

B S R & Associates LLP

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SMART COOKY VENTURES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Smart Cooky Ventures Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the period 24 June 2015 to 31 March 2016, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the 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 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 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating



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the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016, its loss and its cash flows for the period ended on that date.

Emphasis of matter

Without qualifying our opinion, we draw attention to Note 2.1 of the financial statements, which explains that on account of internal rearrangement of the group companies, the Company would not carry out any business activity. Accordingly, the Board of Directors of the Company in their meeting held on 2 December 2015 approved the proposal to make an application to the Registrar of Companies (ROC) for striking off the name of the Company from the Register of Companies. In view of this, the management does not consider the assumption for preparation of accounts on a going concern basis as appropriate. Accordingly, the assets have been stated at their currently estimated realisable values and liabilities are reflected at the values at which they are expected to be discharged/ settled as at 31 March 2016.

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 sub-section (11) of Section 143 of the Act, we enclose in the Annexure A, statement on the matters specified in paragraph 3 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 it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as



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on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;

- (f) 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
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations as at 31 March 2016;
 - ii. The Company does not have any long-term contracts or derivative contracts outstanding as at 31 March 2016; and
 - iii. The Company does not have any dues on account of Investor Education and Protection Fund.

For B S R & Associates LLP

Chartered Accountants

Firm registration number: 116231W/ W-100024



Rakesh Dewan

Partner

Membership number: 092212

Place: Gurgaon

Date: 5 May 2016

Annexure A referred to in our Independent Auditor's Report of even date to the members of Smart Cookie Ventures Limited on the financial statements for the period 24 June 2015 to 31 March 2016.

- (i) According to the information and explanations given to us, the Company does not hold any fixed assets. Accordingly, para 3(i) of the Order is not applicable.
- (ii) According to the information and explanations given to us, the Company does not hold any physical inventory. Accordingly, para 3(ii) of the Order is not applicable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, para 3(iii) of the Order is not applicable.
- (iv) According to the information and explanations given to us, the Company has not entered into any transactions related to loans, investments, guarantees and securities to which the provisions of Section 185 and Section 186 of the Act are applicable. Accordingly, para 3(iv) of the Order is not applicable.
- (v) As per the information and explanations given to us, the Company has not accepted any deposits as mentioned in the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, para 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013, for any of the services rendered by the Company. Accordingly, para 3(vi) of the Order is not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including income-tax and cess have been regularly deposited by the Company with the appropriate authorities. As explained to us, the Company does not have any dues on account of duty of excise, provident fund, employees' state insurance, sales tax, service tax, duty of customs, value added tax and other statutory dues.

According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax and cess were in arrears as at 31 March 2016, for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of income tax which have not been deposited with the appropriate authorities on account of any dispute.



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- (viii) According to the information and explanations given to us, the Company did not have any outstanding dues to any financial institutions, banks, government or debenture holders during the period. Accordingly, para 3 (viii) of the Order is not applicable.
- (ix) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the period. Accordingly, para 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, there has been no fraud by the Company and neither any fraud on the Company by its officers or employees has been noticed or reported during the period.
- (xi) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not paid any managerial remuneration during the period. Accordingly, the para 3 (xi) of the Order is not applicable to the Company.
- (xii) According to the information and explanations given to us, the Company is not a nidhi company. Accordingly, para 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period. Accordingly, para 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or person connected with him covered by Section 192 of the Act. Accordingly, para 3(xv) of the Order is not applicable.



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- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For B S R & Associates LLP

Chartered Accountants

Firm registration number: 116231W/ W-100024



Rakesh Dewan

Partner

Membership number: 092212

Place: Gurgaon

Date: 5 May 2016

Annexure B to the Independent Auditor's Report of even date on the financial statements of Smart Cookie Ventures Limited for the period 24 June 2015 to 31 March 2016

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 controls over financial reporting of Smart Cookie Ventures Limited ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for 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 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 on Audit of Internal Financial Controls Over Financial Reporting (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 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 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 unauthorized 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, the Company has, 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 31 March 2016, 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 B S R & Associates LLP

Chartered Accountants

Firm registration number: 116231W/ W-100024



Rakesh Dewan

Partner

Membership number: 092212

Place: Gurgaon

Date: 5 May 2016

SmartCooky Ventures Limited

(Amount in Rupees)

Balance Sheet	Notes	As at March 31, 2016
Equity and liabilities		
Shareholders' funds		
Share capital	3	475,000
Reserves and surplus	4	(459,115)
		<u>15,885</u>
Current liabilities		
Trade payables	5	
- total outstanding dues of micro enterprises and small enterprises;		-
- total outstanding dues of creditors other than micro enterprises and small enterprises		324,719
Other current liabilities	6	31,490
		<u>356,209</u>
TOTAL		<u><u>372,094</u></u>
Assets		
Current assets		
Cash and bank balances	7	372,094
		<u>372,094</u>
TOTAL		<u><u>372,094</u></u>
Summary of significant accounting policies	2	

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For B S R & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 116231W/W-100024

For and on behalf of the Board of Directors of
SmartCooky Ventures Limited

Sd/-
Rakesh Dewan
Partner
Membership Number: 092212

Sd/-
Ravi Asawa
Director

Sd/-
Navneet Raghuvanshi
Director

Sd/-
Vikramaditya Chandra
Group CEO

Sd/-
Saurav Banerjee
Director, Finance and Group CFO

Place : Gurgaon
Date : May 5, 2016

Place : New Delhi
Date : May 3, 2016

SmartCooky Ventures Limited

(Amount in Rupees)

Statement of Profit and Loss		For the period June 24, 2015 to March 31, 2016
Expenses		
Operations and administration expenses	8	459,115
Total expense		<u>459,115</u>
Loss for the period		<u>(459,115)</u>
Loss per equity share (nominal value of share Rs.10)	9	
Basic and diluted		(9.67)
Summary of significant accounting policies	2	

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For B S R & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 116231W/W-100024

For and on behalf of the Board of Directors of
SmartCooky Ventures Limited

Sd/-
Rakesh Dewan
Partner
Membership Number: 092212

Sd/-
Ravi Asawa
Director

Sd/-
Navneet Raghuvanshi
Director

Sd/-
Vikramaditya Chandra
Group CEO

Sd/-
Saurav Banerjee
Director, Finance and Group CFO

Place : Gurgaon
Date : May 5, 2016

Place : New Delhi
Date : May 3, 2016

SmartCooky Ventures Limited

(Amount in Rupees)

Cash flow statement	For the period June 24, 2015 to March 31, 2016
Cash flow from operating activities	
Loss before tax	(459,115)
Operating loss before working capital changes	(459,115)
Movements in working capital :	
Increase in trade payables	324,719
Increase in other current liabilities	31,490
Net cash used in operating activities (A)	(102,906)
Cash flows from financing activities	
Proceeds from issuance of equity share capital	475,000
Net cash from financing activities (B)	475,000
Net increase in cash and cash equivalents (A + B)	372,094
Cash and cash equivalents at the end of the period	372,094
Components of cash and cash equivalents	As at March 31, 2016
Balances with bank:	
- in current account	372,094
Total	372,094
Summary of significant accounting policies	2

The accompanying notes are an integral part of the financial statements

Notes :

The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard - 3 as notified under section 133 of the Companies Act 2013, read with rule 7 of the Companies (Accounts) Rules 2014.

As per our report of even date attached

For B S R & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 116231W/W-100024

For and on behalf of the Board of Directors of
SmartCooky Ventures Limited

Sd/-
Rakesh Dewan
Partner
Membership Number: 092212

Sd/-
Ravi Asawa
Director

Sd/-
Navneet Raghuvanshi
Director

Sd/-
Vikramaditya Chandra
Group CEO

Sd/-
Saurav Banerjee
Director, Finance and Group CFO

Place : Gurgaon
Date : May 5, 2016

Place : New Delhi
Date : May 3, 2016

SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

1. Corporate information

SmartCooky Ventures Limited (the Company) was incorporated on June 24, 2015 under the provisions of the Companies Act, 2013. On account of internal rearrangement of the group companies, the Company would not carry out any business activities. Accordingly, the Board of Directors of the Company in their meeting held on December 2, 2015 approved the proposal to make an application to the Registrar of Companies (ROC) for striking off the name of the Company from the Register of Companies maintained by the ROC under the "Fast Track Exit Scheme." After the approval of ROC, the Company will cease to exist.

2. Summary of significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared and presented on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India. Indian GAAP comprises mandatory Accounting Standards as specified under the section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014 and other accounting pronouncements of the Institute of Chartered Accountants of India.

As mentioned in note 1 of the financial statements, the Company would not carry out any business activities and therefore, the Board of Directors of the Company in their meeting held on December 2, 2015 approved the proposal to make an application to the Registrar of Companies (ROC) for striking off the name of the Company from the Register of Companies maintained by the ROC under the "Fast Track Exit Scheme". In view of this, the management does not consider the assumption for preparation of accounts on a going concern basis as appropriate. Accordingly, the assets have been stated at their currently estimated realisable values and liabilities are reflected at the values at which they are expected to be discharged/ settled as at 31 March 2016.

All assets and liabilities have been classified as current or non-current in accordance with the Company's operating cycle and other relevant criteria. Based on the nature of the product or services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities

2.2 Use of estimates

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

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

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

2.3 Earnings per share (EPS)

Basic EPS

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

Diluted EPS

The net profit/ (loss) after tax and the weighted average number of shares outstanding during the period are adjusted for all the effects of dilutive potential equity shares for calculating the diluted EPS, except when the results will be anti-dilutive.

2.4 Cash and cash equivalents

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



SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

3. Share capital

(Amount in Rupees)

	As at March 31, 2016
Authorised	
50,000 equity shares of Rs.10/- each	500,000
Issued and subscribed	
50,000 equity shares of Rs.10/- each	500,000
Paid-up	
47,500 equity shares of Rs.10/- each	475,000
Total issued, subscribed and paid-up share capital	475,000

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

Equity shares	As at March 31, 2016	
	Number	Amount in Rupees
Issued during the period	47,500	475,000
Outstanding at the end of the period	47,500	475,000

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

Equity shares	As at March 31, 2016	
	Number	Amount in Rupees
Equity shares of Rs. 10 each fully paid up held by :		
NDTV Convergence Limited, the holding company	28,500	285,000
New Delhi Television Limited, the ultimate holding company	19,000	190,000
	47,500	475,000

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

Name of the shareholder	As at March 31, 2016	
	Number	% holding
Equity shares of Rs. 10 each fully paid up held by:		
NDTV Convergence Limited	28,500	60.00%
New Delhi Television Limited	19,000	40.00%

(d) Rights, preferences and restrictions attached to the equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company in proportion to the number of equity shares held.

4. Reserves and surplus

(Amount in Rupees)

	As at March 31, 2016
Deficit in the Statement of Profit and Loss	
Loss for the period	(459,115)
Balance as at the end of the period	(459,115)
Total Reserves and surplus	(459,115)



SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

5. Trade payables (Amount in Rupees)
As at
March 31, 2016

Trade payables	
- total outstanding dues of micro enterprises and small enterprises (Refer note 10)	-
- total outstanding dues of creditors other than micro enterprises and small enterprises *	324,719
	<u>324,719</u>

* Trade payable includes Rs. 297,719 payable to due to New Delhi Television Limited, related party

6. Other current liabilities (Amount in Rupees)
As at
March 31, 2016

Statutory dues	31,490
	<u>31,490</u>

7. Cash and bank balances (Amount in Rupees)
As at
March 31, 2016

Cash and cash equivalents	
Balances with bank:	
- in current account	372,094
	<u>372,094</u>

8. Operations and administration expenses (Amount in Rupees)
For the period
June 24, 2015 to March 31, 2016

Rates and taxes	79,761
Auditors remuneration *	30,000
Legal, professional and consultancy	349,354
	<u>459,115</u>

*** Auditors remuneration** (Amount in Rupees)

As auditor:	
Audit fee	30,000
	<u>30,000</u>

9. Loss per equity share (LPS) (Amount in Rupees except per share data)
For the period
June 24, 2015 to March 31, 2016

Loss attributable to equity shareholders	(459,115)
Number of equity shares outstanding at the beginning of the period (nos.)	-
Add: Issue of equity shares (nos)	47,500
Number of equity shares outstanding at period end (nos.)	47,500
Weighted average number of equity shares outstanding during the period for basic loss per share (nos.)	47,500
Weighted average number of equity shares outstanding during the period for diluted loss per share (nos.)	47,500
Basic earnings/(loss) per equity share (Rs.)	(9.67)
Diluted earnings/(loss) per equity share (Rs.)	(9.67)
Nominal value per share (Rs)	10



SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

10. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

(Amount in Rupees)

Particulars	As at March 31, 2016
(a) The amounts remaining unpaid to micro, small and medium enterprises as at the end of the period	
- Principal	Nil
- Interest	Nil
(b) The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006	Nil
(c) The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting period.	Nil
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprises Development Act, 2006	Nil
(e) The amount of interest accrued and remaining unpaid at the end of each accounting period.	Nil
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the Micro Small and Medium Enterprises Development Act, 2006.	Nil

11. Related party transactions

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

I. Names of the related parties and nature of relationship

New Delhi Television Limited	:	Ultimate holding company
NDTV Convergence Limited	:	Holding company
SmartCooky Internet Limited	:	Fellow subsidiary

II. Disclosure of related party transactions

The following table provides the total amount of transactions that have been entered into with related parties, in the ordinary course of business for the period June 24, 2015 to March 31, 2016.

Nature of relationship / transaction	Ultimate holding company	Holding company	Fellow subsidiaries	Total
	For the period June 24, 2015 to March 31, 2016			
Reimbursement of expenses incurred on our behalf				
SmartCooky Internet Limited	-	-	27,539	27,539
New Delhi Television Limited	331,528	-	-	331,528
Equity share capital issued				
New Delhi Television Limited	190,000	-	-	190,000
NDTV Convergence Limited	-	285,000	-	285,000
	As at March 31, 2016			
Balance at the period end				
Trade Payables	297,719	-	-	297,719



SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

12. Segment information

No business has been conducted by the company for the period June 24, 2015 to March 31, 2016. Accordingly, there is no reportable segment.

13. The Company was incorporated on June 24, 2015 and since this is the first period of operations, there are no previous year figures.

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 116231W/W-100024



Rakesh Dewan

Partner

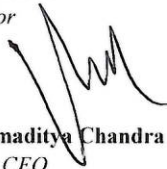
Membership Number: 092212

For and on behalf of the Board of Directors of
SmartCooky Ventures Limited



Ravi Asawa

Director



Vikramaditya Chandra

Group CEO



Navneet Raghuvanshi

Director



Saurav Banerjee

Director, Finance and Group CFO

Place : **Gurgaon**
Date : **May 5, 2016**

Place : **New Delhi**
Date : **May 3, 2016**

SmartCooky Ventures Limited

Notes to financial statements for the period June 24, 2015 to March 31, 2016

12. Segment information

No business has been conducted by the company for the period June 24, 2015 to March 31, 2016. Accordingly, there is no reportable segment.

13. The Company was incorporated on June 24, 2015 and since this is the first period of operations, there are no previous year figures.

As per our report of even date attached

For B S R & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 116231W/W-100024

For and on behalf of the Board of Directors of

SmartCooky Ventures Limited

Sd/-

Rakesh Dewan

Partner

Membership Number: 092212

Sd/-

Ravi Asawa

Director

Sd/-

Navneet Raghuvanshi

Director

Sd/-

Vikramaditya Chandra

Group CEO

Sd/-

Saurav Banerjee

Director, Finance and Group CFO

Place : Gurgaon

Date : May 5, 2016

Place : New Delhi

Date : May 3, 2016