The matter described under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;
 - f) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

Independent Auditors' Report on the Standalone Financial Statement

- h) 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) rule, 2014 in our opinion and to the best of our information and according to the explanations given to us:
- i) the Company has disclosed the impact of pending litigation as at 31st March, 2017 on its financial position in its standalone financial statements as referred to in Note 30 to the standalone financial statements.
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection fund by the company.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as regards its holding and dealings in Specified Bank Notes

as defined in the Notification S.O. 3407(E) dated 8th November, 2016 of the Ministry of Finance, during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures performed and the representations provided to us by the management, we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management. Refer note no. 42 in the standalone financial statements.

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No: 101720W

Parag D. Mehta
Partner
Membership No: 113904
Mumbai
August 30, 2017

Annexure A to the Independent Auditors' Report on the Standalone Financial Statement

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

- (i) In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in phased manner 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 certain fixed assets were physically verified during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.
 - c) The Company does not have immovable properties, thus paragraph 3(i) (c) of the order is not applicable.
- (ii) The Company's inventory consists unamortized cost of content. Therefore, Physical verification of inventory is not required. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans, to its subsidiaries covered in the Register maintained under Section 189 of the Companies Act, 2013 ("the Act"). In respect of such loans:
 - a) The rate of interest and other terms and conditions on which the loans had been granted to its subsidiary Company listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
 - b) In the case of the loans granted to its subsidiary company listed in the register maintained under Section 189 of the Act, the borrowers have been

regular in the payment of the principal and interest as stipulated.

- c) There are no overdue amounts for more than ninety days in respect of the loan granted to its subsidiary Company listed in the register maintained under Section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- v) According to information and explanations given to us, the Company has not accepted any deposits under the provisions of section 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under.
- vi) According to information and explanations given to us, maintenance of cost records has not been prescribed for the Company by the Central Government under sub section (1) of section 148 of the Act.
- vii) In respect of statutory dues:
 - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amount deducted / accrued in the books of account in respect of undisputed statutory dues, including Provident Fund, Value Added Tax, Professional Tax, Income Tax (tax deducted at source), Service Tax and Employee State Insurance have not generally been regularly deposited with the appropriate authorities where the delays ranged from one day to one hundred eleven days. As explained to us, the Company did not have any dues on account of Sales Tax, duty of Customs and duty of Excise.
According to the information and explanations given to us, no undisputed amounts payable in respect

Reliance Broadcast Network Limited

Annexure A to the Independent Auditors' Report on the Standalone Financial Statement

of Provident Fund, Value Added Tax, Income Tax, Service Tax and other statutory dues were in arrears as at 31st March, 2017 for a period of more than six months from the date they became payable except in respect of Professional Tax of ₹ 31,845 and Labour Welfare Fund of ₹ 14,989.

given to us, there are no dues of Sales Tax, Income Tax (tax deducted at source), Service Tax, duty of Customs, duty of Excise, Value Added Tax which have not been deposited on account of any dispute other than the following:

b) According to the information and explanations

Name of statute	Nature of the dues	Period to which the amount relates	Forum where dispute is pending	Amount (₹ in lakhs)
Central Excise Act, 1944	Service Tax	2006-07 and 2007-08	Commissioner, Service Tax, Mumbai	100.61
The Jammu & Kashmir General Sales Tax Act, 1962	General Sales Tax	2007-08 and 2008-09	High Court of Jammu & Kashmir, Jammu	68.03
Income Tax Act, 1961	Tax deducted at source	2009-10 to 2016-17	Commissioner of Income Tax	17.63
Indian Stamp Act	Stamp duty	2007-08	Deputy Commissioner, Stamp duty, Aligarh	6.70
Delhi Municipal Corporation Act	Property Tax	2004-05 to 2013-14	Deputy Assessor and collector, Delhi	2,465.30

viii) Based on our audit procedures and according to the information and explanations given to us, there have been no defaults in repayment of loan or borrowing to banks and financial institutions and dues to debenture holders. The company has not taken loan or borrowing from Government.

ix) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanation given to us, the term loans taken by the Company have been applied for the purpose for which they were raised.

x) In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi) In our opinion and according to the information and explanations given to us, the Company has not paid / provided managerial remuneration. Therefore, the provisions of clause (xi) of paragraph 3 of the Order are not applicable to the company.

xii) In our opinion company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the company.

xiii) In our opinion and according to the information and explanations given to us the Company's transactions with its related party are in compliance with Sections 177 and 188 of the Act, wherever applicable, and details of related party transactions have been disclosed in the standalone financial

statements as required by the applicable accounting standards.

xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Company.

xvi) In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No: 101720W

Parag D. Mehta
Partner
Membership No: 113904

Mumbai
August 30, 2017

Annexure B to the Independent Auditor's Report on the Standalone Financial Statement

Annexure "B" to the Independent Auditors' Report of Even Date on the Standalone Financial Statements of Reliance Broadcast Network Limited

(Referred to in paragraph 2 (g) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Control over financial reporting of **Reliance Broadcast Network Limited** ("the Company") as of 31st March, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, maintained an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No: 101720W

Parag D. Mehta
Partner
Membership No: 113904

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Balance Sheet as at March 31, 2017

(₹ in Lakhs)

Particulars	Notes	As at March 31, 2017	As at March 31, 2016
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	3,972.56	3,972.56
Reserves and Surplus	3	(60,851.26)	3,846.29
		(56,878.70)	7,818.85
Non-Current Liabilities			
Long-term borrowings	4	94,836.67	99,375.00
Deferred Tax Liability (net)	5	-	-
Other Long term liabilities	6	391.66	178.98
Long-term provisions	7	1,961.49	905.99
		97,189.82	100,459.97
Current Liabilities			
Short-term borrowings	8	17,197.04	10,799.38
Trade payables	9		
Total Outstanding dues of micro enterprises and small enterprises		-	-
Total Outstanding dues of creditors other than micro enterprises and small enterprises		2,834.62	2,413.48
Other current liabilities	10	31,831.82	25,341.86
Short-term provisions	11	184.94	145.30
		52,048.42	38,700.02
Total		92,359.54	146,978.84
ASSETS			
Non-current assets			
Fixed assets			
Property, plant and equipment	12	3,163.11	3,589.43
Intangible assets	12	23,371.53	25,299.00
Capital work-in-progress	12	14,062.78	12,500.95
Non-current investments	13	1.00	284.70
Long term loans and advances	14	10,029.76	72,502.50
Other non-current assets	15	1,063.26	12,030.13
		51,691.44	126,206.71
Current assets			
Inventories	16	199.10	171.13
Trade receivables	17	9,030.01	8,757.29
Cash and bank balances	18	3,577.82	3,314.48
Short-term loans and advances	19	27,724.45	8,373.15
Other current assets	20	136.72	156.08
		40,668.10	20,772.13
Total		92,359.54	146,978.84

The accompanying notes are an integral part of the Financial Statements. 1 to 44

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Statement of Profit and Loss for the year ended March 31, 2017

(₹ in Lakhs)

Particulars	Notes	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Income			
I. Revenue from operations	21	31,807.14	34,487.89
II. Other Income	22	8,042.94	8,840.50
III. Total Revenue (I+II)		39,850.08	43,328.39
IV. Expenses			
i. Direct Expenses	23	5,597.43	6,531.29
ii. Employee benefit expense	24	6,745.20	6,446.81
iii. Finance costs	25	15,020.25	11,909.49
iv. Depreciation, amortization and impairment expense	26	2,617.78	2,790.23
v. Other expenses	27	10,046.37	11,190.82
V. Total Expenses		40,027.03	38,868.64
(Loss)/ Profit before Exceptional items and tax		(176.95)	4,459.75
Exceptional Items	28	63,524.96	-
(Loss)/Profit before tax		(63,701.91)	4,459.75
(Loss) for the year of Continuing Operations before tax		(71,918.19)	(6,780.97)
VI. Tax expense of Continuing Operations			
Current tax		-	-
(Loss) for the year of Continuing Operations after tax		(71,918.19)	(6,780.97)
Profit for the year of Discontinuing Operations before tax		8,216.28	11,240.72
VI. Tax expense of Discontinuing Operations			
Current tax		-	-
Profit for the year of Discontinuing Operations after tax		8,216.28	11,240.72
(Loss) / Profit for the Year		(63,701.91)	4,459.75
Earning per equity share [Nominal Value of Share ₹ 5 each fully paid up]			
Basic (In ₹)	35	(80.18)	5.61
Diluted (In ₹)	35	(80.18)	5.61
Earning per equity share from continuing operations [Nominal Value of Share ₹ 5 each fully paid up]			
Basic (In ₹)		(90.52)	(8.53)
Diluted (In ₹)		(90.52)	(8.53)

The accompanying notes are an integral part of the Financial Statements. 1 to 44

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Cash Flow Statement for the year ended March 31, 2017

(₹ in Lakhs)

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit/(loss) before taxes	(63,701.91)	4,459.75
Adjustment for:		
Less: Interest Income	(7,919.48)	(8,010.25)
Add: Interest Expense	15,020.25	11,909.49
Add: Depreciation, amortisation and impairment expense	2,617.78	2,790.23
Add: Provision for Doubtful debts	404.48	115.82
Add: Bad Debts	-	631.12
Add: Advances Written Off	5.79	622.61
Add: Provision for Doubtful Deposits/Advances	2,276.14	1,035.72
Add: Provision for Diminution in the value of Investments/Loans & Advances	44,129.04	-
Add: Loss/ (gain) on sale of current investments	19,395.92	(601.11)
Less: Foreign Exchange Gain (net)	24.67	(68.22)
Less: Excess Accruals Written Back	(113.86)	309.34
Less: Sundry Credit Balance Written Back	(78.00)	(421.83)
Less: (Profit) / Loss on sale/disposal of assets (net)	(20.64)	63.13
Operating profit/ (loss) before working capital changes	12,040.18	12,835.80
(Increase)/ Decrease in Inventories	(27.97)	(169.38)
(Increase)/ Decrease in Loans and Advances	(17,721.40)	58.02
(Increase)/ Decrease in Debtors	(677.21)	(434.94)
Increase/(Decrease) in Current Liabilities and Provisions	11.38	981.51
Cash generated from operations	(6,375.02)	13,271.01
Taxes Paid (net of refunds)	165.85	176.00
Net cash generated from / (used in) operating activities (A)	(6,209.18)	13,447.01
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets (including capital work-in-progress)	(1,826.91)	(38,310.29)
Sale Proceeds from Fixed Assets	21.73	398.16
Purchase of Investments	(68,262.71)	(55,575.68)
Sale of Investments	2.04	56,176.79
Loans & Advances to related parties	63,681.85	(20,674.71)
Fixed deposits with Bank	(191.31)	(2,227.42)
Interest Received	18,469.14	3,528.92
Net cash generated from / (used in) investing activities (B)	11,893.83	(56,684.23)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net Increase/(Decrease) in Short Term Loans	6,397.66	2,677.96
Proceeds from Long Term Loans	-	20,000.00
Repayment of Long Term Loans	(4,778.68)	(2,496.61)
Proceeds from Issue of Debentures (net of Debenture Issue Expenses)	7,500.00	60,000.00
Repayment of Debentures	-	(20,000.00)
Premium on redemption of debentures	-	(5,640.36)
Interest Paid	(14,900.80)	(11,414.41)
Net cash generated from / (used in) financing activities (C)	(5,781.82)	43,126.58
Net increase in cash and cash equivalents (A + B + C)	(97.17)	(110.64)
Cash and cash equivalents at beginning of the Year	1,725.68	1,836.32
Cash and cash equivalents at end of the Year	1,628.52	1,725.68

Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/disclosure.

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

1 Summary of significant accounting policies

a. Basis of preparation

These financial statements are prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention.

b. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future years.

c. Fixed assets and depreciation/ amortisation

i Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Cost includes freight, duties, taxes (other than those recoverable from tax authorities) and other expenses related directly/ indirectly to the acquisition / construction and installation of the property, plant & equipment for bringing the asset to its working condition for its intended use.

Depreciation on property, plant & equipment is provided on the straight line method over the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013.

Leasehold improvements are depreciated over the lower of the useful life of the asset and the lease term, on a straight line basis.

Individual assets costing up to ₹ 0.05 lakhs are depreciated fully in the year of acquisition.

ii Intangible assets

Intangible assets, all of which have been acquired and are controlled through custody or legal rights, are capitalised at cost, where they can be reliably measured. Where capitalised, intangible assets are regarded as having a limited useful economic life and the cost is amortised over the lower of useful life and 10 years.

Application software purchased, which is not an integral part of the related hardware, is shown as intangible assets and amortised on a straight line basis over its useful life, not exceeding ten years, as determined by management.

One Time Entry Fees paid for acquiring FM radio broadcasting licenses has been capitalised as an asset and is amortised over a period of ten years, being the period of the license, from the date of operationalisation of the station.

Purchased goodwill is recognised by the Company on the basis of excess of purchase consideration paid over the value of the assets acquired at the time of acquisition and is amortised over its estimated useful life not exceeding five years.

d. Impairment

In accordance with AS 28 - 'Impairment of Assets', where there is an indication of impairment of the Company's asset, the carrying amounts of the Company's assets are reviewed at each balance sheet date to determine whether there is any impairment. The recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognised in the statement of profit and loss.

Value in use is present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life.

e. Investments

Investments are classified as long term or current based on intention of the management at the time of purchase. Current investments are valued, scrip wise, at cost or fair value, whichever is lower.

Long-term investments are carried at carrying cost less diminution in value which is other than temporary, determined separately for each individual investment.

f. Inventories

Inventories are stated at lower of cost and net realisable value.

Cost of Event / Content which does not create any rights are charged to the statement of profit and loss on exploitation.

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

Event / Content cost covers the cost of acquisition/ execution of the award, function / concerts, cost of content like sports events, video albums etc.

Cost of television programmes comprises of material, cost of services and other expenses.

Pilot episodes are stated at cost. Pilots are written off after the end of one year from the year of production of respective pilot in case the same is not developed into a serial.

Amortisation Policy for Event / Content Cost:

In case rights are available in perpetuity

Costs of Annual Award/Concerts are amortised at 80% in the year of event execution and 20% in the subsequent year.

Costs of Other Content are amortised at 60% in the year of commercial exploitation and 40% over the subsequent two years equally.

g. Share / Debenture Issue Expenses

Share / Debenture Issue expenses are adjusted against securities premium account.

h. Employee benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss of the year in which the related service is rendered.

The Company's contribution to provident fund, which is a defined contribution scheme, is charged to the statement of profit and loss as incurred.

Post employment and other long term employee benefits are recognised as an expense in the statement of profit and loss for the year in which the employee has rendered services.

The expense is recognised at the present value of the amount payable determined using actuarial valuation carried out by an independent actuary at the balance sheet date using Projected Unit Credit Method.

i. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The amount recognised as revenue is net of trade discounts and service tax.

Revenue from sale of airtime

Revenue from Radio broadcasting is recognised on an accrual basis on the airing of the customers commercials, net of agency commission.

Revenue from sale of telecast rights

Revenue from sale of telecast rights of event and content is recognized on the date when the rights are made available to the assignee for exploitation.

Revenue from television programme

Revenue from commissioned programmes are recognised as and when the relevant episodes of the programmes are delivered to the channels.

Out of Home Media

Advertising space revenue, net of taxes, rebate and discount is recognised on the display of advertisements over the year of the contract.

Management Fees

Management fee is recognised as revenue on time proportion basis as per relevant agreements.

Interest income

Interest income is recognised on a time proportion basis.

j. License Fees

As per the Policy Guidelines on expansion of FM Radio Broadcasting Services through private agencies (Phase-III) and Grant of Permission Agreements signed by the Company, effective April 1, 2015, license fees are charged to revenue at the rate of 4% of gross revenue for the year or 2.5% of Non-refundable One Time Entry Fees (NOTEF) for the concerned city, whichever is higher. NOTEF means successful bid amount arrived at through an ascending e-auction process.

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

Gross Revenue for this purpose shall mean revenue on the basis of billing rates without deduction of taxes and agency commission and net of discounts to advertisers. Barter advertising contracts shall also be included in the gross revenue on the basis of relevant billing rates.

k. Foreign currency transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of the transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary items are restated at the year ended rates. The exchange differences between the rate prevailing on the date of transaction and on settlement/restatement (other than those relating to acquisition of fixed assets) is recognised as income or expense, as the case may be. Non-monetary items which are carried at historical costs denominated in foreign currency are reported using the exchange rate at the date of the transaction.

In respect of integral foreign operations of the company, fixed assets are translated at the rates on the date of acquisition, monetary assets and monetary liabilities are translated at the rate on the date of the balance sheet and income and expenditure are translated at the average of weekly average rates during the year.

l. Borrowing costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

m. Leases

The Company has various operating leases, principally for radio stations, office space and equipments with various renewal options. Substantially all operating leases are cancelable as well as renewable on expiry of lease term. Rental expense in agreements with scheduled rent increases is recorded on a straight-line basis as applicable over the lease term.

n. Earning Per Share

In determining earning per share, the company considers the net result after tax and includes the post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted earning per share comprises the weighted average shares considered for deriving basic earnings per share and also the weighted average number of shares that could have been issued on the conversion of all dilutive potential equity shares unless the results would be anti-dilutive. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date.

o. Taxation

Tax expense comprises current tax expense computed in accordance with the relevant provisions of the Income Tax Act, 1961 and deferred tax charge or credit.

Current tax provision is made based on the tax liability computed after considering tax allowances and exemptions, in accordance with the Income Tax Act, 1961. Deferred tax charge or credit and the corresponding deferred tax liability or asset is recognised for timing differences between the profits/ losses offered for income taxes and profits/ losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realized in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets.

Deferred tax assets are reviewed as at each balance sheet date and written down/up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

p. Provisions and contingencies

Provisions comprise liabilities of uncertain timing or amount. Provisions are recognised when the Company recognizes it has a present obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

2. Share Capital

	As at March 31, 2017	As at March 31, 2016
Authorised Shares		
20,00,00,000 (Previous Year: 20,00,00,000) Equity Shares of ₹ 5/- each	10,000.00	10,000.00
10,00,00,000 (Previous Year: 10,00,00,000) Preference Shares of ₹ 5/- each	5,000.00	5,000.00
	<u>15,000.00</u>	<u>15,000.00</u>
Issued, Subscribed and Paid Up		
7,94,51,170 (Previous Year: 7,94,51,170) Equity Shares of ₹ 5/- each fully paid up	3,972.56	3,972.56
Total issued, subscribed and paid up share capital	<u>3,972.56</u>	<u>3,972.56</u>

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

Equity Shares

	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	79,451,170	3,972.56	79,451,170	3,972.56
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>79,451,170</u>	<u>3,972.56</u>	<u>79,451,170</u>	<u>3,972.56</u>

b. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends if any, in Indian rupees. The dividend proposed if any, by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the 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% shares of the company

	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	Percentage of holding	No. of Shares	Percentage of holding
Equity shares of ₹ 5 each fully paid				
Reliance Land Private Limited (Holding Company)	58,786,840	73.99	58,511,958	73.64
Reliance Capital Limited	15,727,957	19.80	15,727,957	19.80

3. Reserve & Surplus

	As at March 31, 2017	As at March 31, 2016
Capital Reserve		
As per last balance sheet	3,497.24	3,497.24
Securities Premium Account		
As per last balance sheet	29,726.40	31,063.09
Less: Premium Payable on Redemption of Debentures	995.64	1,336.69
	<u>28,730.76</u>	<u>29,726.40</u>
Debenture Redemption Reserve		
As per last balance sheet	7,751.53	5,000.00
Add : Transferred from statement of profit & loss	-	2,751.53
	<u>7,751.53</u>	<u>7,751.53</u>

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

	As at March 31, 2017	As at March 31, 2016
(Deficit) in the statement of Profit & Loss		
As per last balance sheet	(37,128.88)	(38,837.10)
Add: Profit/(Loss) for the year	(63,701.91)	4,459.75
Less: Appropriations out of current year profit		
Transferred to Debenture Redemption Reserve	-	2,751.53
	<u>(100,830.79)</u>	<u>(37,128.88)</u>
Total Reserve & Surplus	<u>(60,851.26)</u>	<u>3,846.29</u>

4. Long Term Borrowings

	As at March 31, 2017		As at March 31, 2016	
	Current	Non-current	Current	Non-current
Secured				
Non-Convertible Debentures (refer note a,b,c,d,e,f)	-	67,500.00	-	60,000.00
Loan from Banks (refer note g,h,i)	12,038.33	27,336.67	2,125.00	39,375.00
	<u>12,038.33</u>	<u>94,836.67</u>	<u>2,125.00</u>	<u>99,375.00</u>
	As at 31 March 2017		As at 31 March 2016	
Unsecured	Current	Non-current	Current	Non-current
Loans from body corporates (refer note j)	-	-	2,653.68	-
Loan From Bank (refer notes k)	15,000.00	-	15,000.00	-
	<u>15,000.00</u>	<u>-</u>	<u>17,653.68</u>	<u>-</u>
Total Long term borrowings	<u>27,038.33</u>	<u>94,836.67</u>	<u>19,778.68</u>	<u>99,375.00</u>

- a. The Company had issued 9.5% 1,500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 15,000.00 lakh (Previous year ₹ 15,000.00 Lakh), having face value of ₹ 10.00 lakh each on a private placement basis on May 13, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium thereon along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of debenture holder for timely repayment of all amounts, from one of the promoter of the Company. The debentures are redeemable in three equal installments at the end of 3 years and 1 day, 4 years and 5 years from date of allotment.
- b. The Company had issued 9.5% 2,000 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 20,000.00 lakh (Previous year ₹ 20,000 lakh), having face value of ₹ 10.00 lakh each on a private placement basis on July 20, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium thereon along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of debenture holder for timely repayment of all amounts, from one of the promoter of the Company. The debentures are redeemable in three equal installments at the end of 3 years, 4 years and 5 years from date of allotment.
- c. The Company had issued 9.5% 1,500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 15,000.00 lakh (Previous year ₹ 15,000 lakh), having face value of ₹ 10.00 lakh each on a private placement basis on August 6, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that Promoter. The obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debenture are redeemable in three equal installments at the end of 2 years 10 months 22 days, 4 years and 5 years from date of allotment.
- d. The Company had issued 11.6% 1,000 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 10,000.00 lakh (Previous year ₹ 10,000.00 lakh), having face value of ₹ 10.00 lakh each on a private

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

placement basis on October 8, 2015. The said debentures are secured inter alia by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that promoter. The Obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debentures are redeemable in three equal installments at the end of 3 years, 4 years and 5 years from date of allotment.

- e. The Company has issued 9.4% 250 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 2,500.00 lakh (Previous year ₹ Nil), having face value of ₹ 10.00 lakh each on a private placement basis on April 13, 2016. The said debentures are secured inter alia by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of debenture holder for timely repayment of all amounts, from one of the promoter of the Company. The debentures are redeemable at the end of 3 years from the deemed date of allotment.
- f. The Company has issued 10.25% 500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 5,000.00 lakh (Previous year ₹ Nil), having face value of ₹ 10.00 lakh each on a private placement basis on September 14, 2016. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures and applicable coupon thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that Promoter. The obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debentures are redeemable at the end of 3 years from the deemed date of allotment.
- g. Loan from bank of ₹ 6,375.00 lakh (Previous Year: ₹ 8,500.00 lakh) carries interest rate of YBL Base Rate + 100 bps. The loan is for a tenure of 4 years from the date of first disbursement i.e. September 29, 2014 with a moratorium of 2 years and repayment in 4 half yearly equated installment thereafter. The loan is secured by first Pari-Passu charge on all the non-current assets (excluding investments) and current assets (including loans and advances) of the company and on all revenues, cash-flows, bank accounts of the company and whole of movable fixed assets alongwith unconditional and irrevocable corporate guarantee from one of the promoter of the Company.
- h. Loan from bank of ₹ 10,000.00 lakh (Previous Year: ₹ 10,000.00 lakh) carries interest rate of Indusind Bank Base Rate, payable monthly. The loan is for a tenure of 5 years from the date of first disbursement with a moratorium of 2 years. Loan is repayable in 3 equal installments at the end of 3rd, 4th and 5th year from the date of first disbursement i.e February 16, 2015. The loan is secured by first Pari-Passu charge on entire non-current assets and current assets of the company and on first Pari-Passu charge on all movable fixed assets of the company along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that promoter.
- i. Loan from bank of ₹ 23,000.00 lakh (Previous Year: ₹ 2,3000.00 lakh) carries interest rate of Indusind Bank Base Rate payable monthly. The loan is for a tenure of 5 years from the date of each disbursement with a moratorium of 2 years and repayable in 11 quarterly equal installment starting from the end of 30th month from the date of disbursement i.e March 31, 2015. The loan is secured by first Pari-Passu charge on entire non-current assets and current assets of the company and on first Pari-Passu charge on all movable fixed assets of the company.
- j. Loan from body corporates of ₹ Nil (Previous Year: ₹ 2,653.68 lakh) carried interest rate of IRR 12.5%. The terms of repayment was on 8 quarterly equated installment basis from the date of disbursement of loan i.e. March 10, 2015.
- k. Loan from Bank of ₹ 15,000.00 lakh (Previous Year: 15,000.00 lakh) carries interest rate of 11.5% payable monthly. The terms of repayment was repayment in full after 36 months from the drawdown date i.e March 28, 2014 except in case of the exercise of the Call /Put Option by either party providing 7 (Seven) days written notice to other party on option date, to repay all outstanding due (Option date is the date occurring on the expiry of 18 (Eighteen) months from the drawdown date. Unconditional and irrevocable corporate guarantee is given by one of the promoter of the Company. The expiry of the loan has been revised to 39 months and additional period of 3 months carries interest rate of 10% payable monthly.

5. Deferred Tax Liability (net)

Particulars	As at March 31, 2017	As at March 31, 2016
Deferred Tax Liability		
Related to Fixed Assets	2,188.99	990.86
Deferred Tax Asset		
Other disallowances under Income Tax Act, 1961	2,188.99	990.86
Carry forward business loss / unabsorbed depreciation	-	-
Net deferred tax liability at the end of the year	-	-

Note: In the absence of virtual certainty, deferred tax assets has been recognised to the extent it can be realised against reversal of deferred tax liability.

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

6. Other Long Term Liabilities

	As at March 31, 2017	As at March 31, 2016
Lease Rent Liability	391.66	139.22
Security Deposits	-	39.76
	<u>391.66</u>	<u>178.98</u>

7. Long Term Provisions

	As at March 31, 2017	As at March 31, 2016
Provision for employee benefits (refer note 31)		
Gratuity	216.10	140.62
Leave benefits	48.57	6.82
Deferred Compensation	-	57.37
Premium Payable on Redemption of Debentures	1,696.82	701.18
	<u>1,961.49</u>	<u>905.99</u>

8. Short Term Borrowings

	As at March 31, 2017	As at March 31, 2016
Loans repayable on demand (secured)		
From Banks (refer note a)	3,666.39	3,970.38
From Body corporates (refer note b, c, d, e, f)	8,650.00	4,029.00
Other Loans and advances (Unsecured)		
From Body corporates (refer note g, h, i, j)	4,880.65	2,800.00
	<u>17,197.04</u>	<u>10,799.38</u>

- a. Loan from bank ₹ 3,666.39 lakh (Previous year: ₹ 3,970.38 lakh) is secured by first pari passu charge on, the entire current assets of the Company, existing and future, comprising, inter alia, stocks of raw material, work in progress, finished goods and other current assets, the entire book debts and receivables of the Company existing and future, the entire movable fixed assets of the Company, existing and future including without limitation movable plant and machinery etc. along with an unconditional and irrevocable corporate guarantee from one of the promoter of the Company. It is repayable on demand bearing interest rate at Bank's base rate + 175 bps p.a.
- b. Secured Loan from body corporates of ₹ Nil (Previous Year: ₹ 3,000.00 lakh) was carrying interest at the rate of 15.5% and was repayable after a term of One year from the date of disbursement i.e. on February 4, 2016. The Loan was secured by residual charge on all current assets.
- c. Secured Loan from body corporates of ₹ 1,150.00 lakh (Previous Year: ₹ 1,029.00 lakh) is carrying interest at the rate of 15.5% and is due on April 1, 2017 as per the amendment in the loan term sheet. The Loan was secured by residual charge on all current assets.
- d. Secured Loan from body corporates of ₹ 5,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on April 1, 2017. The Loan is secured by residual charge on all current assets.
- e. Secured Loan from body corporates of ₹ 1,500.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on May 15, 2017. The Loan is secured by residual charge on all current assets.
- f. Secured Loan from body corporates of ₹ 1,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on October 1, 2017. The Loan is secured by residual charge on all current assets.
- g. Unsecured loan from body corporates ₹ Nil (Previous Year: ₹ 500.00 lakh) was carrying interest at the rate of 13% and was repayable after a term of one year from the date of disbursement. The loan was repaid on February 8, 2017.
- h. Unsecured loan from body corporates ₹ Nil (Previous Year: ₹ 2,300.00 Lakh) was carrying interest at the rate of 11.5% and was repayable after a term of one year from the date of disbursement. The expiry of the loan was extended till June 29, 2017, however the loan was repaid on March 30, 2017.
- i. Unsecured loan from body corporates ₹ 3,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 13% and repayable on June 19, 2017.
- j. Unsecured loan from body corporates ₹ 1,880.65 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 13% and repayable on September 29, 2017.

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

9. Trade Payables

	As at March 31, 2017	As at March 31, 2016
Micro, Small and Medium Enterprises (refer Note 9.1)	-	-
Others	<u>2,834.62</u>	<u>2,413.48</u>
	<u>2,834.62</u>	<u>2,413.48</u>

9.1 Disclosures relating to amounts payable as at the year end together with interest paid / payable to Micro, Small and Medium Enterprises have been made in the accounts, as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent of information available with the Company determined on the basis of intimation received from suppliers regarding their status and the required disclosure are given below:

Particulars	As at March 31, 2017	As at March 31, 2016
Principal amount remaining unpaid	-	-
Interest due thereon	-	-
Interest paid by the company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year	-	-
Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
Interest accrued and remaining unpaid	-	-
Further interest remaining due and payable even in the succeeding period until such date when the interest dues as above are actually paid to the small enterprise.	-	-
	<u>-</u>	<u>-</u>

10. Other Current Liabilities

	As at March 31, 2017	As at March 31, 2016
Current maturities of long term borrowings (refer note 4)	27,038.33	19,778.68
Interest accrued but not due on borrowings	1,477.97	1,358.52
Others		
Deposits from customers and employees	0.07	0.07
Advance from Customers	155.72	174.80
Statutory Dues Payable	414.23	289.44
Employee Benefits Payable	38.57	767.47
Provision for Expenses	2,706.93	2,972.88
	<u>31,831.82</u>	<u>25,341.86</u>

11. Short Term Provisions

	As at March 31, 2017	As at March 31, 2016
Provision for employee benefits (refer note 31)		
Gratuity	128.74	85.15
Leave benefits	40.73	5.92
Deferred Compensation	15.47	54.23
	<u>184.94</u>	<u>145.30</u>

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in Lakhs)

Particulars	Gross Block			Depreciation/Amortisation				Impairment		Net Block	
	As on April 1, 2016	Addition April 2016 to Mar 2017	Deletions April 2016 to Mar 2017	As on Mar 31, 2017	As on April 1, 2016	For the Period April 2016 to Mar 2017	Deletions April 2016 to Mar 2017	As on Mar 31, 2017	Till Mar 2017	As on Mar 31, 2017	As on Mar 31, 2016
Property, plant and equipment											
Plant & Machinery	14,251.04	6.21	-	14,257.25	10,887.80	455.42	-	11,343.22	255.14	2,658.89	3,108.10
Office Equipments	484.81	3.36	-	488.17	400.45	22.94	-	423.40	9.16	55.61	75.19
Furniture & Fixtures	265.20	-	-	265.20	219.53	16.59	-	236.12	6.12	22.97	39.55
Data Processing Machines	849.27	174.55	-	1,023.82	831.90	9.94	-	841.84	-	181.99	17.36
Leasehold Improvements	3,419.85	80.94	181.64	3,319.14	2,803.92	181.95	181.64	2,804.22	279.46	235.46	336.47
Vehicles	191.45	-	104.32	87.13	178.70	3.46	103.23	78.93	-	8.20	12.74
Total	19,461.61	265.07	285.96	19,440.72	15,322.30	690.30	284.88	15,727.72	549.88	3,163.11	3,589.43
Previous Year	19,362.85	603.29	504.53	19,461.61	14,531.46	834.47	43.64	15,322.30	549.88	3,589.43	
Intangible Asset											
Radio broadcasting license (Refer c (ii) of note 1 and note I below)	39,971.40	-	-	39,971.40	14,893.08	1,828.36	-	16,721.45	-	23,249.96	25,078.32
Computer Software	990.55	-	-	990.55	792.12	93.61	-	885.73	-	104.83	198.43
Copyrights	76.83	-	-	76.83	54.58	5.51	-	60.09	-	16.74	22.25
Goodwill	841.12	-	-	841.12	273.58	-	-	273.58	567.54	-	-
Total	41,879.90	-	-	41,879.90	16,013.36	1,927.48	-	17,940.84	567.54	23,371.53	25,299.00
Previous Year	17,904.25	23,975.65	-	41,879.90	14,057.61	1,955.75	-	16,013.36	567.54	25,299.00	
Capital Work In Progress (refer note ii & iii)											14,062.78

i) As per the modified policy for expansion of FM Radio Broadcasting Services through Private Agencies (Phase III), effective April 1, 2015 the Company was given the option to migrate all its existing licenses from Phase II regime to Phase III regime on payment of Non Refundable One Time Migration Fees (NOTMF). NOTMF for each station was notified by the MIB on September 24, 2015. The Company had exercised the option to migrate 44 out of its 45 stations from Phase II to Phase III for which the gross migration fees was ₹ 26,807.94 lakhs and the net migration fees after taking into account the residual value of the Phase II licenses was ₹ 23,942.53 lakhs. NOTMF has a remaining amortization period of thirteen years as at March 31, 2017.

ii) The Company won 14 new licenses in the Phase III auctions. The Company paid ₹ 11,690.74 lakhs Non-refundable One Time Entry Fees (NOTEF) for these stations. All the Phase III licenses have a tenure of 15 years from the date of operationalization of such licenses.

iii) Includes borrowing cost of ₹ 2,372.04 lakhs (Previous year ₹ 810.21 lakhs).

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

13. Non-current Investments

	As at March 31, 2017	As at March 31, 2016
Investments in Equity Instruments (Non-trade, unquoted and at cost)		
In subsidiary companies		
Wavelength Television Private Limited (formerly known as Reliance Television Private Limited) Nil (Previous Year: 410,900) Equity Shares of ₹ 10 each fully paid up	-	4,010.00
Less: Provision for Diminution in the value of Investments	-	4,010.00
	-	-
Cinestar Advertising Private Limited Nil (Previous Year: 18,558) Equity Shares of ₹ 10 each fully paid up	-	1,336.26
Less: Provision for Diminution in the value of Investments	-	1,336.26
	-	-
BIG Magic Limited 50,000 (Previous Year: 50,000) Equity Shares of ₹ 10 each fully paid up	5.00	5.00
Less: Provision for Diminution in the value of Investments	5.00	-
	-	5.00
Vrushvik Broadcast Network Private Limited 10,000 (Previous Year: Nil) Equity Shares of ₹ 10 each fully paid up	1.00	-
	-	-
RBN US LLC 100% Ownership Interest (Previous Year: 100%)	279.70	279.70
Less: Provision for Diminution in the value of Investments	279.70	-
	-	279.70
Investment in Preference Shares (Non-trade, unquoted and at cost)		
In Subsidiary companies		
BIG Magic Limited 541,350,000 (Previous Year: Nil) Preference Shares of ₹ 10 each fully paid up	54,135.00	-
Less: Provision for Diminution in the value of Investments	54,135.00	-
	-	-
In Other companies		
Reliance Big Broadcasting Private Limited 7,500,000 (Previous Year: Nil) Preference Shares of ₹ 1 each fully paid up	75.00	-
Less: Provision for Diminution in the value of Investments	75.00	-
	-	-
	1.00	284.70
Aggregate value of unquoted investments	54,495.70	5,630.96
Aggregate Provision for Diminution in the value of Investments	54,494.70	5,346.26

14. Long Term Loans and Advances

	As at March 31, 2017	As at March 31, 2016
(Unsecured and considered good unless otherwise stated)		
Capital Advances	1,676.48	1,230.00
Security Deposit		
Secured, considered good		
Considered good	1,747.66	1,800.29
Considered doubtful	1,574.72	1,475.51
	3,322.38	3,275.80
Less: Provision for doubtful security deposit	1,574.72	1,475.51
	1,747.66	1,800.29
Loans and advances to related parties	4,729.05	68,410.90
Less: Provision for doubtful Loans and advances	713.22	6,000.00
	4,015.83	62,410.90
Loans and advances to Others	-	2,300.00
Other loans and advances		
Advance Tax (net of provision for tax)	1,225.19	1,391.03
Prepaid Expenses	1,364.60	3,370.28
	2,589.79	4,761.32
	10,029.76	72,502.50

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

15. Other Non-Current Assets

	As at March 31, 2017	As at March 31, 2016
Unsecured, considered good unless stated otherwise		
Interest accrued but not due on Loans and Advances to Related Parties	278.97	10,858.73
Less: Provision for doubtful receivable	267.38	-
	<u>11.59</u>	<u>10,858.73</u>
Interest accrued on Fixed deposits	49.46	-
Margin Deposits*	1,002.21	1,171.40
	<u><u>1,063.26</u></u>	<u><u>12,030.13</u></u>

* Balances in margin money accounts represent fixed deposits with banks with maturity of more than twelve months.

16. Inventories (valued at lower of cost and net realizable value)

	As at March 31, 2017	As at March 31, 2016
Events / Contents	199.10	171.13
	<u>199.10</u>	<u>171.13</u>

17. Trade Receivables

	As at March 31, 2017	As at March 31, 2016
Unsecured, considered good		
Outstanding for a period exceeding six months from the date they are due for payment	668.16	564.00
Other Debts	8,361.85	8,193.29
	<u>9,030.01</u>	<u>8,757.29</u>
Unsecured, considered doubtful		
Outstanding for a period exceeding six months from the date they are due for payment	664.65	357.60
Other Debts	-	-
	<u>664.65</u>	<u>357.60</u>
Less: Provision for doubtful receivables	664.65	357.60
	<u>-</u>	<u>-</u>
	<u><u>9,030.01</u></u>	<u><u>8,757.29</u></u>

18. Cash and Bank Balances

	As at March 31, 2017	As at March 31, 2016
Cash and Cash Equivalents		
Balances with banks:		
Current Accounts	1,628.52	1,718.56
Cash on hand	-	7.12
	<u>1,628.52</u>	<u>1,725.68</u>
Other Bank Balances		
In Fixed Deposits with original maturity of more than three months	-	-
Margin Deposits with maturity of less than twelve months	1,949.30	1,588.80
	<u>3,577.82</u>	<u>3,314.48</u>

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

19. Short Term Loans and Advances

	As at March 31, 2017	As at March 31, 2016
Unsecured and considered good unless otherwise stated		
Security Deposit	2.06	2.06
Loans and advances to Others	24,072.60	3,653.68
Loans and advances to employees	107.12	81.99
Other loans and advances		
Prepaid Expenses	3,178.10	2,287.81
Advance to Vendors (Refer note 30)	1,285.68	1,254.97
Claim/Other Receivables (Refer note 30)	1,989.05	1,970.03
Deposits with Service Tax authorities	32.11	32.11
Cenvat Credit Receivable	275.76	172.85
	<u>6,760.70</u>	<u>5,717.77</u>
Less: Provision for doubtful advances	3,218.03	1,082.35
	<u>27,724.45</u>	<u>8,373.15</u>

20. Other Current Assets

	As at March 31, 2017	As at March 31, 2016
Interest accrued but not due on Loans and Advances to Others	-	56.14
Interest accrued on Fixed Deposits	136.72	99.94
	<u>136.72</u>	<u>156.08</u>

21. Revenue from Operations

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Revenue from Operations		
Sale of Services	30,408.57	32,685.27
Other Operating Revenue		
Management Fees	1,197.84	1,069.45
Excess Accruals Written Back	113.86	309.34
Sundry Credit Balances Written Back	78.00	421.83
Other Revenue	8.87	2.00
	<u>31,807.14</u>	<u>34,487.89</u>
Details of services rendered		
Sale of Airtime	30,408.57	32,685.27
	<u>30,408.57</u>	<u>32,685.27</u>

22. Other Income

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Interest Income on Bank Deposits	232.33	163.88
Interest Income on loans and advances	7,571.36	7,733.15
Interest on Income Tax Refund	115.79	113.22
Income from facility sharing	60.77	132.87
Profit on sale of assets (net)	20.64	-
Profit on sale of current investments	-	601.11
Foreign Exchange Gain (net)	-	74.04
Miscellaneous Income	42.05	22.23
	<u>8,042.94</u>	<u>8,840.50</u>

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

23. Direct Expenses

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Royalty	491.15	433.16
Event Expenses	5.46	-
Transmission Expenses		
- Power & Fuel	673.81	676.13
- License Fees	199.54	176.06
- Other transmission cost	49.56	46.72
Out of Home Media Expenses	-	502.24
Television Programme Production Expenses	-	-
Revenue Sharing Licence Fees	2,153.77	2,168.05
Television Programme, Content and Other Production Expenses:		
Opening Inventory	171.13	1.75
Add : Production Expenses		
- Equipment Hire Charges	-	1.18
- Professional Fees	1,004.55	2,581.28
- Other production cost	1,047.56	115.86
Less : Closing Inventory	(199.10)	(171.13)
	5,597.43	6,531.29

24. Employee Benefit Expenses

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Salaries, wages and bonus	6,047.12	5,872.97
Contribution to Provident and other funds	256.63	240.12
Gratuity Expense	152.44	86.18
Leave Encashment	87.53	1.58
Staff Welfare Expenses	201.48	245.96
	6,745.20	6,446.81

25. Finance Costs

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Interest	8,565.73	7,035.40
Interest on Debentures	6,434.09	4,319.25
Other Borrowing Costs	1,582.26	1,365.06
	16,582.08	12,719.70
Less: Interest and other borrowing cost capitalised	1,561.83	810.21
	15,020.25	11,909.49

26. Depreciation and amortisation and impairment expense

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Depreciation/Impairment of tangible assets	690.30	834.48
Amortisation/Impairment of intangible assets	1,927.48	1,955.75
	2,617.78	2,790.23

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

27. Other Expenses

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Advertisements	1,039.02	1,477.67
Sales Incentive	526.58	1,023.21
Bank Charges	54.65	135.80
Bad Debts	-	631.12
Business Promotion	101.41	130.27
Rent, Rates and Taxes	2,750.12	2,441.57
Travelling and Conveyance	293.54	496.62
Payment to Auditor (Refer note below)	37.00	37.00
Electricity Charges	422.04	456.07
Insurance Charges	18.06	13.82
Legal and Professional Fees	403.84	635.63
Director's Sitting Fees	4.70	4.10
Loss on Sale/Disposal of Assets (net)	-	63.13
Communication Expenses	153.99	180.08
Printing and Stationery	39.53	54.57
Provision for Doubtful Debts (net of doubtful debts written off ₹ 97.43 lakh; Previous year: ₹ 845.31 lakh)	404.48	115.82
Provision for Doubtful Deposits/Advances/Others (net of doubtful advance written off ₹ Nil ; Previous year: ₹ 449.97 lakh)	2,276.14	1,035.72
Deposits/Advances Written Off	5.79	622.61
Repairs and Maintenance		
- Repairs to Machinery	311.91	276.31
- Repairs to Others	422.04	568.51
Security Charges	232.34	217.70
Housekeeping Charges	188.26	213.65
Foreign Exchange Loss (Net)	24.67	-
Computer / Internet / Intranet	202.21	210.49
Conference Expense	40.31	70.68
Other Miscellaneous Expenses	93.74	78.67
	10,046.37	11,190.82

Payment to auditor (excluding service tax)

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
As auditor:		
Audit fee	30.00	30.00
In other capacity:		
Other services (certification fees)	7.00	7.00
	37.00	37.00

28. Exceptional Items

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Loss on sale of Investment in subsidiaries (Refer note a below)	19,395.92	-
Provision for Diminution in the value of Investments (Refer note b below)	50,129.04	-
Provision no longer required written back (Refer note c below)	(6,000.00)	-
	63,524.96	-

- a) Loss on sale of Investment is due to desubsidisation of subsidiaries Wavelength Television Private Limited ₹ 11,088.96 lakhs and Cinestar Advertising Private Limited ₹ 8,306.96 lakhs

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

- b) Provision for diminution in the value of investment:

	₹ in lakhs
Provision made during the year:	
BIG Magic Limited (Equity Shares)	5.00
BIG Magic Limited (Preference Shares)	54,135.00
RBN US LLC (Equity Shares)	279.70
RBN US LLC (Loan and Interest)	980.61
Reliance Big Broadcasting Private Limited (Preference Shares)	75.00
Less: Reversal of Opening Provision	
Wavelength Television Private Limited (Equity Shares)	(4,010.00)
Cinestar Advertising Private Limited (Equity Shares)	(1,336.27)
Net Total	50,129.04

- c) Provision of ₹ 6,000.00 lakhs for loan given to Wavelength Television Private Limited has been written back during the year as the same has been recovered subsequent to the balance sheet date.

29 Contingent Liabilities

Particulars	March 31, 2017	March 31, 2016
Bank Guarantees	2,976.32	2,750.61
Claims against the company not acknowledged as debt	747.20	779.20
Disputed Service tax demand (excluding penal interest)	132.73	1,376.21
Disputed Income tax demand	17.63	19.02
Disputed Stamp duty	6.70	6.70
Disputed Property Tax	2,465.30	2,465.30
Disputed Sales tax	68.04	68.04
	6,413.92	7,465.08

The company is a party to various legal proceedings in the normal course of business and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of operations or cash flows.

Other commitment

In view of the loss during the year, the Company has not created Debenture Redemption Reserve in terms of Section 71(4) of the Companies Act, 2013. The Company shall create such reserve out of profit, if any in future years.

- 30** The Company is into litigations and arbitrations with various Statutory Corporations, Copyright Society and private parties for the claims made on or by the Company. These matters are subjudice and pending before various courts/ arbitrators. Pending the outcome of the said litigations and arbitrations, the Company has, on prudent basis, made provision for doubtful advances against these receivables of ₹ 2,123.70 Lakhs (previous year ₹ Nil).

31 Employee Benefits

Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year are as under :

Particulars	March 31, 2017	March 31, 2016
Employers contribution to Provident fund and other funds	256.63	240.12

Other long term employee benefits comprises encashment of leave and deferred compensation plan. The obligations for leave encashment and deferred compensation plan are recognised based on actuarial valuation carried out using the Projected Unit Credit Method; expense recognised in the Statement of Profit and Loss during the current year is ₹ 87.53 Lakhs (Previous Year: ₹ 1.58 Lakhs) and ₹ NIL (Previous year ₹ 111.60 Lakhs) respectively.

Defined Benefit Plan

Gratuity

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each year of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

The obligation for leave encashment is recognised in the same manner as gratuity.

I. Reconciliation of opening and closing balances of Defined Benefit obligation

Particulars	March 31, 2017	March 31, 2016
Gratuity (Unfunded)		
Defined Benefit obligation at beginning of the year	225.76	173.65
Current Service Cost	38.94	31.81
Interest Cost	16.33	13.29
Actuarial (gain)/loss	26.80	41.08
Past Service Cost	70.37	-
Benefits Paid	(33.37)	(34.07)
Defined Benefit obligation at the end of the year	344.83	225.76

II. Reconciliation of fair value of assets and obligations

Particulars	March 31, 2017	March 31, 2016
Gratuity (Unfunded)		
Fair value of plan assets at the end of the year	-	-
Present value of obligation at the end of the year	344.83	225.76
Liability recognised in the Balance Sheet	344.83	225.76

III. Expense/(Income) recognised during the year

Particulars	March 31, 2017	March 31, 2016
Gratuity		
Current Service Cost	38.94	31.81
Interest Cost	16.33	13.29
Expected return on plan assets	-	-
Actuarial (gain) / loss	26.80	41.08
Past Service Cost	70.37	-
Expense/(Income) recognised during the Year	152.44	86.18

IV. Experience Adjustments

Particulars	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013
Defined Benefit Obligation	344.83	225.76	173.65	138.37	139.01
Plan Assets	-	-	-	-	-
Surplus / (Deficit)	(344.83)	(225.76)	(173.65)	(138.37)	(139.01)
Experience Adjustments on Plan Liabilities	19.52	40.99	15.34	7.61	(25.93)
Experience Adjustments on Plan Assets	-	-	-	-	-

V. Actuarial assumptions

Particulars	March 31, 2017		March 31, 2016	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Mortality Table (Indian Assured Lives Mortality)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)
Discount rate (per annum)	6.50%	6.50%	7.35%	7.35%
Expected rate of return on plan assets (per annum)	-	-	-	-
Rate of escalation in salary (per annum)	7%	7%	7%	7%

The estimates for rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors. The above information is certified by the actuary.

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

32 Disclosure of Segment Reporting under AS 17

As per Accounting Standard on Segment Reporting, Segment information has been provided in the notes to consolidated financial statements.

33 Disclosure of Related Party under AS 18

Holding Company

Reliance Land Private Limited

Parties where control exists

Subsidiary Companies and step down subsidiary companies

Wavelength Television Private Limited (WTPL) (formerly known as 'Reliance Television Private Limited') (up to January 2, 2017)

Cinestar Advertising Private Limited (CAPL) (up to January 2, 2017)

Azalia Distribution Private Limited (up to January 2, 2017 and w.e.f. February 1, 2017)

Azalia Broadcast Private Limited (up to January 2, 2017 and w.e.f. February 1, 2017)

Big Magic Limited

RBN US LLC

Reliance TV US LLC (Up to March 30, 2017)

Georgeville Television LLC (Up to March 30, 2017)

GTVV DevCo LLC (Up to March 30, 2017)

Vrushvik Broadcast Network Private Limited (VBNPL) (formerly known as Vrushvik Advertising Private Limited) (w.e.f June 30, 2016)

Fellow Subsidiary Companies

Vrushvik Entertainment Private Limited

Azalia Media Services Private Limited

Other related parties with whom transactions have taken place during the year

Significant Shareholders, Key Management Personnel and their relatives

Relationship	Name of the Related party	Remarks
Key Managerial Personnel	Tarun Katial	Chief Executive Officer
Key Managerial Personnel	Asheesh Chatterjee	Chief Financial Officer
Key Managerial Personnel	Shikha Kapadia	Company Secretary

Transactions with Related Parties

Particulars	March 31, 2017	March 31, 2016
Subsidiary Company		
Wavelength Television Private Limited (formerly known as Reliance Television Private Limited)		
<u>Loan Given</u>		
Opening Balance	6,000.00	*2418.22
Given during the year	67.00	131.00
Received back during the year	3,000.00	2,549.21
Closing Balance	N.A.	* -
* Net of provision ₹ 60,00.00 lakhs		
Investment in Preference shares	7,080.00	-
Interest Income	0.29	121.80
Reimbursement of Expenses Paid	0.20	1.45
<u>Closing Balance</u>		
Investment in equity shares (net of provision of ₹ Nil; Previous year Provision ₹ 4,010.00 Lakhs))	-	-
Investment in Preference shares	-	-
Interest receivable	N.A.	-
Sundry Creditors	N.A.	0.15
Cinestar Advertising Private Limited		
<u>Loan given</u>		
Opening Balance	-	7,355.30

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

Particulars	March 31, 2017	March 31, 2016
Given during the year	814.30	2,376.50
Received back during the year	700.00	9,731.80
Closing Balance	N.A.	-
Investment in Preference shares	6,971.70	-
Interest Income	0.49	429.69
Provision for diminution in the value of investment	-	1,336.26
<u>Closing Balance</u>		
Investment in equity shares (net of provision of ₹ Nil; Previous year Provision ₹ 1336.26 Lakhs))	-	-
Investment in Preference shares	-	-
Interest receivable	N.A.	-
Big Magic Limited		
<u>Loan Given</u>		
Opening Balance	61,681.08	32,689.06
Given during the year	35,779.64	41,198.06
Received back during the year	72,750.51	12,206.05
Transferred upon Demerger	24,072.53	-
Closing Balance	637.68	61,681.08
Sale of Airtime	1,656.02	2,217.69
Management Fees	1,113.94	903.63
Interest Income	6,374.81	6,230.34
Reimbursement of Expenses Received	36.61	309.32
Advertisement Expenses	36.58	90.76
Royalty Expense	-	7.09
Reimbursement of Expenses Paid	0.09	3.12
Sale of Fixed Assets	-	301.35
Purchase of Fixed Asset	173.80	-
<u>Closing Balance</u>		
Investment in equity shares (net of provision of ₹ 5 lakhs; previous year ₹ Nil))	-	5.00
Investment in Preference shares (net of provision of ₹ 54,135 lakhs; previous year ₹ Nil))	-	-
Sundry Debtors (net of transferred upon demerger ₹ 317.85 lakhs)	-	-
Sundry Creditors (net of transferred upon demerger ₹ 2.41 lakhs)	-	-
Interest receivable	-	10,760.47
Vrushvik Broadcast Network Private Limited		
<u>Loan Given</u>		
Opening Balance	-	-
Given during the year	74.15	-
Received back during the year	5.31	-
On amalgamation of CAPL and WTPL with VBNPL	3,309.30	-
Closing Balance	3,378.14	-
Interest Income	23.47	-
<u>Closing Balance</u>		
Investment in equity shares	1.00	-
Interest Receivable	11.28	-
RBN US LLC		
<u>Loan Given</u>		
Opening Balance	729.66	790.52
Given during the year	# 16.44	# 46.99
Received back during the year	-	107.85
Closing Balance (net of provision ₹ 713.22 lakhs; previous year: ₹ Nil))	-	729.66
Interest Income	171.17	181.78
Reimbursement of Expenses Received	10.23	-

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

Particulars	March 31, 2017	March 31, 2016
Closing Balance		
Investment in equity shares (net of provision ₹ 279.70 lakhs; previous year: ₹ Nil))	-	279.70
Interest receivable (net of provision ₹ 267.38 lakhs; previous year: ₹ Nil))	-	98.43
Sundry Debtors	11.76	-
#includes foreign exchange loss on revaluation ₹ 16.44 lakhs (previous year gain ₹ 46.99 lakhs)		
GEORGEVILLE TELEVISION LLC		
Reimbursement of Expenses Received	1.04	-
Closing Balance	N.A.	-
GVTV DEVCO LLC		
Reimbursement of Expenses Received	0.19	-
Closing Balance	N.A.	-
RELIANCE TV US LLC		
Reimbursement of Expenses Received	0.35	-
Closing Balance	N.A.	-
Step Down Subsidiary Company		
Azalia Broadcast Private Limited		
Reimbursement of Expenses Received	-	0.02
Fellow Subsidiary Companies		
VRUSHVIK ENTERTAINMENT PVT LTD		
Investment in equity shares	1.00	-
Reimbursement of Expenses Received	0.28	-
AZALIA MEDIA SERVICES PVT LTD		
Investment in equity shares	1.00	-
Reimbursement of Expenses Received	0.28	-
Key Managerial Personnel		
Remuneration to Tarun Katial	455.16	236.08
Remuneration to Asheesh Chatterjee	200.50	111.43
Remuneration to Shikha Kapadia	55.17	27.04

34 Lease disclosure under AS 19

The Company has taken various office premises, towers and other licenses on cancelable operating lease, where the lease agreements are normally renewed on expiry.

The company is obligated under non-cancellable leases primarily for equipments taken for setup of new radio stations and out of home division, which are renewable thereafter as per the term of the respective agreements.

The future minimum lease payments in respect of non-cancellable operating lease are as follows:

Particulars	Minimum Lease Payments	
	March 31, 2017	March 31, 2016
Amounts due within one year from the balance sheet date	240.22	305.39
Amounts due in the period between one year and five years	1,176.01	232.97
	1,416.23	538.36

The Lease rentals recognised in the statement of profit and loss is amounting to ₹ 2,127.78 Lakhs (Previous year ₹ 1,794.39 Lakhs).

35 Earnings Per Share ('EPS')

Particulars	March 31, 2017	March 31, 2016
Net profit/(loss) available for equity shareholders	(63,701.91)	4,459.75
Weighted average number of equity shares outstanding during the Year	79,451,170	79,451,170
Basic/ Diluted Earnings Per Share	(80.18)	5.61
Nominal value per share	5	5

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

36 Loans and advances in the nature of loans given to Subsidiaries

Loans and advances in the nature of loans:

Name of the Company	Particulars	March 31, 2017	March 31, 2016	Maximum Balance during the year
Wavelength Television Private Limited (formerly known as 'Reliance Television Private Limited') (ceased to be a subsidiary company w.e.f. January 2, 2017)	Subsidiary	N.A.	*-	6,000.00
Cinestar Advertising Private Limited (ceased to be a subsidiary company w.e.f. January 2, 2017)	Subsidiary	N.A.	-	114.30
Big Magic Limited	Subsidiary	637.68	61,681.08	70,130.96
Vrushvik Broadcast Network Private Limited	Subsidiary	3,378.14	-	3,393.45
RBN US LLC (net of provision ₹ 713.22 lakhs (previous year: ₹ Nil))	Subsidiary	-	729.66	713.22

(a) Loans and advances shown above, to subsidiaries fall under the category of unsecured loans and advances, repayable after four years (except RBN US LLC, which is repayable on demand) from the date of signing of the term sheet and supplemental term sheets i.e. May 30, 2011, October 1, 2012, April 1, 2013, January 1, 2014, October 1, 2014, March 1, 2015, March 1, 2016, April 1, 2016, November 9, 2016 and December 22, 2016 respectively or the date of disbursement of loan whichever is later.

(b) Loans to employees as per Company's policy are not considered.

(c) The above loans given to Companies are for "General Business Purpose".

* - net of provision of ₹ 6000.00 lakhs made against doubtful loans and advances.

37 Expenditure in foreign currency

Particulars	March 31, 2017	March 31, 2016
Travelling	1.06	23.19
Repairs and Maintenance	122.08	150.95
Others	0.72	4.07
	123.86	178.21

38 Foreign currency exposures (other than investments) not covered by forward contracts

Particulars	March 31, 2017			March 31, 2016		
	Currency	Foreign Currency Amount	Amount - Indian Rupees	Currency	Foreign Currency Amount	Amount - Indian Rupees
Loans and Other receivables	USD	15.33	994.19	USD	12.48	828.02
Trade and other payables	GBP	0.40	32.33	GBP	-	-
Trade and other payables	USD	0.05	3.20	USD	0.38	25.17

39 Details of loans given, investment made and guarantees given covered under section 186(4) of The Companies Act, 2013.

Name of the Company	March 31, 2017	March 31, 2016	Purpose
Wavelength Television Private Limited (ceased to be subsidiary company w.e.f. January 2, 2017)	NA	-	Refer note (a)
Big Magic Limited	637.68	61,681.08	Refer note (a)
RBN US LLC (net of provision ₹ 713.22 lakhs; previous year: ₹ Nil)	-	729.66	Refer note (a)
Vrushvik Broadcast Network Private Limited	3,378.14	-	Refer note (a)
Reliance Big Entertainment Pvt Ltd	-	6,000.00	Refer note (a)
Business Broadcast News Holding Ltd	-	2,300.00	Refer note (a)
Zee Entertainment Enterprises Limited	24,072.53	-	Refer note (a)

(a) The above loans given to Companies are for "General Business Purpose". Refer note 33 & 36 for the loans given during the year to subsidiary companies.

(b) Refer note 13 for Investment.

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

40 The Company has entered into two Business Transfer Agreements, dated November 23, 2016 with :

- a) Reliance Land Private Limited, Reliance Capital Limited and Vrushvik Entertainment Private Limited to transfer its undertaking comprising of 45 radio stations along with all its associated assets and liabilities for a total consideration of ₹ 1,495 Crore.
- b) Reliance Land Private Limited, Reliance Capital Limited and Azalia Media Services Private Limited to transfer its undertaking comprising of 14 radio stations along with all its associated assets and liabilities for a total consideration of ₹ 150 Crore.

Shareholders of the Company have approved the transactions by way of a special resolution passed through Postal Ballot on February 18, 2017.

The closure of these Agreements are subject to necessary regulatory approvals and fulfillment of other conditions. Long stop date of the transaction was June 30, 2017, extended to July 31, 2017 and further it is extended to September 30, 2017

The amount of revenue and expenses pertaining to the Radio Broadcasting business are as follows:

Particulars	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Income		
I. Revenue from operations	30,609.31	33,418.45
II. Other Income	62.69	-
III. Total Revenue (I+II)	30,672.00	33,418.45
IV. Expenses		
i. Direct Expenses	5,407.04	5,821.32
ii. Employee benefit expense	6,009.86	5,946.35
iii. Depreciation, amortization and impairment expense	2,617.78	2,746.84
iv. Other expenses	8,421.04	7,663.22
V. Total Expenses	22,455.72	22,177.73
Profit/(Loss) before Exceptional items and tax	8,216.28	11,240.72
Exceptional Items	-	-
Profit/(Loss) before tax	8,216.28	11,240.72
VI. Tax expense		
Current tax	-	-
Profit/(Loss) for the Year	8,216.28	11,240.72

The amount of assets and liabilities pertaining to the Radio Broadcasting business are as follows:

Particulars	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Carrying amount of assets relating to the discontinued operations	55,566.96	59,519.36
Carrying amount of liabilities relating to the discontinued operations	(5,516.00)	(4,729.03)
Net Assets/Liabilities relating to the discontinued operations	50,050.96	54,790.33

The cash flows of Radio Broadcasting business are as follows:

Particulars	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
Net cash attributable to the discontinued business		
Net cash generated from / (used in) operating activities	14,523.34	13,439.89
Net cash generated from / (used in) investing activities	(1,850.32)	(38,862.90)
Net cash generated from / (used in) financing activities	-	-

Reliance Broadcast Network Limited

Notes to the Financial Statement for the year ended March 31, 2017

(₹ in lakhs)

- 41** The Company has entered into a Demerger Agreement with Reliance Land Private Limited, Reliance Capital Limited, Reliance BIG Entertainment Private Limited, Cinestar Advertising Private Limited, Reliance BIG Broadcasting Private Limited, BIG Magic Limited, Azalia Broadcast Private Limited and Zee Entertainment Enterprises Limited for demerger of Television broadcasting and content business divisions of Reliance BIG Broadcasting Private Limited, BIG Magic Limited and Azalia Broadcast Private Limited into Zee Entertainment Enterprises Limited with the appointed date i.e. close of business hours of March 31, 2017.

The Composite Scheme of Arrangement (Scheme) has been filed with Hon'ble National Company Law Tribunal (NCLT) under the provisions of Section 391-394 and other applicable provisions of the Companies Act, 1956 and/or Section 230-232 (if applicable) and other relevant provisions of the Companies Act 2013 and rules made thereunder, as may be applicable. The Scheme has been approved by NCLT on July 13, 2017.

42 Disclosure related to Specified Bank Notes

Following is the disclosure relating to details of Specified Bank Notes (SBN) held and transacted by the Company during the period from November 8, 2016 to December 30, 2016 in accordance with the amendment to Schedule III vide G.S.R. 308(E) dated March 30, 2017 as issued by the Ministry of Corporate Affairs :

Particulars	Specified Bank Notes (Amount in ₹)	Other Denomination Notes (Amount in ₹)	Total (Amount in ₹)
Closing cash in hand on 08.11.2016	1,500.00	281.00	1,781.00
Add: Permitted receipts	-	-	-
Less: Permitted Payments	-	-	-
Less: Amount deposited in banks	1,500.00	281.00	1,781.00
Closing cash in hand on 30.12.2016	-	-	-

- 43** The Company's net worth is negative, however having regard to financial support from one of its promoters, the financial statements have been prepared on the basis that the Company is a going concern and that no adjustments are required to the carrying value of assets and liabilities.
- 44** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Dağa
Director

Parag D. Mehta

Partner
Membership No.: 113904
Mumbai
August 30, 2017

Tarun Katial
Chief Executive Officer

Mumbai
August 30, 2017

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Independent Auditors' Report on the Consolidated Financial Statement

To
**The Members,
Reliance Broadcast Network Limited**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Reliance Broadcast Network Limited ("the Company" or "the Holding Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group"), which comprises the consolidated Balance Sheet as at 31st March, 2017, the consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated

financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group as at 31st March, 2017, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note no. 39 which describes that the Group's net worth is fully eroded, indicating the existence of uncertainty that may cast doubt about the Company's ability to continue as a going concern. The company continues to get financial support from the promoter, this consolidated financial statements are prepared on a going concern basis.

Our opinion is not qualified in respect of this matter.

Other Matter

- a) The financial statements of Big Magic Limited, the subsidiary company, for the year ended 31st March, 2017 have been audited by us. The consolidated financial statements include total assets of ₹ 264.13 lakh as at 31st March, 2017, total revenues of ₹ 7,746.70 lakh and net cash outflows aggregating ₹ 152.90 lakh for the year ended on that date in respect of the aforementioned subsidiary.
- b) We did not audit the financial statements and other financial information of four subsidiaries. The consolidated financial statements includes total assets of ₹ 55,313.53 lakh as on 31st March, 2017 and total revenue of ₹ 1424.63 lakh and net cash outflows aggregating ₹ 244.77 lakh for the year ended on that date in respect of aforementioned subsidiaries. These financial statements and related other financial information have been audited by other auditors and where applicable, their conversion based on accounting principles generally accepted in India have been reported upon by other accountants whose report have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to

Reliance Broadcast Network Limited

Independent Auditors' Report on the Consolidated Financial Statement

the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors/ accountants.

Our report is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report to the extent applicable 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated 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) The matter described under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Group.
- f) On the basis of the written representations received from the directors of the Company as on 31st March, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of the subsidiary company incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

- g) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure".
- h) 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) Rule, 2014 in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Group has disclosed the impact of pending litigations on the consolidated financial position of the Group in its consolidated financial statements as referred to in Note 30 to the consolidated financial statements.
 - ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
 - iv. The Holding Company has provided requisite disclosures in the consolidated financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated 8th November, 2016 of the Ministry of Finance, during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures performed and the representations provided to us by the management, we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the management. Refer note no. 43 in the consolidated financial statements.

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No: 101720W

Parag D. Mehta
Partner
Membership No: 113904
Mumbai
August 30, 2017

Annexure to the Independent Auditor's Report on the Consolidated Financial Statement

Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of **Reliance Broadcast Network Limited** (hereinafter referred to as "the Company" or "the Holding Company") and its subsidiary companies (together referred to as "the Group"), which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statement

respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles,

and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanation given to us, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to four subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter

For **Chaturvedi & Shah**
Chartered Accountants
Firm Reg. No: 101720W

Parag D. Mehta
Partner
Membership No: 113904

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Consolidated Balance Sheet as at March 31, 2017

(₹ in lakhs)

Particulars	Notes	As at March 31, 2017	As at March 31, 2016
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	3,972.56	3,972.56
Reserves and Surplus	3	(9,417.86)	(62,834.17)
		<u>(5,445.30)</u>	<u>(58,861.61)</u>
Non-Current Liabilities			
Long-term borrowings	4	94,836.67	99,375.00
Deferred tax liabilities (net)	5	-	-
Other Long term liabilities	6	391.66	184.09
Long-term provisions	7	1,961.91	929.80
		<u>97,190.24</u>	<u>100,488.89</u>
Current Liabilities			
Short-term borrowings	8	17,197.04	10,799.38
Trade payables	9	-	-
Total Outstanding dues of micro enterprises and small enterprises		2,867.23	6,793.92
Other current liabilities	10	31,861.83	32,858.28
Short-term provisions	11	185.17	158.71
		<u>52,111.27</u>	<u>50,610.29</u>
Total		<u><u>143,856.21</u></u>	<u><u>92,237.57</u></u>
ASSETS			
Non-current assets			
Fixed assets			
Property plant and equipment	12	3,239.63	4,138.76
Intangible assets	12	23,371.53	25,311.38
Capital work-in-progress	12	14,062.78	12,500.95
Goodwill on consolidation		-	1,173.03
Non-current investments	13	53,200.00	3,000.00
Long term loans and advances	14	6,292.30	13,078.82
Other non-current assets	15	1,051.67	1,171.40
		<u>101,217.91</u>	<u>60,374.34</u>
Current assets			
Inventories	16	1,224.18	3,575.58
Trade receivables	17	9,041.96	9,796.62
Cash and bank balances	18	3,976.08	4,139.42
Short-term loans and advances	19	28,259.36	14,195.53
Other current assets	20	136.72	156.08
		<u>42,638.30</u>	<u>31,863.23</u>
Total		<u><u>143,856.21</u></u>	<u><u>92,237.57</u></u>

The accompanying notes are an integral part of the Financial Statements. 1 to 44

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Consolidated Profit and Loss for the year ended March 31, 2017

(₹ in lakhs)

Particulars	Notes	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Income			
I. Revenue from operations	21	38,271.34	38,801.55
II. Other Income	22	1,748.20	2,203.96
III. Total Revenue (I+II)		40,019.54	41,005.51
IV. Expenses			
i. Direct Expenses	23	12,880.26	20,512.71
ii. Employee benefit expense	24	7,651.07	8,429.01
iv. Finance costs	25	15,034.91	11,930.01
iii. Depreciation, amortization and impairment expense	26	2,706.12	2,881.59
v. Other expenses	27	17,548.39	21,860.33
V. Total Expenses		55,820.75	65,613.65
(Loss) before Exceptional items and tax		(15,801.21)	(24,608.14)
Exceptional Items	28	2,323.66	-
(Loss) before tax		(18,124.87)	(24,608.14)
(Loss) for the year of Continuing Operations before tax		(17,887.86)	(16,652.29)
VI. Tax Expense of Continuing Operations			
Current tax		7.25	2.09
(Loss) for the year of Continuing Operations after tax		(17,895.11)	(16,654.38)
(Loss) for the year of Discontinuing Operations before tax		(237.01)	(7,955.85)
VII. Tax Expense of Discontinuing Operations			
Current tax		-	-
(Loss) for the year of Discontinuing Operations after tax		(237.01)	(7,955.85)
(Loss) for the year		(18,132.12)	(24,610.23)
Earning per equity share [Nominal Value of Share ₹ 5]			
Basic (In ₹)	35	(22.82)	(30.98)
Diluted (In ₹)	35	(22.82)	(30.98)

The accompanying notes are an integral part of the Financials Statements. 1 to 44

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Consolidated Cash Flow Statement for the year ended March 31, 2017

(₹ in lakhs)

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit / (loss) before taxes	(18,124.87)	(24,608.14)
Adjustments for:		
Interest Income	(1,373.62)	(1,416.68)
Dividened Income	(180.00)	-
Interest Expense	15,034.91	11,930.01
Depreciation, amortisation and impairment	2,706.12	2,881.59
Provision for Doubtful debts	404.48	120.91
Bad Debts	67.06	934.51
Advances/ Deposits Written Off	1,995.97	625.25
Provision for Doubtful Deposits/Advances	2,460.71	1,035.72
Provision for Obsolete Stock	-	-
Foreign Exchange Loss (net)	(63.41)	107.96
Gain on sale of investments	(2,994.59)	(601.11)
Loss on sale of Investment	3,343.25	-
(Profit) / Loss on sale/ disposal of property plant and equipment (net)	(20.64)	85.46
Provision for Diminution of investments	75.00	-
Excess Accruals Written Back	(544.34)	555.05
Sundry Credit Balance Written Back	(210.39)	423.51
Operating profit/ (loss) before working capital changes	2,575.64	(7,925.96)
(Increase)/ Decrease in Inventories	596.87	2,398.24
(Increase)/ Decrease in Loans and Advances	2,203.78	(2,362.96)
(Increase)/ Decrease in Debtors	(1,198.89)	(1,196.43)
Increase/(Decrease) in Current Liabilities and Provisions	2,677.54	7,391.54
Cash generated from operations	6,854.94	(1,695.57)
Taxes Paid	132.43	60.04
Net cash generated from / (used in) operating activities (A)	6,987.37	(1,635.53)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(1,656.97)	(37,423.27)
Sale Proceeds from Fixed Assets	12.21	399.97
Purchase of Current Investments	(75.00)	(55,575.68)
Sale of Current Investments	300.00	56,176.79
Proceeds from sale of subsidiaries	2.21	-
Fixed deposits with Bank	(191.31)	(2,227.42)
Interest Income	1,343.52	1,364.02
Net cash generated from / (used in) investing activities (B)	(265.35)	(37,285.59)

Consolidated Cash Flow Statement for the year ended March 31, 2017

(₹ in lakhs)

	For The Year Ended March 31, 2017	For The Year Ended March 31, 2016
CASH FLOWS FROM FINANCING ACTIVITIES		
Net Increase/(Decrease) in Short Term Borrowings	6,397.66	2,677.96
Proceeds from Long Term Borrowings	-	20,000.00
Repayment of Long Term Borrowings	(4,778.68)	(2,496.61)
Proceeds from Issue of Debentures (net of Debenture Issue Expenses)	7,500.00	60,000.00
Redemption of debentures	-	(20,000.00)
Premium on redemption of debentures	-	(5,640.36)
Dividened Received	180.00	-
Interest Paid	(14,915.46)	(15,738.60)
Net cash generated from / (used in) financing activities (C)	(5,616.48)	38,802.39
Net increase/(decrease) in cash and cash equivalents (A + B + C)	1,105.54	(118.73)
Cash and cash equivalents at beginning of the year	2,550.62	2,669.34
Cash and cash equivalents transferred on sale of subsidiaries	(1,957.33)	-
Cash and cash equivalents received on Amalgamation	331.65	-
Cash and cash equivalents transferred on de-merger (Refer Note 41)	(3.69)	-
Cash and cash equivalents at end of the year	2,026.78	2,550.62

Note: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification /disclosure.

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904

Tarun Katial
Chief Executive Officer

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Mumbai
August 30, 2017

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

1. Summary of significant accounting policies

i Basis of preparation

These consolidated financial statements are prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention.

These consolidated financial statements relate to Reliance Broadcast Network Ltd. ('the Company / Parent Company'), its subsidiary companies, associates and joint ventures. The Company along with its subsidiaries, associates and joint ventures constitute 'the Group'.

The financial statements of the subsidiaries, associates and joint ventures used in the consolidation are for the same reporting period as the Company i.e. year ended March 31, 2017.

ii Principles of consolidation

The consolidated financial statements are prepared in accordance with AS 21 - 'Consolidated Financial Statements', AS 23 - 'Accounting for Investments in Associates in Consolidated Financial Statements' and AS 27 - 'Financial Reporting of Interest in Joint Ventures'.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as a Parent company's separate financial statements.

The consolidated financial statements have been consolidated on the following basis:

Subsidiaries

The excess of cost to the Group of its investment in subsidiaries over its portion of equity in the subsidiaries at the respective dates on which investments in such subsidiaries was made is recognised in the financial statements as goodwill and any excess of assets over the investment of the Group in a subsidiary is transferred to Capital Reserve. The Group's portion of equity in the subsidiaries is determined on the basis of the book value of assets and liabilities as per the financial statements of the subsidiaries as on the date of the investment.

The financial statements of the Parent company and its subsidiaries have been consolidated on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra group balances and intra group transactions and unrealised profits / losses. The amounts shown in respect of reserves/accumulated losses comprise the reserve/accumulated losses as per the balance sheet of the Parent Company and its share in the post-acquisition increase/decrease in the relevant reserve/accumulated losses of the subsidiaries.

The amount of Goodwill and Capital Reserve are presented on a net basis for each subsidiary.

Associates

Where the Company directly or indirectly through subsidiaries holds 20% or more of equity shares, investments in associates are accounted for using equity method in accordance with Accounting Standard ("AS") 23 "Accounting for Investments in Associates in Consolidated Financial Statements" as referred to in the Accounting Standard Rules. The Company accounts for its share in the change in the net assets of the associates, post acquisition, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss, based on available information. The difference between the cost of investment in the associates and the share of net assets, at the time of acquisition of shares in the associates, is identified in the financial statements as Goodwill or Capital Reserve, as the case may be.

Joint venture entities

Interest in joint venture is accounted by using the proportionate consolidated method.

The list of subsidiaries considered in these consolidated financial statements with percentage holding is summarized below:

Name of Subsidiary	Country of Incorporation	Ownership Interest March 31, 2017	Ownership Interest March 31, 2016
Wavelength Television Private Limited (Previously known as Reliance Television Private Limited) (Upto January 2, 2017)*	India	N.A.	100%
Cinestar Advertising Private Limited (Upto January 2, 2017)*	India	N.A.	100%
BIG Magic Limited	India	100%	100%
RBN US LLC	United States of America	100%	100%
Vrushvik Broadcast Network Private Limited (Previously known as Vrushvik Advertising Private Limited) (W.e.f. June 30, 2016)#	India	100%	NA

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

The list of step-down subsidiaries considered in these financial statements with percentage shareholding is summarised below:

Name of Step-down Subsidiary	Country of Incorporation	Ownership Interest March 31, 2017	Ownership Interest March 31, 2016
Azalia Distribution Private Limited (Upto January 2, 2017 and wef February 1, 2017)* & #	India	100%	100%
Azalia Broadcast Private Limited (Upto January 2, 2017 and wef February 1, 2017)* & #	India	100%	100%
Reliance TV US LLC (upto March 30, 2017) **	United States of America	NA	65%
Georgeville Television LLC (upto March 30, 2017) **	United States of America	NA	81%
GVTV DevCo LLC (w.e.f. October 2, 2014) (upto March 30, 2017) **	United States of America	NA	100%

* The Company had transferred its 100% equity and preference shares investment in Wavelength Television Private Limited (Previously known as Reliance Television Private Limited) and Cinestar Television Private Limited to Reliance BIG Entertainment Private Limited on January 2, 2017. As a result, Azalia Distribution Private Limited and Azalia Broadcast Private Limited ceased to be the step down subsidiary of the Company with effect from the same date.

** RBN US LLC has transferred its entire 65% investment in membership rights to Reliance BIG Entertainment US LLC on March 31, 2017. As a result, Reliance TV US LLC, Georgeville Television LLC and GVTV DevCo LLC ceased to be the step down subsidiary of the Company with effect from the same date.

Pursuant to the Scheme of Amalgamation, under section 230 to 232 and other applicable sections of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof) for the time being in force for the merger of Innovative Insurance Services Limited, Cinestar Advertising Private Limited and Wavelength Television Private Limited with Vrushvik Broadcast Network Private Limited, filed with National Company Law Tribunal (NCLT), with appointed date of February 1, 2017. The scheme has been approved by NCLT on July 5, 2017. As a result, Azalia Distribution Private Limited and Azalia Broadcast Private Limited became the step down subsidiary of the Company with effect from the appointed date.

The list of associate entities considered in these financial statements with percentage shareholding is summarised below:

Name of Joint Venture	Country of Incorporation	Ownership Interest March 31, 2017	Ownership Interest March 31, 2016
Azalia Broadcast Private Limited (Wef January 2, 2017 and upto February 1, 2017) ##	India	NA	NA

The Company had transferred its 100% equity and preference shares investment in Cinestar Advertising Private Limited on January 2, 2017. As a result, Azalia Broadcast Private Limited ceased to be the subsidiary of the Company with effect from the same date. However BIG Magic Limited continued to hold 45.08% equity share capital of Azalia Broadcast Private Limited. As a result of which, Azalia Broadcast Private Limited became the associate enterprise of the Group. Pursuant to the merger of Cinestar Advertising Private Limited into Vrushvik Broadcast Network Private Limited with appointed date of February 1, 2017, Azalia Broadcast Private Limited ceased to be an associate enterprise and became the step down subsidiary of the Company.

Additional information, as required under Schedule III to the Companies Act, 2013, of entities consolidated as subsidiary / Joint ventures :

	Net Assets (total assets – total liabilities)		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Parent				
Reliance Broadcast Network Limited	4.64	(56,878.73)	0.47	(63,701.94)
Subsidiaries				
Indian				
1. Big Magic Limited	0.03	(373.27)	0.09	(12,685.68)
2. Wavelength Television Private Limited	0.24	(2,993.55)	0.00	(172.47)
3. Cinestar Advertising Private Limited	(0.03)	389.18	0.00	(211.14)

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

	Net Assets (total assets - total liabilities)		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
4. Azalia Broadcast Private Limited	(0.01)	171.23	0.00	(259.32)
5. Vrushvik Broadcast Network Private Limited	(4.14)	50,779.58	0.00	(64.76)
Foreign				
1. RBN US LLC	(0.00)	50.55	(0.00)	592.29
Eliminations	0.28	(3,409.95)	0.43	(58,370.88)
TOTAL	1.00	(12,264.95)	1.00	(134,873.88)

iii Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

iv Goodwill on Consolidation

The excess of cost to the Parent company of its investments over its portion of equity in the subsidiaries/joint venture, as at the date on which the investment was made, is recognized as goodwill in the consolidated financial statements. The Parent Company's portion of equity in the subsidiaries/joint venture is determined on the basis of the book value of assets and liabilities as per the financial statements of the subsidiaries as on the date of investment.

Goodwill is reviewed for a decline other than temporary in its carrying value, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The Group assesses the recoverability of goodwill by reference to the valuation methodology adopted by it on the acquisition date, which include strategic and synergic factors that were expected to enhance the enterprise value.

Accordingly, the Group would consider that there exists a decline other than temporary in the carrying value of goodwill when, in conjunction with its valuation methodology, its expectations with respect to the underlying acquisitions it has made deteriorates with adverse market conditions.

v Fixed assets and depreciation/ amortisation

a. Property plant and equipment

Property plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Cost includes freight, duties, taxes (other than those recoverable from tax authorities) and other expenses related directly/indirectly to the acquisition/ construction and installation of the fixed assets for bringing the asset to its working condition for its intended use.

Depreciation on fixed assets is provided on the straight line method over the useful life of assets as prescribed in Schedule II of the The Companies Act, 2013.

Leasehold improvements are depreciated over the lower of the useful life of the asset and the lease term, on a straight line basis.

Bus Queue Shelters under BOT Schemes are depreciated over the useful life being the contract period on uniform basis.

Individual assets costing up to ₹ 0.05 lakh are depreciated fully in the year of acquisition.

b. Intangible assets

Intangible assets, all of which have been acquired and are controlled through custody or legal rights, are capitalised at cost, where they can be reliably measured. Where capitalised, intangible assets are regarded as having a limited useful economic life and the cost is amortised over the lower of useful life and 10 years.

Application software purchased, which is not an integral part of the related hardware, is shown as intangible assets and amortised on a straight line basis over its useful life, not exceeding ten years, as determined by management.

One Time Entry Fees paid for acquiring FM radio broadcasting licenses has been capitalised as an asset and is amortised over a period of ten years, being the period of the license, from the date of operationalisation of the station.

Purchased goodwill is recognised on the basis of excess of purchase consideration paid over the value of the assets acquired at the time of acquisition and is amortised over its estimated useful life not exceeding five years.

vi Impairment

In accordance with AS 28 - 'Impairment of Assets', where there is an indication of impairment of the Company's assets, the carrying amounts of the Company's assets are reviewed at each balance sheet date to determine whether there is any impairment. The recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. Impairment loss is recognised in the statement of profit and loss.

Value in use is present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life.

vii Investments

Investments are classified as long term or current based on intention of the management at the time of purchase. Current investments are valued, scrip wise, at cost or fair value, whichever is lower. Long-term investments are carried at carrying cost less diminution in value which is other than temporary, determined separately for each individual investment.

viii Inventories

Inventories comprise of Events, contents, television programs (purchased or produced in house), music, movies and merchandise.

Inventories are stated at lower of cost or net realisable value. Where the realizable value on the basis of its estimated useful economic life is less than its carrying amount, the difference is charged to statement of profit and loss.

Cost of Event / Content which does not create any rights are charged to the statement of profit and loss on exploitation.

Event / Content cost covers the cost of acquisition/ execution of the award, function / concerts, cost of content sports events, video albums etc.

Television programs under production are stated at cost. Cost of television programs comprises of material, cost of services and other expenses incurred upto the date of Balance sheet.

Pilot episodes are stated at cost. Pilots are written off after the end of one year from the year of production of respective pilot in case the same is not developed into a serial.

Amortisation Policy:

A) Event / Content Cost

In case rights are available in perpetuity

Costs of Annual Award/Concerts are amortised at 80% in the year of event execution and 20% in the subsequent year.

Costs of Film produced are amortised at 80% in the year of theatrical release and 20% in the subsequent year.

Costs of Other Content are amortised at 60% in the year of commercial exploitation and 40% over the subsequent two years equally.

B) Television Programs (purchased or produced in house), music, movies and merchandise

a) Cost of television programs, music and movies are amortised over the licensed period where the number of runs are unlimited. Where the runs are limited, the cost is amortised over the licensed period or on run basis whichever is maximum on the value of content burnt.

b) Cost of Programs acquired or produced for multiple channels are allocated based on management estimate of the revenue potential of the said program on respective channels.

Cost of television Programs acquired or produced in house, content being with the Company for perpetuity are amortized over three financial years from the date of telecast as per management estimates of future revenue potential. Program amortization commences from the date of telecast of the said program on the respective channel or within twelve months from the date of acquisition or production whichever is earlier.

The Company evaluates the realisable value and/ or revenue potential of inventory on an annual basis and appropriate written down is made in cases where accelerated written down is warranted.

c) Cost of news, events and current affairs programs are amortized in the year of telecast.

d) Merchandise is charged off to the statement of profit and loss as and when the gifts are distributed to the winners.

ix Share / Debenture Issue Expenses

Share / debenture issue expenses are adjusted against securities premium account.

x Miscellaneous expenditure and preoperative/preliminary expenses

Expense relating to incorporation of the company and preoperative/preliminary expenses are charged off to the statement of profit and loss in the year in which such expenses are incurred.

xi Employee benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss of the year in which the related service is rendered.

The Company's contribution to provident fund, which is a defined contribution scheme, is charged to the statement of profit and loss as incurred.

Post employment and other long term employee benefits are recognised as an expense in the statement of profit and loss for the year in which he employee has rendered services.

The expense is recognised at the present value of the amount payable determined using actuarial valuation carried out by an independent actuary at the balance sheet date using Projected Unit Credit Method.

xii Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The amount recognised as revenue is net of trade discounts, service tax and agency commission.

Revenue from sale of radio airtime

Revenue from Radio broadcasting is recognised on an accrual basis on the airing of the customers commercials.

Revenue from television media operations

Advertisement revenue from broadcasting is recognised, when the related advertisement appears before public i.e. on telecast.

Revenue from sale of telecast rights

Revenue from sale of telecast rights of event and content is recognized on the date when the rights are made available to the assignee for exploitation.

Revenue from television programmes

Revenue from commissioned programs are recognised as and when the relevant episodes of the programs are delivered to the channels.

Out of Home Media

Advertising space revenue, net of taxes, rebate and discount is recognised on the display of advertisements over the period of the contract.

Revenue from Experiential Marketing

Revenue from experiential marketing which includes event management and activations are recognised on the completion of the event and on the basis of related services performed, as per the contracted terms.

Interactive Revenue

Revenue from short code, short messaging service ('SMS') is recognised on acceptance of the hits by telecom operators.

Management Fees

Management fee is recognised as revenue on time proportion basis as per relevant agreements.

Graphics and Editing Revenue

Revenue from graphics and editing is recognized in accordance with the terms of the agreements with the parties.

Syndication Revenue

Sales are recognized when the rights to use are passed on to the customers, which is generally on dispatch of goods.

Subscription Revenue

Subscription revenues are recognized on an accrual basis in accordance with the terms of the contract on rendering of services.

Interest income

Interest income is recognised on a time proportion basis.

xiii Barter Transactions

Barter transactions are recognised at the fair value of consideration receivable or payable. 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.

xiv License Fees

As per the Policy Guidelines on expansion of FM Radio Broadcasting Services through private agencies (Phase-III) and Grant of Permission Agreements signed by the Company, effective April 1, 2015, license fees are charged to revenue at the rate of 4% of gross revenue for the year or 2.5% of Non-refundable One Time Entry Fees (NOTEF) for the concerned city, whichever is higher. NOTEF means successful bid amount arrived at through an ascending e-auction process.

Gross Revenue for this purpose shall mean revenue on the basis of billing rates without deduction of taxes and agency commission and net of discounts to advertisers. Barter advertising contracts shall also be included in the gross revenue on the basis of relevant billing rates.

xv Foreign currency transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of the transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary items are restated at the period ended rates. The exchange differences between the rate prevailing on the date of transaction and on settlement/restatement (other than those relating to acquisition of fixed assets) is recognised as income or expense, as the case may be.

Non-monetary items which are carried at historical costs denominated in foreign currency are reported using the exchange rate at the date of the transaction.

In respect of integral foreign operations of the company, fixed assets are translated at the rates on the date of acquisition, monetary assets and monetary liabilities are translated at the rate on the date of the balance sheet and income and expenditure are translated at the average of weekly average rates during the year.

xvi Foreign currency translations

The consolidated financial statements are reported in Indian Rupees in accordance with AS 11 – 'The Effects of Changes in Foreign Exchange Rates' which specifies translation of foreign subsidiaries on the basis of their classification as integral / non-integral to the operations of the Parent Company.

The foreign subsidiary in the United States of America fall in the criteria of integral operations and the translation of the local currency financials of integral foreign subsidiary within the Group into Indian Rupees is performed in respect of assets and liabilities other than fixed assets, using the exchange rate in effect at the balance sheet date and for revenue and expense items other than the depreciation costs, using average exchange rate during the reporting period. Net exchange difference resulting from the above translation of the financial statements of integral foreign subsidiary is recognised in the consolidated statement of profit and loss. Fixed assets are translated at exchange rates on the date of the transaction and depreciation on fixed assets is translated at exchange rates used for translation of the underlying fixed assets.

xvii Borrowing costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

xviii Leases

The Company has various operating leases, principally for radio stations, office space and equipments with various renewal options. Substantially all operating leases are cancellable as well as renewable on expiry of lease term. Rental expense in agreements with scheduled rent increases is recorded on a straight-line basis as applicable over the lease term.

xix Earning Per Share

In determining earning per share, the company considers the net result after tax and includes the post tax effect of any extraordinary /exceptional item. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted earning per share comprises the weighted average shares considered for deriving basic earnings per share and also the weighted average number of shares that could have been issued on the conversion of all dilutive potential equity shares unless the results would be anti-dilutive. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date.

xx Taxation

Tax expense comprises current tax expense computed in accordance with the relevant provisions of the Income Tax Act, 1961 and deferred tax charge or credit.

Current tax provision is made based on the tax liability computed after considering tax allowances and exemptions, in accordance with the Income Tax Act, 1961. Deferred tax charge or credit and the corresponding deferred tax liability or asset is recognised for timing differences between the profits/ losses offered for income taxes and profits/ losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realized in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down/up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

xxi Provisions and contingencies

Provisions comprise liabilities of uncertain timing or amount. Provisions are recognised when the Company recognizes it has a present obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

2. Share Capital

	As at March 31, 2017	As at March 31, 2016
Authorised Shares		
20,00,00,000 (Previous Year: 20,00,00,000) Equity Shares of ₹ 5/- each	10,000.00	10,000.00
10,00,00,000 (Previous Year: 10,00,00,000) Preference Shares of ₹ 5/- each	5,000.00	5,000.00
	15,000.00	15,000.00
Issued, Subscribed and Paid Up		
7,94,51,170 (Previous Year: 7,94,51,170) Equity Shares of ₹ 5/- each fully paid up	3,972.56	3,972.56
Total issued, subscribed and paid up share capital	3,972.56	3,972.56

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

Equity Shares

	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	79,451,170	3,972.56	79,451,170	3,972.56
Issued during the year	-	-	-	-
Outstanding at the end of the year	79,451,170	3,972.56	79,451,170	3,972.56

b. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends if any, in Indian rupees. The dividend proposed if any, by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the 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% shares of the company

	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	Percentage of holding	No. of Shares	Percentage of holding
Equity shares of ₹ 5 each fully paid				
Reliance Land Private Limited	58,786,840	73.99	58,511,958	73.64
Reliance Capital Limited	15,727,957	19.80	15,727,957	19.80

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

3. Reserve & Surplus

	As at March 31, 2017	As at March 31, 2016
Capital Reserve		
Balance as per last balance sheet	3,497.24	3,497.24
Add : Adjustments on demerger of Television Broadcasting Business (Refer note 41)	18,390.67	-
Add : On Amalgamation (Refer note 42)	50,804.30	-
	<u>72,692.21</u>	<u>3,497.24</u>
Securities Premium Account		
Balance as per last balance sheet	29,726.40	31,063.09
Less: Premium Payable on Redemption of Debentures	995.64	1,336.69
	<u>28,730.76</u>	<u>29,726.40</u>
Capital Reserve on Consolidation	3,645.10	-
Debenture Redemption Reserve		
As per last balance sheet	7,751.53	5,000.00
Add : Transferred from statement of profit & loss	-	2,751.53
	<u>7,751.53</u>	<u>7,751.53</u>
(Deficit) in the statement of Profit & Loss		
As per last balance sheet	(103,809.34)	(76,447.58)
Less: Adjustments on demerger of Television Broadcasting Business (Refer note 41)	(296.00)	-
Add: Loss for the year	(18,132.12)	(24,610.23)
	<u>(122,237.46)</u>	<u>(101,057.81)</u>
Less : Appropriations out of current year profit Transferred to Debenture Redemption Reserve	-	2,751.53
	<u>(122,237.46)</u>	<u>(103,809.34)</u>
Total Reserve & Surplus	<u>(9,417.86)</u>	<u>(62,834.17)</u>

4. Long Term Borrowings

	As at March 31, 2017		As at March 31, 2016	
	Current	Non-current	Current	Non-current
Secured				
Non-Convertible Debentures (refer note a,b,c,d,e,f)	-	67,500.00	-	60,000.00
Loan from Banks (refer note g,h,i)	12,038.33	27,336.67	2,125.00	39,375.00
	<u>12,038.33</u>	<u>94,836.67</u>	<u>2,125.00</u>	<u>99,375.00</u>
Unsecured				
Loans from body corporates (refer note j)	-	-	2,653.68	-
Loan From Bank (refer notes k)	15,000.00	-	15,000.00	-
	<u>15,000.00</u>	<u>-</u>	<u>17,653.68</u>	<u>-</u>
Total	<u>27,038.33</u>	<u>94,836.67</u>	<u>19,778.68</u>	<u>99,375.00</u>

- a. The Company had issued 9.5% 1,500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 15,000.00 lakh (Previous year ₹ 15,000.00 Lakh), having face value of ₹ 10.00 lakh each on a private placement basis on 'May 13, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties 'and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non 'current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum 'asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium 'thereon along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of 'debenture holder 'for timely repayment of all amounts, from one of the promotor of

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

the Company. The debentures are redeemable in three equal installments at the end of 3 years and 1 day, 4 years and 5 years from date of allotment.

- b. The Company had issued 9.5% 2,000 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 20,000.00 lakh (Previous year ₹ 20,000.00 lakh), having face value of ₹ 10.00 lakh each on a private placement basis on July 20, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium thereon along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of debenture holder for timely repayment of all amounts, from one of the promoter of the Company. The debentures are redeemable in three equal installments at the end of 3 years, 4 years and 5 years from date of allotment.
- c. The Company had issued 9.5% 1,500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 15,000.00 lakh (Previous year ₹15,000.00 lakh), having face value of ₹ 10.00 lakh each on a private placement basis on August 6, 2015. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon and redemption premium thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that Promoter. The obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debenture are redeemable in three equal installments at the end of 2 years 10 months 22 days, 4 years and 5 years from date of allotment.
- d. The Company had issued 11.6% 1,000 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 10,000.00 lakh (Previous year ₹ 10,000.00 lakh), having face value of ₹ 10.00 lakh each on a private placement basis on October 8, 2015. The said debentures are secured inter alia by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures under all series and applicable coupon thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that promoter. The Obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debentures are redeemable in three equal installments at the end of 3 years, 4 years and 5 years from date of allotment.
- e. The Company has issued 9.4% 250 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 2,500.00 lakh (Previous year ₹ Nil), having face value of ₹ 10.00 lakh each on a private placement basis on April 13, 2016. The said debentures are secured inter alia by a first pari passu charge by way of hypothecation over i) all movable properties and fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, along with unconditional and irrevocable mandatory PUT in favor of the debenture trustee on behalf of debenture holder for timely repayment of all amounts, from one of the promoter of the Company. The debentures are redeemable at the end of 3 years from the deemed date of allotment.
- f. The Company has issued 10.25% 500 Unlisted Secured Rated Redeemable Non Convertible Debentures (Debentures) amounting ₹ 5,000.00 lakh (Previous year ₹ Nil), having face value of ₹ 10.00 lakh each on a private placement basis on September 14, 2016. The said debentures are secured by a first pari passu charge by way of hypothecation over i) all movable fixed assets of the Company, both present and future and ii) all current assets (including loans and advances) and non current assets of the company both present and future, which assets and properties are of a value sufficient to provide a minimum asset cover of 1x time the principle amount of the Debentures and applicable coupon thereon along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that Promoter. The obligation of the promoter shall be at maximum limited to the DSRA support undertaking amount. The debentures are redeemable at the end of 3 years from the deemed date of allotment.
- g. Loan from bank of ₹ 6,375.00 lakh (Previous Year: ₹ 8,500.00 lakh) carries interest rate of YBL Base Rate + 100 bps. The loan is for a tenure of 4 years from the date of first disbursement i.e. September 29, 2014 with a moratorium of 2 years and repayment in 4 half yearly equated installment thereafter. The loan is secured by first Pari-Passu charge on all the non-current assets (excluding investments) and current assets (including loans and advances) of the company and on all revenues, cash-flows, bank accounts of the company and whole of movable fixed assets alongwith unconditional and irrevocable corporate guarantee from one of the promoter of the Company.
- h. Loan from bank of ₹ 10,000.00 lakh (Previous Year: ₹ 10,000.00 lakh) carries interest rate of Indusind Bank Base Rate, payable monthly. The loan is for a tenure of 5 years from the date of first disbursement with a moratorium of 2 years. Loan is repayable in 3 equal installments at the end of 3rd, 4th and 5th year from the date of first disbursement i.e February 16, 2015. The loan is secured by first Pari-Passu charge on entire non-current assets and current assets of the company and

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

on first Pari-Passu charge on all movable fixed assets of the company along with an undertaking from one of the promoter of the Company that any shortfall in maintenance of the DSRA for the facility shall be maintained by that promoter.

- i. Loan from bank of ₹ 23,000.00 lakh (Previous Year: ₹ 23,000.00 lakh) carries interest rate of Indusind Bank Base Rate payable monthly. The loan is for a tenure of 5 years from the date of each disbursement with a moratorium of 2 years and repayable in 11 quarterly equal installment starting from the end of 30th month from the date of disbursement i.e March 31, 2015. The loan is secured by first Pari-Passu charge on entire non-current assets and current assets of the company and on first Pari-Passu charge on all movable fixed assets of the company.
- j. Loan from body corporates of ₹ Nil (Previous Year: ₹ 2,653.68 lakh) carried interest rate of IRR 12.5%. The terms of repayment was on 8 quarterly equated installment basis from the date of disbursement of loan i.e. March 10, 2015.
- k. Loan from Bank of ₹ 15,000.00 lakh (Previous Year: ₹ 15,000.00 lakh) carries interest rate of 11.5% payable monthly. The terms of repayment was repayment in full after 36 months from the drawdown date i.e March 28, 2014 except in case of the exercise of the Call /Put Option by either party providing 7 (Seven) days written notice to other party on option date, to repay all outstanding due (Option date is the date occurring on the expiry of 18 (Eighteen) months from the drawdown date. Unconditional and irrevocable corporate guarantee is given by one of the promoter of the Company. The expiry of the loan has been revised to 39 months and additional period of 3 months carries interest rate of 10% payable monthly.

5. Deferred Tax Liability (net)

Particulars	As at March 31, 2017	As at March 31, 2016
Deferred Tax Liability		
Related to Fixed Assets	2,188.99	1,023.02
Deferred Tax Asset		
Other disallowances under Income Tax Act, 1961	2,188.99	1,000.88
Carry forward business loss / unabsorbed depreciation	-	22.15
Net deferred tax liability at the end of the year	-	-

Note: In the absence of virtual certainty, deferred tax assets has been recognised to the extent it can be realised against reversal of deferred tax liability.

6. Other Long Term Liabilities

Particulars	As at March 31, 2017	As at March 31, 2016
Lease Rent Liability	391.66	144.33
Security Deposits	-	39.76
	391.66	184.09

7. Long Term Provisions

Particulars	As at March 31, 2017	As at March 31, 2016
Provision for employee benefits (refer note 31)		
Gratuity	216.45	162.67
Leave benefits	48.64	8.58
Deferred Compensation	-	57.37
Premium payable on Redemption of Debentures	1,696.82	701.18
	1,961.91	929.80

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

8. Short Term Borrowings

	As at March 31, 2017	As at March 31, 2016
Loans repayable on demand (secured)		
From Banks (refer note a)	3,666.39	3,970.38
From Body corporates (refer note b, c, d, e, f)	8,650.00	4,029.00
Other loans & advances (Unsecured)		
From Body corporates (refer note g, h, i, j)	4,880.65	2,800.00
	17,197.04	10,799.38

Nature of security and other terms:

- a. Loan from bank ₹ 3,666.39 lakh (Previous year: ₹ 3,970.38 lakh) is secured by first pari passu charge on, the entire current assets of the Company, existing and future, comprising, inter alia, stocks of raw material, work in progress, finished goods and other current assets, the entire book debts and receivables of the Company existing and future, the entire movable fixed assets of the Company, existing and future including without limitation movable plant and machinery etc. along with an unconditional and irrevocable corporate guarantee from one of the promoter of the Company. It is repayable on demand bearing interest rate at Bank's base rate + 175 bps p.a.
- b. Secured Loan from body corporates of ₹ Nil (Previous Year: ₹ 3,000.00 lakh) was carrying interest at the rate of 15.5% and was repayable after a term of One year from the date of disbursement i.e. on February 4, 2016. The Loan was secured by residual charge on all current assets.
- c. Secured Loan from body corporates of ₹ 1,150.00 lakh (Previous Year: ₹ 1,029.00 lakh) is carrying interest at the rate of 15.5% and is due on April 1, 2017 as per the amendment in the loan term sheet. The Loan is secured by residual charge on all current assets.
- d. Secured Loan from body corporates of ₹ 5,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on April 1, 2017. The Loan is secured by residual charge on all
- e. Secured Loan from body corporates of ₹ 1,500.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on May 15, 2017. The Loan is secured by residual charge on all current assets.
- f. Secured Loan from body corporates of ₹ 1,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 15.5% and is repayable on October 1, 2017. The Loan is secured by residual charge on all current assets.
- g. Unsecured loan from body corporates ₹ Nil (Previous Year: ₹ 500.00 lakh) was carrying interest at the rate of 13% and was repayable after a term of one year from the date of disbursement. The loan was repaid on February 8, 2017.
- h. Unsecured loan from body corporates ₹ Nil (Previous Year: ₹ 2,300.00 lakh) was carrying interest at the rate of 11.5% and was repayable after a term of one year from the date of disbursement. The expiry of the loan was extended till June 29, 2017, however the loan was repaid on March 30, 2017.
- i. Unsecured loan from body corporates ₹ 3,000.00 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 13% and repayable on June 19, 2017.
- j. Unsecured loan from body corporates ₹ 1,880.65 lakh (Previous Year: ₹ Nil) is carrying interest at the rate of 13% and repayable on September 29, 2017.

9. Trade Payables

	As at March 31, 2017	As at March 31, 2016
Micro, Small and Medium Enterprises (Refer Note 9.1)	-	-
Others	2,867.23	6,793.92
	2,867.23	6,793.92

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

9.1 Disclosures relating to amounts payable as at the year end together with interest paid / payable to Micro, Small and Medium Enterprises have been made in the accounts, as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent of information available with the Company determined on the basis of intimation received from suppliers regarding their status and the required disclosure are given below:

Particulars	As at March 31, 2017	As at March 31, 2016
Principal amount remaining unpaid	-	-
Interest due thereon	-	-
Interest paid by the company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year.		
Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006		
Interest accrued and remaining unpaid	-	-
Further interest remaining due and payable even in the succeeding period until such date when the interest dues as above are actually paid to the small enterprise.	-	-
	-	-
	-	-

10. Other Current Liabilities

	As at March 31, 2017	As at March 31, 2016
Current maturities of long term borrowings (refer note 4)	27,038.33	19,778.68
Interest accrued but not due on borrowings	1,477.97	1,358.52
Others		
Deposits from customers, employees and others	0.07	0.07
Product development contribution	-	2,919.59
Advance from Customers	155.72	3,095.29
Statutory Dues Payable	417.17	512.57
Balance with Bank - Overdrawn as per Books	-	13.16
Employee Benefits Payable	40.13	1,000.45
Security deposit from Others	-	6.10
Provision for Expenses	2,719.03	4,166.39
Provision for tax	9.41	-
Other Payables	4.00	7.46
	31,861.83	32,858.28
	31,861.83	32,858.28

11. Short Term Provisions

	As at March 31, 2017	As at March 31, 2016
Provision for employee benefits (refer note 31)		
- Gratuity	128.92	97.03
- Leave benefits	40.78	7.45
- Deferred Compensation	15.47	54.23
	185.17	158.71
	185.17	158.71

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

13. Non-current Investments

	As at March 31, 2017	As at March 31, 2016
Investment in Preference Shares		
Reliance Big Broadcasting Private Limited 7,500,000 (Previous year: Nil) 8% Cumulative Redeemable Preference shares of ₹ 1 each, fully paid up	75.00	-
Nil (Previous year: 300,000,000) 8% Cumulative Redeemable Preference shares of ₹ 1 each, fully paid up	-	3,000.00
Less: Provision for Diminution in the value of Investments	<u>75.00</u>	<u>-</u>
	-	3,000.00
Reliance Capital Asset Management Limited * 3,000,000 (Previous year: 3,000,000), 6% Non-cumulative Redeemable Preference Shares of ₹ 100/- each	-	-
Reliance Mediaworks Limited 1,064,000,000 (Previous year: Nil) 11.50% Redeemable Non-convertible Preference shares of ₹ 5 each fully paid up	53,200.00	-
	<u>53,200.00</u>	<u>3,000.00</u>
Aggregate value of unquoted investments	53,275.00	3,000.00
Aggregate Provision for Diminution in the value of Investments	75.00	-

* A subsidiary of the company had received 3,000,000 6% redeemable preference shares of ₹ 100 each as consideration for demerger of digital marketing undertaking.

14. Long Term Loans and Advances

	As at March 31, 2017	As at March 31, 2016
Unsecured and considered good unless otherwise stated		
Capital Advances	1,676.48	1,230.00
Security Deposit		
Considered good	1,756.59	3,770.34
Considered doubtful	<u>1,574.72</u>	<u>1,475.51</u>
	3,331.31	5,245.85
Less: Provision for doubtful security deposit	<u>1,574.72</u>	<u>1,475.51</u>
	1,756.59	3,770.34
Loans and advances to Others	-	2,300.00
Other loans and advances		
Advance Tax (net of provision for tax)	1,492.74	1,632.42
Prepaid Expenses	1,364.60	3,370.28
Cenvat credit receivable	<u>1.89</u>	<u>775.78</u>
	<u>2,859.23</u>	<u>5,778.48</u>
	<u>6,292.30</u>	<u>13,078.82</u>

15. Other Non-Current Assets

	As at March 31, 2017	As at March 31, 2016
Unsecured, considered good unless stated otherwise		
Interest accrued on Fixed Deposits	49.46	-
Margin Deposits*	<u>1,002.21</u>	<u>1,171.40</u>
	<u>1,051.67</u>	<u>1,171.40</u>

* Balances in margin money accounts represent fixed deposits with banks with maturity of more than twelve months.

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

16. Inventories (valued at lower of cost and net realizable value)

	As at March 31, 2017	As at March 31, 2016
Events / Contents	199.10	171.13
Television Programmes and movie rights		
Under Production	1,025.08	1,451.01
Unamortised	-	1,953.44
Merchandise	-	38.94
Less: Provision for obsolescence	-	(38.94)
	<u>1,224.18</u>	<u>3,575.58</u>

17. Trade Receivables

	As at March 31, 2017	As at March 31, 2016
Unsecured, considered good		
Outstanding for a period exceeding six months from the date they are due for payment	675.74	1,033.42
Other Debts	8,366.22	8,763.20
	<u>9,041.96</u>	<u>9,796.62</u>
Unsecured, considered doubtful		
Outstanding for a period exceeding six months from the date they are due for payment	677.18	445.77
Other Debts	-	-
	<u>677.18</u>	<u>445.77</u>
Less: Provision for doubtful receivables	677.18	445.77
	<u>-</u>	<u>-</u>
	<u>9,041.96</u>	<u>9,796.62</u>

18. Cash and Bank Balances

	As at March 31, 2017	As at March 31, 2016
Cash and Cash Equivalents		
Balances with banks:		
In Current Accounts	2,026.78	2,543.46
Cash on hand	-	7.16
	<u>2,026.78</u>	<u>2,550.62</u>
Other Bank Balances		
Margin Deposits with maturity of less than twelve months	1,949.30	1,588.80
	<u>3,976.08</u>	<u>4,139.42</u>

19. Short Term Loans and Advances

	As at March 31, 2017	As at March 31, 2016
Unsecured and considered good unless otherwise stated		
Security Deposit	7.06	131.30
Loans and Advances to Others	24,583.82	3,653.68
Loans and advances to employees	107.12	85.97
Other Advances	0.42	9.83
	<u>107.54</u>	<u>95.80</u>
Other loans and advances		
Prepaid Expenses	3,178.10	3,121.91
Advance to Vendors	1,287.08	1,539.86

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

	As at March 31, 2017	As at March 31, 2016
Claims/Other receivable	1,989.05	1,970.03
Deposit with Service Tax Authorities	32.11	32.11
Other Advances	26.68	14.20
Cenvat Credit Receivable	275.76	4,731.61
	<u>6,788.78</u>	<u>11,409.72</u>
Less: Provision for doubtful advances	3,227.84	1,094.97
	<u>28,259.36</u>	<u>14,195.53</u>

20. Other Current Assets

	As at March 31, 2017	As at March 31, 2016
Interest accrued but not due on Loans and Advances to Others	-	56.14
Interest accrued on Fixed Deposits	136.72	99.94
	<u>136.72</u>	<u>156.08</u>

21. Revenue from Operations

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Sale of Services	37,265.32	36,957.48
Sale of Goods	-	457.00
Other Operating Revenue		
Management Fees	179.52	306.43
Excess Accruals Written Back	544.34	555.05
Sundry Credit Balances Written Back	210.39	423.51
Syndication Income	17.02	24.95
Other Revenue	54.75	77.13
	<u>1,006.02</u>	<u>1,387.07</u>
Revenue from Operations	<u>38,271.34</u>	<u>38,801.55</u>
Details of services rendered		
Sale of radio airtime	28,752.55	30,467.58
Television Programme Production Income	1,408.88	2,128.76
Income from Television media operations	7,103.89	4,361.14
	<u>37,265.32</u>	<u>36,957.48</u>

22. Other Income

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Interest Income on		
Bank Deposits	232.33	164.13
Others	1,017.13	1,136.73
Income Tax Refund	124.16	115.82
Dividend on Investments	180.00	31.07
Other non operating income		
Income from facility sharing	60.77	132.87
Profit on sale of current investments	-	601.11
Profit on sale of assets (net)	20.64	-
Foreign Exchange gain (Net)	64.57	-
Miscellaneous Income	48.60	22.23
	<u>1,748.20</u>	<u>2,203.96</u>

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

23. Direct Expenses

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Purchases of stock-in-trade (traded goods)	-	458.60
Royalty	491.15	433.16
Event Expenses	5.46	-
Transmission Expenses		
- Power & Fuel	673.81	676.13
- License Fees	199.54	176.06
- Other transmission cost	49.56	46.72
Out of Home Media Expenses	-	502.24
Revenue Sharing License Fees	2,153.77	2,168.05
Placement Fees	12.08	146.70
Television Programme, Content and Other Production Expenses:		
Opening Inventory	3,575.58	6,004.93
Add: Commissioned / acquisition	6,055.55	9,770.41
Add: Production Expenses		
- Equipment Hire Charges	-	167.33
- Location Hire Charges	18.70	62.40
- Professional Fees	1,004.58	3,214.97
- Other production cost	1,224.45	260.59
Less: Closing Inventory	(2,583.97)	(3,575.58)
	<u>12,880.26</u>	<u>20,512.71</u>

24. Employee Benefit Expenses

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Salaries, wages and bonus	6,906.02	7,731.82
Contribution to Provident and other funds	289.32	304.10
Gratuity Expense	140.01	97.96
Leave Encashment	97.54	2.28
Staff Welfare Expenses	218.18	292.85
	<u>7,651.07</u>	<u>8,429.01</u>

25. Finance Costs

	For the year ended March 31, 2017	For the Year Ended March 31, 2016
Interest	8,580.39	7,055.92
Interest on Debentures	6,434.09	4,319.24
Other Borrowing Costs	1,582.26	1,365.06
	<u>16,596.74</u>	<u>12,740.22</u>
Less: Interest and other borrowing cost capitalised	1,561.83	810.21
	<u>15,034.91</u>	<u>11,930.01</u>

26. Depreciation and amortisation and impairment expense

	For the year ended March 31, 2017	For the Year Ended March 31, 2016
Depreciation/ impairment of tangible assets	769.85	915.65
Amortisation/impairment of intangible assets	1,936.27	1,965.94
	<u>2,706.12</u>	<u>2,881.59</u>

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

27. Other Expenses

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Advertisements	1,212.07	3,666.86
Distribution and advertisements rights expenses	5,236.48	5,956.23
Management and distribution service fees	8.27	-
Bank Charges	96.03	216.03
Bad Debts	67.06	934.51
Business Promotion	110.08	196.71
Rent, Rates and Taxes	3,426.21	2,569.86
Travelling and Conveyance	398.40	644.13
Payment to Auditor (Refer note below)	50.15	48.40
Electricity Charges	426.85	466.25
Insurance Charges	21.31	17.80
Legal and Professional Fees	872.56	1,706.93
Director's Sitting Fees	4.70	4.10
Loss on Sale/Disposal of Assets (net)	-	85.46
Communication Expenses	164.86	211.54
Printing and Stationery	40.09	58.64
Provision for Doubtful Debts (Net of Doubtful debts written off ₹ 97.43 Lakhs; Previous year: ₹ 845.31 Lakhs)	404.48	120.91
Provision for Doubtful Deposits/Advances (Net of Doubtful debts written off ₹ Nil; Previous year: ₹ 449.97 Lakhs)	2,460.71	1,035.72
Advances/Deposits Written Off	95.97	625.25
Repairs and Maintenance		
- Repairs to Machinery	315.04	285.89
- Repairs to Others	444.59	580.21
Security Charges	237.54	222.54
Housekeeping Charges	190.18	218.28
Foreign Exchange Loss (Net)	-	102.14
Computer / Internet / Intranet	261.66	273.54
Conference Expense	40.31	72.29
Telecast and uplinking fees	168.85	238.42
Sales Incentive	615.36	1,159.42
Service Fees	41.81	-
Other Miscellaneous Expenses	136.77	142.27
	17,548.39	21,860.33

28. Exceptional Items

	For the year ended March 31, 2017	For The Year Ended March 31, 2016
Gain on Sale of Subsidiaries (Refer note a below)	(2,351.34)	-
Loss on sale of Investment (Refer note b below)	2,700.00	-
Provision for Diminution in the value of Investments (Refer note c below)	75.00	-
Deposits Written off	1,900.00	-
	2,323.66	-

a) Gain on Sale of Subsidiaries:

- i) Gain on desubsidisation of Wavelength Television Private Limited ₹ 2,994.59 lakhs
- ii) Loss on desubsidisation of Cinestar Advertising Private Limited ₹ 643.25 lakhs

b) Loss on sale of Investment is on sale of shares in Reliance Big Broadcasting Private Limited of ₹ 2,700.00 lakhs

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

c) Provision for diminution in the value of investment in Reliance Big Broadacsting Private Limited of ₹ 75 lakhs

29 Contingent Liabilities

Particulars	March 31, 2017	March 31, 2016
Bank Guarantees	2,976.32	2,750.61
Claims against the company not acknowledged as debt	817.81	779.20
Disputed Service tax demand (excluding penal interest)	132.73	1,376.21
Disputed Income tax demand	74.55	29.00
Disputed Stamp duty	6.70	6.70
Disputed Property Tax	2,465.30	2,465.30
Disputed Sales tax	68.04	68.04
	6,541.45	7,475.06

The company is a party to various legal proceedings in the normal course of business and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of operations or cash flows.

Other commitment

In view of the loss during the current year, the Company has not created Debenture Redemption Reserve in terms of Section 71(4) of the Companies Act, 2013. The Company shall create such reserve out of profit, if any in future years.

30. The Company is into litigations and arbitrations with various Statutory Corporations, Copyright Society and private parties for the claims made on or by the Company. These matters are subjudice and pending before various courts/ arbitrators. Pending the outcome of the said litigations and arbitrations, the Company has, on prudent basis, made provision for doubtful advances against these receivables of ₹ 2,123.70 Lakhs (previous year ₹ Nil).

31 Employee Benefits

Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year are as under :

Particulars	31 March 2017	31 March 2016
Employers contribution to Provident fund and other funds	289.38	303.74

Other long term employee benefits comprises encashment of leave and deferred compensation plan. The obligation for leave encashment and deferred compensation plan are recognised based on actuarial valuation carried out using the Projected Unit Credit Method. Expense recognised in the Statement of Profit and Loss during the current year is ₹ 97.51 Lakhs (Previous year: ₹ 2.44 Lakhs) and ₹ 0.23 lakhs (Previous year ₹ 111.60 lakhs) respectively.

Defined Benefit Plan

Gratuity

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each year of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

I. Reconciliation of opening and closing balances of Defined Benefit obligation

Particulars	March 31, 2017	March 31, 2016
Gratuity (Unfunded)		
Defined Benefit obligation at beginning of the year	259.69	201.05
Current Service Cost	42.36	39.21
Interest Cost	18.65	15.70
Actuarial (gain)/loss	8.64	43.04
Past Service Cost	70.37	-
Benefits Paid	(39.93)	(39.32)
Liability transferred on demerger of an undertaking	(14.41)	-
Defined Benefit obligation at the end of the year	345.37	259.69

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

II. Reconciliation of fair value of assets and obligations

Particulars	March 31, 2017	March 31, 2016
Gratuity (Unfunded)		
Fair value of plan assets at the end of the year	-	-
Present value of obligation at the end of the year	345.37	259.69
Liability recognised in the Balance Sheet	345.37	259.69

III. Expense/(Income) recognised during the year

Particulars	March 31, 2017	March 31, 2016
Gratuity		
Current Service Cost	42.36	39.21
Interest Cost	18.65	15.70
Expected return on plan assets	-	(0.81)
Actuarial (gain) / loss	8.63	43.85
Past Service Cost	70.37	-
Expense/(Income) recognised during the year	140.01	97.95

IV. Experience Adjustments

Particulars	March 31, 2017	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013
Defined Benefit Obligation	344.83	259.69	201.05	161.59	161.04
Plan Assets	-	-	-	-	-
Surplus / (Deficit)	(358.69)	(259.69)	(200.54)	(160.70)	(160.33)
Experience Adjustments on Plan Liabilities	(0.28)	42.41	15.51	9.52	(23.01)
Experience Adjustments on Plan Assets	-	-	-	(1.74)	-

V. Actuarial assumptions

Particulars	March 31, 2017		March 31, 2016	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Mortality Table (LIC)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)	2006-08 (Ultimate)
Discount rate (per annum)	6.50%	6.50%	7.35%	7.35%
Expected rate of return on plan assets (per annum)	-	-	-	-
Rate of escalation in salary (per annum)	7%	7%	7%	7%

The estimates for rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakh)

32 Disclosure of Segment Reporting under AS 17

Particulars	Radio Broadcasting		Television		Others		Total	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Segment Revenue	30,609.31	33,418.45	7,945.74	5,569.89	1,584.12	2,273.56	40,139.17	41,261.89
Inter Segment Revenue	(1,656.02)	(2,217.69)	(36.58)	(97.85)	(175.23)	(144.80)	(1,867.83)	(2,460.34)
Total Income	28,953.28	31,200.76	7,909.16	5,472.04	1,408.89	2,128.75	38,271.34	38,801.55
Other Income	62.69	-	-	-	-	-	62.69	-
Other Unallocated Revenue	-	-	-	-	-	-	1,685.51	2,203.96
Total Revenue	29,015.98	31,200.76	7,909.16	5,472.04	1,408.89	2,128.75	40,019.54	41,005.51
Result								
Segment Result	8,216.28	11,246.19	(8,975.26)	(26,575.40)	213.52	(5,085.12)	(545.46)	(20,414.32)
Unallocated Corporate Expenses (Net of Unallocated Income)	-	-	-	-	-	-	2,544.50	(7,736.20)
Interest Expenses (Net of Income)	-	-	-	-	-	-	15,034.91	11,930.01
Income Taxes	-	-	-	-	-	-	7.25	2.09
Net Profit / (Loss) After Tax							(18,132.12)	(24,610.23)
Other Information								
Segment Assets	55,566.96	59,519.36	1,213.82	18,278.33	1,146.63	3,987.56	57,927.40	81,785.25
Segment Liabilities	42,379.27	47,862.68	4,108.33	81,998.03	2,031.58	8,355.57	48,519.19	138,216.27
Unallocated Corporate Liabilities (Net of Unallocated Corporate Assets)	-	-	-	-	-	-	(14,853.51)	2,430.54
Capital Expenditure	-	-	-	-	-	-	1,653.19	37,431.37
Depreciation and amortisation	-	-	-	-	-	-	2,706.12	2,881.59

The Group has disclosed the Business Segment as primary segment. The business of the Group is primarily divided into three segments – Radio Business, Television Business and Others. The segments have been identified taking into the organization structure and internal reporting system.

Radio operations primarily consist of FM radio broadcasting services in the cities where the Group have been allotted radio broadcasting licenses. Television operations consist of operating and broadcasting service of Television Channels. The businesses, which were not reportable segment during the year have been grouped under "Others" segment. This mainly comprises of Production, Outdoor, and Other Services.

Segment Revenues, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each segment as also the amounts allocable on a reasonable basis. Income and Expenses which are not directly attributable to any Business segment are shown as unallocated corporate income / expenses. Assets and Liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. The Group's operations are mainly confined within India. The Group does not have material earnings outside India. As such there are no reportable geographical segments.

Previous year figures have been regrouped/ rearranged wherever necessary.

33 Disclosure of Related Party under AS 18

Holding Company

Reliance Land Private Limited

Related parties with whom transactions have taken place during the year

Fellow Subsidiary Companies

Vrushvik Entertainment Private Limited

Azalia Media Services Private Limited

Significant Shareholders, Key Management Personnel and their relatives

Relationship	Name of the Related party	Remarks
Key Managerial Personnel	Tarun Katial	Chief Executive Officer
Key Managerial Personnel	Asheesh Chatterjee	Chief Financial Officer
Key Managerial Personnel	Shikha Kapadia	Company Secretary

Transactions with Related Parties

Particulars	March 31, 2017	March 31, 2016
Fellow Subsidiary Companies		
Vrushvik Entertainment Pvt Ltd		
Reimbursement of Expenses Received	0.28	-
Azalia Media Services Pvt Ltd		
Reimbursement of Expenses Received	0.28	-
Key Managerial Personnel		
Remuneration to Tarun Katial	455.16	236.08
Remuneration to Asheesh Chatterjee	200.50	111.43
Remuneration to Shikha Kapadia	55.17	27.04

34 Lease disclosure under AS 19

The Company has taken various office premises, towers and other licenses on cancelable operating lease, where the lease agreements are normally renewed on expiry.

The company is obligated under non-cancellable leases primarily for equipments taken for setup of new radio stations and out of home division, which are renewable thereafter as per the term of the respective agreements.

The future minimum lease payments in respect of non-cancellable operating lease are as follows:

Particulars	Minimum Lease Payments	
	March 31, 2017	March 31, 2016
Amounts due within one year from the balance sheet date	240.22	305.39
Amounts due in the period between one year and five years	1,176.01	232.97
	1,416.23	538.36

The Lease rentals recognised in the profit and loss account is amounting to ₹ 2127.78 Lakhs (Previous Year ₹ 1,794.39 Lakhs).

35 Earnings Per Share ('EPS')

Particulars	March 31, 2017	March 31, 2016
Net (loss) available for equity shareholders	(18,132.12)	(24,610.23)
Weighted average number of equity shares outstanding during the year	79,451,170	79,451,170
Basic/ Diluted Earnings Per Share	(22.82)	(30.98)
Nominal value per share	5	5

36 Goodwill on consolidation

During the year, a Subsidiary of the Company disposed off its entire stake in a step down subsidiary. The movement of Goodwill on Consolidation is as under:

Particulars	March 31, 2017	March 31, 2016
Opening balance of Goodwill on consolidation	1,173.03	1,173.03
Sale of a step down subsidiary	(1,173.03)	-
Goodwill on acquisition of subsidiary	2.72	-
Impairment of goodwill	(2.72)	-
Closing balance of Goodwill on consolidation	-	1,173.03

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

37 Capital reserve on consolidation

Company has recognised the following capital reserve:

Particulars	March 31, 2017	March 31, 2016
Opening balance of Capital Reserve on consolidation	-	-
Sale of a step down subsidiary	3,279.14	-
On acquisition of subsidiaries on Amalgamation	365.96	-
Closing balance of Capital Reserve on consolidation	3,645.10	-

38 Foreign currency exposures (other than investments) not covered by forward contracts

Particulars	March 31, 2017			March 31, 2016		
	Currency	Foreign Currency Amount	Amount - Indian Rupees	Currency	Foreign Currency Amount	Amount - Indian Rupees
Trade Receivables	USD	-	-	USD	12.55	832.42
Trade and other payables	USD	0.05	3.20	USD	1.92	116.02
Trade and other payables	GBP	0.40	32.33	GBP	0.07	5.64

39 The group's net worth is negative, however, having regard to financial support from one of its promoter company, the financial statements have been prepared on the basis that the Company is a going concern and that no adjustments are required to the carrying value of assets and liabilities.

40 The Company has entered into two Business Transfer Agreements, dated November 23, 2016 with :

- Reliance Land Private Limited, Reliance Capital Limited and Vrushvik Entertainment Private Limited to transfer its undertaking comprising of 45 radio stations along with all its associated assets and liabilities for a total consideration of ₹ 1,495 Crore.
- Reliance Land Private Limited, Reliance Capital Limited and Azalia Media Services Private Limited to transfer its undertaking comprising of 14 radio stations along with all its associated assets and liabilities for a total consideration of ₹ 150 Crore.

Shareholders of the Company have approved the transactions by way of a special resolution passed through Postal Ballot on February 18, 2017. The closure of these Agreements are subject to necessary regulatory approvals and fulfillment of other conditions. Long stop date of the transaction was June 30, 2017, extended to July 31, 2017 and further it is extended to September 30, 2017.

The amount of revenue and expenses pertaining to the Radio Broadcasting business are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Income		
I. Revenue from operations	28,953.28	31,200.76
II. Other Income	62.69	-
III. Total Revenue (I+II)	29,015.98	31,200.76
IV. Expenses		
i. Direct Expenses	5,407.04	5,814.23
ii. Employee benefit expense	6,009.86	5,946.35
iii. Depreciation, amortization and impairment expense	2,617.78	2,746.84
iv. Other expenses	8,384.46	7,572.46
V. Total Expenses	22,419.14	22,079.88
Profit/(Loss) before Exceptional items and tax	6,596.84	9,120.88
Exceptional Items	-	-
Profit/(Loss) before tax	6,596.84	9,120.88
VI. Tax expense		
Current tax	-	-
Profit/(Loss) for the Year	6,596.84	9,120.88

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

The amount of assets and liabilities pertaining to the Radio Broadcasting business are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Carrying amount of assets relating to the discontinued operations	55,566.96	59,519.36
Carrying amount of liabilities relating to the discontinued operations	(5,516.00)	(4,729.03)
Net assets/Liabilities relating to the discontinued operations	50,050.96	54,790.33

The cash flows of Radio Broadcasting business are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Net cash attributable to the discontinued business		
Net cash generated from / (used in) operating activities	14,523.34	13,439.89
Net cash generated from / (used in) investing activities	(1,850.32)	(38,862.90)
Net cash generated from / (used in) financing activities	-	-

- 41** The Subsidiaries of the Company, Big Magic Limited and Azalia Broadcast Private Limited have entered into a Demerger Agreement with Reliance Land Private Limited, Reliance Capital Limited, Reliance BIG Entertainment Private Limited, Cinestar Advertising Private Limited, Reliance BIG Broadcasting Private Limited, Reliance Broadcast Network Limited, and Zee Entertainment Enterprises Limited (ZEEL) for demerger of Television broadcasting and content business divisions of Big Magic Limited, Azalia Broadcast Private Limited and Reliance BIG Broadcasting Private Limited into Zee Entertainment Enterprises Limited with the appointed date i.e. close of business hours of March 31, 2017.

The Composite Scheme of Arrangement (Scheme) has been filed with Hon'ble National Company Law Tribunal (NCLT) under the provisions of Section 391-394 and other applicable provisions of the Companies Act, 1956 and/or Section 230-232 (if applicable) and other relevant provisions of the Companies Act 2013 and rules made thereunder. The said Scheme has been approved vide NCLT order dated July 13, 2017.

As per the NCLT order, all related assets, liabilities and other obligations forming part of, or relating to or appertaining to, or attributable to the content division identified as general entertainment television business of BIG Magic Limited and television business of Azalia Broadcast Private Limited as of the appointed date i.e. close of business hours of March 31, 2017 have been transferred to the ZEEL.

The amount of revenue and expenses pertaining to the Television business of BIG Magic Limited are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Income		
I. Revenue from operations	7,710.12	4,802.53
II. Other Income	-	-
III. Total Revenue (I+II)	7,710.12	4,802.53
IV. Expenses		
i. Direct Expenses	6,938.93	10,334.64
ii. Employee benefit expense	769.41	1,504.50
iii. Depreciation, amortization and impairment expense	72.33	67.87
iv. Other expenses	6,523.41	9,395.66
v. Finance Expenses	7.17	16.32
V. Total Expenses	14,311.26	21,319.00
Profit/(Loss) before Exceptional items and tax	(6,601.14)	(16,516.47)
Exceptional Items	-	-
Profit/(Loss) before tax	(6,601.14)	(16,516.47)
VI. Tax expense		
Current tax	-	-
Profit/(Loss) for the Year	(6,601.14)	(16,516.47)

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

The amount of assets and liabilities being transferred upon the Scheme of BIG Magic Limited are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Non-current assets		
Fixed assets		
Property Plant and Equipments	228.44	439.14
Intangible assets	6.20	11.86
Long-term loans and advances	7.00	7.00
Total Non Current Assets	241.64	458.00
Current assets		
Inventories	1,359.80	1,928.18
Trade receivables	1,353.43	1,046.78
Cash and cash equivalents	3.02	78.02
Short-term loans and advances	7,013.12	5,616.86
Total Current Assets	9,729.37	8,669.84
Carrying amount of assets relating to the discontinued operations (A)	9,971.01	9,127.84
Non-current liabilities		
Long-term borrowings	24,072.52	32,081.22
Other long-term liabilities	5.01	5,601.78
Long-term provisions	13.09	20.63
Total Non-current liabilities	24,090.63	37,703.63
Current liabilities		
Trade payables	4,082.90	3,556.72
Other current liabilities	180.89	1,657.41
Short-term provisions	7.27	11.78
Total Current liabilities	4,271.06	5,225.91
Carrying amount of liabilities relating to the discontinued operations (B)	28,361.68	42,929.55
Net (assets)/liabilities relating to the discontinued operations (A-B)	(18,390.67)	(33,801.70)

As per the provisions of the Scheme, excess of book value of liabilities over the book value of assets have been credited to the Capital Reserve account in the books of the Company.

The cash flows of Television business are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Net cash attributable to the discontinued business		
Net cash generated from / (used in) operating activities	(11,367.74)	(19,481.96)
Net cash generated from / (used in) investing activities	11,241.28	(9,269.66)
Net cash generated from / (used in) financing activities	14.20	28,973.35

The amount of revenue and expenses pertaining to the Television Broadcasting business of Azalia Broadcast Private Limited are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Income		
I. Revenue from operations	-	5.88
II. Other Income	51.32	0.38
III. Total Revenue (I+II)	51.32	6.26

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
IV. Expenses		
Employee benefits expense	3.90	28.18
Depreciation and amortization expense	0.58	1.96
Other expenses	279.55	536.37
Interest expense	-	-
V. Total Expenses	<u>284.03</u>	<u>566.52</u>
Profit/(Loss) before Exceptional items and tax	(232.71)	(560.26)
Exceptional Items	-	-
Profit/(Loss) before tax	(232.71)	(560.26)
VI. Tax expense		
Current tax	-	-
Profit/(Loss) for the Year	<u>(232.71)</u>	<u>(560.26)</u>

The amount of assets and liabilities being transferred upon the Scheme of Azalia Broadcast Private Limited are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Non-current liabilities		
Long-term provisions	0.38	0.04
Current liabilities		
Short-term borrowings	499.84	955.49
Trade Payables	16.34	148.08
Other current liabilities	9.75	91.11
Short-term provisions	0.29	0.01
Carrying amount of liabilities relating to the discontinued operations (A)	<u>526.59</u>	<u>1,194.72</u>
Non-current assets		
Fixed assets		
Tangible assets	0.66	1.07
Intangible assets	0.08	0.52
Current Assets		
Inventories	-	25.27
Long-term loans and advances	817.18	825.05
Cash and bank balances	0.67	12.13
Short-term loans and advances	4.00	38.92
Carrying amount of assets relating to the discontinued operations (B)	<u>822.59</u>	<u>902.95</u>
Net assets/(liabilities) relating to the discontinued operations (A-B)	<u>296.00</u>	<u>(291.77)</u>

The cash flows of TV Broadcasting business of Azalia Broadcast Private Limited are as follows:

Particulars	For The year Ended March 31, 2017	For The Year Ended March 31, 2016
Net cash attributable to the discontinued business		
Net cash generated from / (used in) operating activities	(310.09)	(436.65)
Net cash generated from / (used in) investing activities	-	-
Net cash generated from / (used in) financing activities	288.63	458.38

- 42 Pursuant to the Scheme of Amalgamation (the Scheme), under section 230 to 232 and other applicable sections of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof) for the time being in force for the merger of Innovative Insurance Services Limited, Cinestar Advertising Private Limited and Wavelength Television Private Limited with Vrushvik Broadcast Network Private Limited, filed with National Company Law Tribunal (NCLT), with appointed date of February 1, 2017. The Scheme has been approved by NCLT vide its order dated July 5, 2017. The detailed order of the NCLT is awaited.

Reliance Broadcast Network Limited

Notes to consolidated financial statements for the year ended March 31, 2017

(₹ in lakhs)

The Scheme shall become effective upon the Company filing the order of NCLT sanctioning the Scheme with the ROC as required by Section 232(5) of the Companies Act, 2013. Pending such filing, the accounts have been compiled as if the Scheme has become effective and consequently, the effects have been incorporated in the accounts.

The amount of assets and liabilities being given effect into Vurshvik Broadcast Network Private Limited are as follows:

Particulars	Cinestar Advertising Private Limited	Wavelength Television Private Limited	Innovative Insurance Services Limited
Non-current liabilities			
Long-term borrowings	252.30	3,067.00	-
Other Long term liabilities	2.08	0.88	-
Current liabilities			
Short-term borrowings	-	-	14.10
Trade Payables	0.13	1.59	-
Other current liabilities	2.80	9.26	-
Total Liabilities (A)	257.31	3,078.73	14.10
Non-current assets			
Fixed assets			
Tangible assets	-	0.03	-
Intangible assets	-	-	-
Non-current investment	-	-	53,200.00
Long-term loans and advances	1.85	30.57	-
Current Assets			
Trade Receivables	-	7.59	-
Cash and bank balances	16.16	11.14	314.48
Short-term loans and advances	500.09	34.23	41.32
Total Assets (B)	518.10	83.55	53,555.79
Net assets/(liabilities) (B-A)	260.79	(2,995.18)	53,541.69

43 Disclosure related to Specified Bank Notes

Following is the disclosure relating to details of Specified Bank Notes (SBN) held and transacted by the Company during the period from November 8, 2016 to December 30, 2016 in accordance with the amendment to Schedule III vide G.S.R. 308(E) dated March 30, 2017 as issued by the Ministry of Corporate Affairs :

Particulars	Specified Bank Notes (Amount in ₹)	Other Denomination Notes (Amount in ₹)	Total (Amount in ₹)
Closing cash in hand on 08.11.2016	3,500.00	301.00	3,801.00
Add: Permitted receipts	-	-	-
Less: Permitted Payments	-	-	-
Less: Amount deposited in banks	3,500.00	301.00	3,801.00
Closing cash in hand on 30.12.2016	-	-	-

44 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of even date

For and on behalf of Board of Directors

For Chaturvedi & Shah

Chartered Accountants
Firm Registration No.: 101720W

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Parag D. Mehta

Partner
Membership No.: 113904
Mumbai
August 30, 2017

Tarun Katial
Chief Executive Officer

Mumbai
August 30, 2017

Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Reliance Broadcast Network Limited

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

[Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

(₹ in Lakhs)

Sr. No.	Name of the subsidiary	Azalia Broadcast Private Limited*	Azalia Distribution Private Limited*	Big Magic Limited	RBN US LLC	Vrushvik Broadcast Network Private Limited
1	The date since when subsidiary was acquired/incorporated	01.02.2017	01.02.2017	19.04.2011	18.06.2012	30.06.2016
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.	N.A.	N.A.	N.A.
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.	N.A.	N.A.	USD/64.8386	N.A.
4	Share capital	7,334.29	14,356.15	54,140.00	271.95	5.00
5	Reserves & Surplus	(7,331.52)	(14,366.64)	(54,513.55)	(221.40)	50,774.58
6	Total Assets	12.58	43.91	264.13	1,046.26	54,226.16
7	Total Liabilities	9.81	54.41	637.68	995.71	3,446.58
8	Investments		Nil	Nil	Nil	53,200.00
9	Turnover	55.33	31.62	8,500.69	1,511.22	58.78
10	Profit/(Loss) before taxation	(351.78)	(32.55)	(12,685.96)	599.54	(64.76)
11	Provision for taxation	-	-	Nil	7.25	Nil
12	Profit/(Loss) after taxation	(351.78)	(32.55)	(12,685.96)	592.29	(64.76)
13	Proposed Dividend	Nil	Nil	Nil	Nil	Nil
14	Extent of shareholding (in percentage)	100%#	100%#	100%	100%	100%

* Were subsidiaries of Reliance Broadcast Network Limited till January 2, 2017

Wholly Owned Subsidiaries of Vrushvik Broadcast Network Private Limited

Notes:

- The Financial Year of Subsidiaries is for 12 months from April 1, 2016 to March 31, 2017.
- Investment excludes investment in Subsidiaries

Names of Subsidiaries which are yet to commence operations - Nil

Name of Subsidiaries which have been liquidated or sold during the year - Wavelength Television Private Limited and Cinestar Advertising Private Limited ceased to be subsidiaries w.e.f January 2, 2017; Reliance TV US LLC, Georgeville Television LLC and GVTV DevCo LLC ceased to be subsidiaries w.e.f March 30, 2017

Part "B": Associates & Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Name of Associates or Joint Ventures	None
1	Latest audited Balance Sheet Date	N.A.
2	Date on which the Associate or Joint Venture was associated or acquired	N.A.
3	Shares of Associate or Joint Ventures held by the company on the year end	N.A.
	(a) No.	N.A.
	(b) Amount of Investment in Associates or Joint Venture	N.A.
	(c) Extent of Holding (in percentage)	N.A.
4	Description of how there is significant influence	N.A.
5	Reason why the associate/joint venture is not consolidated	N.A.
6	Networth attributable to shareholding as per latest audited Balance Sheet	N.A.
7	Profit or Loss for the year	N.A.
	i. Considered in Consolidation	N.A.
	ii. Not Considered in Consolidation	N.A.

Names of associates or joint ventures which are yet to commence operations - N.A.

Names of associates or joint ventures which have been liquidated or sold during the year - Nil

Note:- The Company does not have any Joint Venture/Associates during the year

For and on behalf of Board of Directors

Anil Sekhri
Director

Darius Kakalia
Director

Anuprita Daga
Director

Tarun Katial
Chief Executive Officer

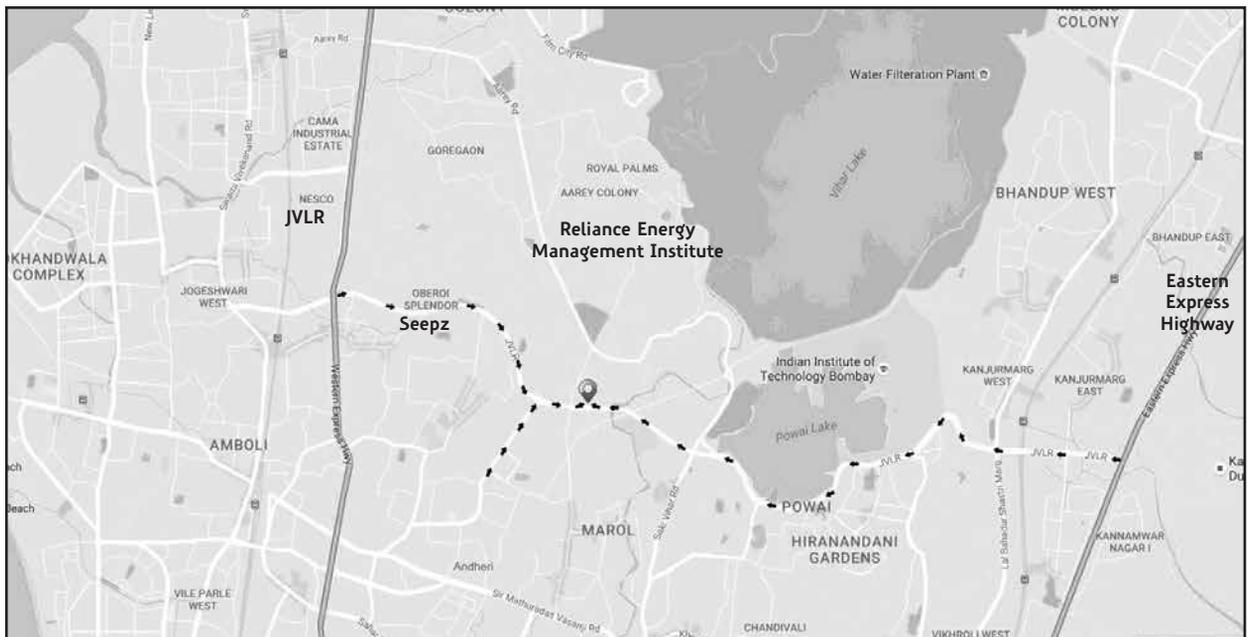
Asheesh Chatterjee
Chief Financial Officer

Shikha Kapadia
Company Secretary

Mumbai
August 30, 2017

Route Map to the AGM Venue

Venue: Auditorim, Reliance Energy Management Institute,
19 Aarey Colony, Jogeshwari Vikhroli Link Road ('JVLR'), Opp. SEEPZ, Mumbai 400 065



Landmark: Opposite to SEEPZ

Distance from JVLR : 3.5 km

Distance from Eastern Express Highway : 7.5 km

RELIANCE

Broadcast Network

Reliance Broadcast Network Limited

Registered Office: 401, 4th Floor, INFINITI, Link Road, Oshiwara, Andheri (West), Mumbai 400 053
 CIN: U64200MH2005PLC158355, Tel.: + 91 22 6245 8585, Fax: + 91 22 6245 8588
 Website: www.reliancebroadcast.com, E-mail: investors@reliancebroadcast.com

**ATTENDANCE SLIP
 ANNUAL GENERAL MEETING**

*DP Id / Client Id		Name and Address of the registered Shareholder
Regd. Folio No.		
No. of Share(s) held		

(* Applicable for Members holding share(s) in electronic form)

I/ We hereby record my/our presence at the **13th Annual General Meeting** of the Members of Reliance Broadcast Network Limited held on Thursday, September 28, 2017 at 10:00 A.M, at Auditorium, Reliance Energy Management Institute, 19 Aarey Colony, Jogeshwari Vikhroli Link Road, Opp. SEEPZ, Mumbai 400 065.

Member's / Proxy's Signature

Note: Please complete this and hand it over at the entrance of the hall.

TEAR HERE

RELIANCE

Broadcast Network

Reliance Broadcast Network Limited

Registered Office: 401, 4th Floor, INFINITI, Link Road, Oshiwara, Andheri (West), Mumbai 400 053
 CIN: U64200MH2005PLC158355, Tel.: + 91 22 6245 8585, Fax: + 91 22 6245 8588
 Website: www.reliancebroadcast.com, E-mail: investors@reliancebroadcast.com

PROXY FORM**FORM NO. MGT-11**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E mail Id:		
*DP Id / Client Id.		Regd. Folio No.

(* Applicable for Members holding share(s) in electronic form)

I / We, being the member(s) of shares of the above named company, hereby appoint:

- (1) Name: Address:
 E-mail Id: Signature..... or failing him
- (2) Name: Address:
 E-mail Id: Signature..... or failing him
- (3) Name: Address:
 E-mail Id: Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **13th Annual General Meeting** of the Company, to be held on Thursday, September 28, 2017, at 10:00 A.M, at Auditorium, Reliance Energy Management Institute, 19 Aarey Colony, Jogeshwari Vikhroli Link Road, Opp. SEEPZ, Mumbai 400 065, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no. and Matter of Resolution	For	Against
1. To consider and adopt: a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon, and b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon.		
2. To appoint Auditors and to fix their remuneration.		
3. To appoint Ms. Anuprita Daga (DIN: 07771460) as a Director liable to retire by rotation.		
4. To approve Private Placement of Non-Convertible Debentures and/or other Debt Securities.		

Signed this _____ day of _____, 2017.

Signature of the Shareholder (s) Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: This form of Proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

If undelivered please return to:

Karvy Computershare Private Limited
(Unit: Reliance Broadcast Network Limited)

Karvy Selenium, Tower - B, Plot No. 31 & 32

Survey No. 116/22, 115/24, 115/25

Financial District, Nanakramguda

Hyderabad 500 032.

Tel. : +91 40 6716 1500

Fax : +91 40 6716 1791

E-mail : rbnl@karvy.com

Website : www.karvy.com