FORD RHODES PARKS & CO LLP

CHARTERED ACCOUNTANTS

(Formerly Ford, Rhodes, Parks & Co.)

SAI COMMERCIAL BUILDING
312/313, 3RDFLOOR,
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Independent Auditor's Report on the Financial Statements

To the Members of **Margo Networks Private Limited**

1. **Opinion**

We have audited the financial statements of **Margo Networks Private Limited** ('the Company'), which comprise the balance sheet as at 31 March 2024, the statement of profit and loss (including other comprehensive income), statement of changes in equity and the statement of cash flows for the year then ended, and notes to financial statements including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the state of affairs of the Company as at 31 March 2024, and its loss, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

2. **Basis for opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) prescribed under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. **Material Uncertainty relating to Going Concern**

As stated in note 26 of the financial statements, the Company has incurred loss during the year ended 31 March 2024 and the accumulated losses as at that date has eroded the net worth of the Company. However, the Company's current assets are higher than its current liabilities as at that date. As further stated in the said note, the Board of Directors in its meeting held in March 2024 approved the Company's revised business strategy with projected revenues for the next three financial years and also approved certain measures to be undertaken on an immediate basis including cost optimization measures such as termination of employees, cancellation of stock options issued to employees etc. Also, the Company has secured and is in the process of securing a one-time support from its holding company in FY 2024-25. Considering the revised business strategy including the cost rationalization measures taken by the Company and the request for one-time support from its holding company, as approved by the Board of Directors of the Company, these financial statements have been prepared on going concern basis.

Our opinion on the financial statements is not modified in respect of the above matter.

A Partnership Firm with Registration. No: BA61078 converted into a Limited Liability Partnership (LLP) namely FORD RHODES PARKS & CO LLP w.e.f. August 4, 2015 - LLP Identification No. AAE4990

Also at: **BENGALURU - CHENNAI - KOLKATA - HYDERABAD**

4. **Emphasis of matter**
We draw attention to Note 36 of the financial statements regarding termination of the Letter of Award (LoA) and invocation of the performance bank guarantee by one of the Company's network partner namely RailTel Corporation of India Limited (Railtel). As stated in the said note, the Company, based on the legal opinion obtained, believes that that this termination was based on inaccurate facts, and accordingly, initiated arbitration proceedings against Railtel before appropriate forum. As further stated in the said note, the Company, during the year, has filed for recovery of damages of about Rs. 34,500 lakhs along with consequential relief against which Railtel also filed counter claim to the tune of Rs. 57,900 lakhs towards potential revenue / business loss, etc. As further stated in the said note, inspite of the counter claim filed against the Company, based on the legal opinion obtained and considering the facts and merits of the case, the Company has considered the amounts paid for this project aggregating to Rs. 8,093 lakhs (including the performance bank guarantee invoked), outstanding as at 31 March, 2024 as good and recoverable from Railtel and is shown as other receivables.

Our opinion on the financial statements is not modified in respect of the above matter.

5. **Information other than the financial statements and auditor's report thereon**
The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board Report but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance.

6. **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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

7. Auditor's responsibility for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

8. Report on other Legal and Regulatory requirements

I. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the Order.

II. As required by Section143(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 (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of written representations received from the directors of the Company and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 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";

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has paid / provided managerial remuneration in accordance with the provisions of Section 197 read with Schedule V of the Act; and

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) Rules, 2014, as amended, 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 litigations on its financial position in its financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts that were required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in Note 41(a) of the financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief as disclosed in Note 41(b) of the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid by the Company during the financial year covered by our audit and the immediately preceding financial year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31 March 2024 which has a feature of recording audit trail (edit log) facility. However, in absence of sufficient and appropriate audit evidence, we are unable to comment whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Mumbai, 15 May 2024

UDIN: 24215336BKHCGY2618

Annexure - A to the Independent Auditor's Report

Annexure referred to in paragraph 8(I) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of Margo Networks Private Limited on the financial statements for the year ended 31 March 2024

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of of property, plant and equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) All the property, plant and equipment of the Company have been physically verified by the management during the year. As informed to us, no discrepancies were noticed on such verification.

(c) The Company does not own any immovable property and hence reporting under clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company as at 31 March 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) The Company is an online service provider and through its technology platform infrastructure, it connects the end consumers with various over-the-top media players, e-commerce players, online gaming players among others and does not have any physical inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of Rs 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. (a) The Company, during the year, has not made any investments in, provided any loan or advances in the nature of loans or any guarantee or security during the year, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties and hence reporting under clause 3(iii)(a) and 3(iii)(b) of the Order is not applicable.

(b) There are no loans or advances in the nature of loans given or outstanding during the year and hence reporting under clause 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company not made any investments in, granted any loan, provided guarantee or security outstanding during the year and hence reporting this clause 3(iv) of the Order is not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed as deposits from the public within the meaning of Sections 73 to 76 of the Act. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act for any of the business activities carried on by the Company.

vii. According to the records of the Company examined by us and information and explanations given to us:

a) Undisputed statutory dues including provident fund, employees' state insurance, Income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, cess and other material statutory dues as applicable have not been regularly deposited with the appropriate authorities and there have been significant delays in a large number of cases. There are no undisputed amounts payable in respect of aforesaid statutory dues outstanding as at 31 March 2024 for a period of more than six months from the date they became payable.

b) There are no statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2024 on account of disputes.

viii. According to the records of the Company examined by us and the information and explanations given to us, there were no transactions related to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loan taken from bank or dues to debenture holders or interest thereon except interest of Rs 0.31 lakhs due to debenture holders.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the records of the Company examined by us and the information and explanations given to us, no term loans were raised during the year and hence reporting under clause (ix)(c) of the Order is not applicable.

(d) The Company has not raised any funds on short-term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.

(e) The Company does not have any subsidiary or joint venture or associate and hence reporting under clause 3(ix)(e) and 3(ix)(f) of the Order is not applicable.

x. (a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of debt instruments through initial public offer or further public offer and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have been informed of any such case by the Management.

(b) No report under sub-section 12 of Section 143 of the Companies Act 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the management, there were no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on 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 details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

xiv. In our opinion and based on our examination, the Company does not have an internal audit system as it is not required to have an internal audit system as per the provisions of the Companies Act 2013 and hence reporting under clause 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable.

xv. According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them.

xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), 3(xvi)(b) and 3(xvi)(c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. According to the records of the Company examined by us, and information and explanations given to us, the Company has incurred cash losses of Rs 1,416 lakhs during the financial year covered by our audit and Rs 7,540 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and hence reporting under clause 3(xviii) of the Order is not applicable.

xix. As referred to in 'Material uncertainty related to going concern' paragraph in our main audit report and on the basis of ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions and further as stated in Note 26 of the financial statements, there exists a material uncertainty that may cast significant doubt on the Company's capability of meeting its liabilities existing at the date of balance sheet, as and when they fall due within a period of one year from the balance sheet date.

We, further state that this is not an assurance as to the future viability of the Company and our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the records of the Company examined by us, and information and explanations given to us, Section 135 of the Act is not applicable to the Company and hence reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Mumbai, 15 May 2024

UDIN: 24215336BKHCGY2618

Annexure - B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 8(II)(f) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of Margo Networks Private Limited on the financial statements for the year ended 31 March 2024

We have audited the internal financial controls over financial reporting of **Margo Networks Private Limited** ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year 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 (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 Act.

Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgment, 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 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, 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 2024, 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 issued by the Institute of Chartered Accountants of India.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Mumbai, 15 May 2024

UDIN: 24215336BKHCGY2618

Margo Networks Private Limited
Balance Sheet as at 31st March 2024

(Rs. in lakhs)

	Notes	As at 31st March 2024	As at 31st March 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	748	2,859
Right-of-use assets	3(b)	-	191
Intangible assets	3(c)	-	1,410
Intangible assets under development	3(c)	-	226
Financial assets			
(i) Other financial assets	4(a)	-	30
Non-current tax assets (net)		15	13
Deferred tax assets (net)	37	-	592
Other non-current assets	5	-	15
Total non-current assets		763	5,336
Current assets			
Financial assets			
(i) Trade receivables	6	1	263
(ii) Cash and cash equivalents	7	56	19
(iii) Other financial assets	4(b)	8,135	8,321
Other current assets	8	3,315	3,661
Total current assets		11,507	12,264
Total Assets		12,270	17,600
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	5	5
Other equity	10	(7,202)	(709)
Total equity		(7,197)	(704)
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	11	14,641	13,352
(ii) Lease liabilities	12	-	-
Provisions	13(a)	-	197
Total non-current liabilities		14,641	13,549
Current liabilities			
Financial liabilities			
(i) Borrowings	14	11	10
(ii) Lease liabilities	15	-	197
(iii) Trade payables	16(a)	36	9
(iv) Other financial liabilities	16(b)	4,445	4,289
Other current liabilities	17	334	210
Provisions	13(b)	-	39
Total current liabilities		4,826	4,754
Total Liabilities		19,467	18,304
Total Equity and Liabilities		12,270	17,600

The accompanying notes form an integral part of the financial statements. 1 - 44

As per our report of even date attached

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
(Firm Registration Number 102860W/W100089)

For and on behalf of the Board

Nitin Jain
Partner
Membership No. 215336

Rohit Paranjpe
Whole-time Director
DIN - 02889979

Rohit Kumar Gupta
Director
DIN - 05015180

Place: Mumbai
Date: 15 May 2024

Margo Networks Private Limited
Statement of Profit and loss for the year ended 31st March 2024

(Rs. in lakhs)

	Notes	For the year ended 31st March 2024	For the year ended 31st March 2023
Income			
Revenue from operations	18	95	210
Other income	19	3,334	89
Total income		3,429	299
Expenses			
Operational cost	20	196	311
Employee benefits expense	21	3,706	5,860
Finance costs	22	1,347	1,118
Depreciation and amortisation expense	23	2,608	2,857
Other expenses	24	1,565	1,892
Total expenses		9,422	12,038
Loss before tax		(5,993)	(11,739)
Less: Tax expense	37		
Current tax		-	-
Deferred tax charge / (credit)		592	(349)
Loss for the year		(6,585)	(11,390)
Other comprehensive Income			
Items that will not be reclassified to profit or loss			
-Remeasurement gain/(loss) on defined benefits obligations		109	16
- Income tax effect on above		-	(5)
Total other comprehensive income		109	11
Total Comprehensive Income / (loss) for the year		(6,476)	(11,379)
Earnings per share (face value of Rs. 10 each fully paid up)	32		
Basic		(13,171)	(22,780)
Diluted		(13,171)	(22,780)
The accompanying notes form an integral part of the financial statements.	1- 44		

As per our report of even date attached

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
(Firm Registration Number 102860W/W100089)

Nitin Jain
Partner
Membership No. 215336

Place: Mumbai
Date: 15 May 2024

For and on behalf of the Board

Rohit Paranjpe
Whole-time Director
DIN - 02889979

Rohit Kumar Gupta
Director
DIN - 05015180

Margo Networks Private Limited

Statement of Cash Flows for year ended 31st March 2024

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
Cash flow from operating activities		
Loss before tax as per Statement of Profit and Loss	(5,993)	(11,739)
Adjusted for :		
Depreciation and amortization expense	2,608	2,857
Interest income	(2)	(77)
Interest expense	16	20
Unwinding of discount on financial liabilities - Optionally Convertible Debentures	1,301	1,080
Gain on derecognition of Right of Use (ROU) assets	(6)	-
Loss on sale / discard of Property, plant and equipment	211	0
Impairment loss on property, plant and equipment, intangible assets and intangible assets under development (refer note 3(a) and 3(c))	485	-
Share Based Payment Expense/(credit) (net)	(17)	251
Balances written off	(2)	6
Balances written back	(273)	(12)
Provision for doubtful input tax credit/advance/deposits	164	-
Remeasurement gain / (loss) on defined benefit obligation	109	16
Operating loss before working capital changes	(1,400)	(7,598)
Adjusted for :		
(Increase) / decrease in trade and other receivables	684	(1,072)
Increase / (decrease) in trade and other payables	330	(172)
Cash generated from/(used in) operations	(385)	(8,842)
Direct taxes (paid) / refund received (net)	(2)	(1)
A. Net Cash flow from / (used in) operating activities	(387)	(8,844)
Cash flow from investing activities		
Payments for purchase of property, plant and equipment / intangible assets including capital work-in-progress and intangible assets under development (net of refunds)	(63)	(1,262)
Proceeds from sale of property, plant and equipment	719	0
Proceeds from maturity of fixed deposits	-	50
Interest received	2	77
B. Net Cash flow from / (used in) investing activities	658	(1,135)
Cash flow from financing activities		
Issuance of optionally convertible debentures to holding company	-	4,000
Vehicle loan repaid	(10)	(10)
Principal portion of lease liability	(208)	(303)
Interest portion of lease liability	(15)	(18)
Interest paid	(1)	(2)
C. Net Cash flow from / (used in) financing activities	(234)	3,667
Net increase/(decrease) in cash and cash equivalents	37	(6,311)
Cash and cash equivalents at the beginning of the year	19	6,330
Cash and cash equivalents at the end of the year	56	19

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For Ford Rhodes Parks & Co LLP
Chartered Accountants
Firm Registration Number 102860W/W100089

For and on behalf of Board

Nitin Jain
Partner
Membership No. 215336

Place: Mumbai
Date: 15 May 2024

Rohit Paranjpe
Whole-time Director
DIN - 02889979

Rohit Kumar Gupta
Director
DIN - 05015180

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Margo Networks Private Limited

Statement of Changes in Equity for the year ended 31st March 2024

A. Equity Share Capital (Rs. in lakhs)

Balance as at 1st April, 2022	5
Changes during the year	-
Balance as at 31st March, 2023	5
Balance as at 1st April, 2023	5
Changes during the year	-
Balance as at 31st March, 2024	5

B. Other equity (Rs. in lakhs)

	Equity component of optionally convertible debentures *	Reserves & Surplus			Total
		Securities premium	Retained earnings	Share Based Payment Reserve	
Balance as at 1st April, 2022	16,341	7,496	(15,841)	-	7,996
Profit / (Loss) for the year	-	-	(11,390)	-	(11,390)
Other comprehensive income for the year	-	-	11	-	11
Total comprehensive income/(loss) for the year	-	-	(11,379)	-	(11,379)
Options granted during the year (refer note 9(g))	-	-	-	251	251
Issued during the year (refer note 10(a))	2,422	-	-	-	2,422
Balance as at 31st March, 2023	18,763	7,496	(27,219)	251	(709)
Balance as at 1st April, 2023	18,763	7,496	(27,219)	251	(709)
Profit / (Loss) for the year	-	-	(6,585)	-	(6,585)
Other comprehensive income for the year	-	-	109	-	109
Total comprehensive income/(loss) for the year	-	-	(6,477)	-	(6,477)
Options granted during the year / Forfeiture of unvested options				(17)	(17)
Transferred to retained earnings on termination of employees (refer note 9(g))			234	(234)	
Balance as at 31st March, 2024	18,763	7,496	(33,461)	-	(7,202)

*Equity component of optionally convertible debentures represents 3100, 0.001% Optionally Convertible Debentures of Rs. 10,00,000 each, fully paid up

As per our report of even date attached

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
(Firm Registration Number 102860W/W100089)

Nitin Jain
Partner
Membership No. 215336

Place: Mumbai
Date: 15 May 2024

For and on behalf of the Board

Rohit Paranjpe
Whole-time Director
DIN - 02889979

Rohit Kumar Gupta
Director
DIN - 05015180

Margo Networks Private Limited
Notes forming part of the Financial Statements

1. Corporate information

Margo Networks Private Limited ("the Company") was incorporated in the State of Maharashtra, India on 17 August 2016 under the Companies Act, 2013 having its registered office at 118, Veena Dalwai, Industrial Estate, Oshiwara, Jogeshwari West, Mumbai, Maharashtra - 400102 (till 31 August 2023 - DevX, 701-713, 7th Floor, A Block, Dynasty Business Park, Near J.B.Nagar Metro Station, Andheri - Kurla Road, Andheri (East), Mumbai - 400065). The Holding Company viz. Zee Entertainment Enterprises Limited holds 80% of the equity share capital of the Company. The Company is an online service provider and through its technology platform infrastructure connects end consumers with various over-the-top media players, e-commerce players, online gaming players among others (also refer note 36).

These Financial Statements of the Company for year ended 31st March, 2024 were authorised for issue by the Board of Directors at their meeting held on 15 May 2024.

2 Basis of preparation of Financial statement and other significant accounting policies

2(A) Basis of preparation of Financial Statement

i) Statement of Compliance

These Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS 34) as notified under Section 133 of the Companies Act, 2013 (Act') read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Act. The accounting policies are applied consistently in the preparation and presentation of the Financial Statements.

These Financial Statements have been prepared and presented under the historical cost convention on accrual basis except for certain financial assets and liabilities that are measured at fair values. The Financial Statements are presented in Indian Rupees (Rupees or Rs.) rounded off to nearest lakhs, "0" denotes amount less than a lakh.

ii) Current and non-current classification

Assets and liabilities are classified as current if it is expected to realise or settle within twelve months after the balance sheet date. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2(B) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31 March 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

2(C) Material accounting policies

(a) Property, plant and equipment, right-of-use assets and intangible assets

(i) Property, plant and equipment (except Right-of-use assets) are stated at cost, less accumulated depreciation and impairment loss, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

(ii) Right-of-use (ROU) assets are stated at cost less accumulated depreciation and impairment loss, if any. The carrying amount of ROU assets is adjusted for remeasurement of lease liability, if any, in future. Cost of ROU assets comprises the amount of initial measurement of lease liability, lease payments made before the commencement date (net of incentives received), initial direct costs and present value of estimated costs of dismantling and restoration, if any.

(iii) Intangible assets are stated at cost of acquisition less accumulated amortisation. Intangible assets with finite lives are amortised on a straight-line basis over the useful economic life and assessed for impairment whenever there is a indication that the intangible asset may be impaired. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss.

(iv) Costs incurred for internally generating intangible assets are recognised only to the extent they are directly attributable to create, produce and prepare the asset to be capable of operating in the manner intended by management. These costs include costs of employees designated to the projects (SugarBox Technology Platform), costs of materials and services being used by the projects and directly attributable overheads. During the development stage, these costs are carried in the books if the technical feasibility and economic viability of the project has been established. Once the development is completed, these costs are capitalised provided the recognition criteria for intangible assets is still met. Subsequent costs for maintaining and updating of the developed software is charged to the profit and loss.

(b) Depreciation / amortisation on property, plant and equipment, right-of-use assets and intangible assets

Depreciable amount for property, plant and equipment / intangible assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

(i) Depreciation on property, plant and equipment (except Right-of-use assets) is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, where the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement etc.

Furniture and fixtures: 5 years
Mobile phones: 3 years
Plant and machinery
- At site: 3 years
- Others: 6 years

(ii) ROU assets are depreciated on straight line basis from the commencement date to the end of useful life of asset or lease term whichever is earlier.

(iii) Leasehold improvements are amortised over the period of lease.

(iv) Intangible assets are amortised on straight line basis over their respective individual useful lives as follows:
Software - 3 Years
SugarBox Technology Platform - 3 Years
Trade Mark - 10 years
Patent - 20 Years

(c) Derecognition of property, plant and equipment, right-of-use assets and intangible assets

The carrying amount of an item of property, plant and equipment, right-of-use assets and intangible assets is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment / right-of-use assets / intangible assets is measured as the difference between the net disposal in proceeds and the carrying amount of the item and is recognised in the statement of profit and loss when the item is derecognised.

(d) Impairment of property, plant and equipment right-of-use assets and intangible assets

The carrying amounts of the Company's property, plant and equipment, right-of-use assets and intangible assets are reviewed at each reporting date to determine whether there is any indication of impairment. If there are indicators of impairment, an assessment is made to determine whether the asset's carrying value exceeds its recoverable amount. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

An impairment loss is recognised in the statement of profit and loss whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The recoverable amount is the higher of net selling price, defined as the fair value less costs to sell, and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which estimates of future cash flows have not been adjusted.

An impairment loss for an individual asset or cash generating unit shall be reversed if there has been a change in estimate used to determine the recoverable amount since the last impairment loss was recognised and is only reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Impairment loss is recognised in the statement of profit and loss.

(e) Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets till the time such assets are ready for intended use are capitalised as part of cost of the assets. All other borrowing costs are expensed in the period they occur.

(f) Retirement and other employee benefits

(i) The Company operates both defined benefit and defined contribution schemes for its employees. For defined contribution schemes, the amount charged as expense is equal to the contributions paid or payable when employees have rendered services entitling them to the contributions.

For post-employment benefit plans and other long term employee benefit plans, actuarial valuations are carried out at each balance sheet date using the Projected Unit Credit Method.
Remeasurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI) in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods. All such plans are unfunded.

(ii) The Company recognises service costs comprising of current service costs, past-service costs, gains and losses on curtailments and non- routine settlements and net interest expense or income as an expense in the statement of profit and loss.

(iii) The Company's contributions paid / payable towards the defined contribution plan is recognized as expense in the statement of profit and loss during the period in which the employee renders the related service.

(iv) Short-term employee benefits are expensed at the undiscounted amount in the statement of profit and loss in the year the employee renders service.

(v) The Company recognises compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share-Based Payment. The estimated fair value of awards is charged to statement of profit and loss on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share based payment reserves.

(g) Income taxes

Tax expense comprises of current and deferred tax.

(i) Current tax

Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity. Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transaction. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(iii) Minimum alternate tax (MAT)

Minimum alternate tax (MAT) is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(h) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at amount of transaction (net of variable consideration if any) allocated to that performance obligation and is net of indirect taxes.

If the nature of the Company's promise is a performance obligation to provide the specified goods or services itself, then the Company acts on its own behalf and it is "principal" in the sale's transaction and it accounts for revenue for the gross amount of consideration to which it expects to be entitled in exchange for the goods or services provided. If the Company arranges for a third-party to provide the goods or services specified in the contract, then it recognizes as revenues, the net amount of consideration to which it expects to be entitled in exchange for the goods or services provided

Unbilled revenue is the revenue accrued but not yet invoiced to the client due to contract terms or timing of the accounting invoicing cycle. The company recognizes unearned revenue from the services to be provided in future periods as deferred revenue.

(i) Rendering of services

The company earns revenue from performance-based lead sales for over-the-top media service providers, a service fee from its customers for enabling their content to reach the end consumers and revenue share for enabling ecommerce transaction on SugarBox App. The revenue from service fee is recognised over the period of time on performance of obligation as per the terms of the contract. The revenue from performance-based lead sales is recognised at a point in time on the basis of number of partner application downloaded at SugarBox place of interest(POIs) as per the terms of the contract. Revenue share is recognised as when the partnered seller's product order is processed on our Application.

Variable consideration

If the consideration promised in a contract includes a variable amount, the Company estimates the amount of consideration to which the Company will be entitled in exchange for transferring the promised goods or services to the customer. Where customers are provided with discounts, rebates etc, such discounts and rebates will give rise to variable consideration. The Company follows the 'most likely amount' method in estimating the amount of variable consideration.

Contract balances

a) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised. Contract liabilities are recognised as revenue when the Company performs under the contract.

b) Trade receivables

A receivable represents the Company's right to an amount of consideration under the contract with a customer that is unconditional and realizable on the due date.

c) Contract assets

Contract assets are recognised when there is excess of revenue earned over billings done. Contract asssets are classified as unbilled revenue when there is unconditional rights to receive cash, and only passage of time is require as per the contractual terms.

(ii) Interest income

Interest income is recognised using the effective interest rate taking into account principal outstanding and the applicable interest rate.

(i) Lease liability

Lease liability associated with assets taken on lease (except short-term and low value assets) is measured at the present value of lease payments to be made. Lease payments are discounted using the interest rate implicit in the lease or incremental borrowing cost as the case may be. Lease payments comprise fixed payments in relation to the lease (less lease incentives receivable), variable lease payments, if any and other amounts (residual value guarantees, penalties, etc.) to be payable in future in relation to the lease arrangement.

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(j) Financial instruments

Financial instruments is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Initial recognition

Financial assets and financial liabilities (except for trade receivables within the scope of paragraph 5.1.3 of Ind AS 109) are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit and loss.

(ii) Subsequent measurement

(a) Financial assets

Financial assets are classified into the following specified categories: amortised cost, financial assets at fair value through profit or loss (FVTPL), Fair value through other comprehensive income (FVTOCI). The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

Debt instrument

Amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:
a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets

b) The asset's contractual cash flows represent solely payments of principle and interest. Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Derecognition of financial assets

The Company derecognises a financial asset when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(b) Financial liabilities

Amortised cost

Financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss

Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Margo Networks Private Limited
Notes forming part of the Financial Statements

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(iv) Determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized

(k) Compound financial instruments

Compound financial instruments issued by the Company comprises of optionally convertible debentures that can be converted into equity shares of the Company. Optionally convertible debentures are bifurcated into liability and equity components based on the terms of the contract.

The liability component of optionally convertible debentures is initially recognised at the fair value of a similar liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of optionally convertible debentures is not remeasured subsequently. Interest related to the liability component is recognised in the statement of profit and loss. On conversion, the liability component is reclassified to equity and no gain or loss is recognised.

(l) Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a probable, present legal or constructive obligation to make a transfer of economic benefits as a result of past events where a reliable estimate is available. The amounts recognised represent the Company's best estimate of the transfer of benefits that will be required to settle the obligation as of the reporting date. Provisions are discounted if the effect of the time value of money is material using a pre-tax market rate adjusted for risks specific to the liability.

Contingent liabilities are possible obligations that arise from past events and whose existence 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 but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability. Contingent liabilities are not recognised but are disclosed in the notes unless the likelihood of their crystallizing is remote.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

(m) Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

(n) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2(D) Critical accounting judgment and estimates

(i) Contingencies and commitments

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably, are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

(ii) Useful lives and residual values

The Company reviews the useful lives and residual values of property, plant and equipment, right-of-use assets and intangible assets at the end of each reporting period.

Margo Networks Private Limited
Notes forming part of the Financial Statements

(iii) Impairment of non-financial assets

Impairment exists when the carrying value of an assets or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less cost of disposal and its value in use. The fair value less cost of disposal calculation is based on available data from binding sales transaction, conducted at arm's length, for similar assets or observable market prices less costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the future years and do not include restructuring activity that the company is not yet committed to or significant future investment that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate use for the DCF model as well as the expected future cash inflows and the growth rate.

(iv) Impairment of financial assets

The impairment provision of financial assets disclosed are based on assumptions above risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(v) Taxes

The Company periodically assesses its liabilities and contingencies related to income taxes for all years open to scrutiny based on latest information available. The Company records its best estimates of the tax liability in the current tax provision. The management believes that they have adequately provided for the probable outcome of these matters.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised , based upon the likely timing and the level of future taxable profits.

(vi) Fair value measurement

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:
- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirely in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The company recognizes transfers between levels of the fair value hierarchy at the end of reporting year during which the change has occurred.

(vii) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the statement of profit and loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

(viii) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(ix) Share based payments

Estimating fair value for share-based payment requires determination of the most appropriate valuation model. The estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the option, volatility and dividend yield and making assumptions about them.

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

3(a) Property, plant and equipment	Leasehold improvements	Computers	Equipment	Furniture and fittings	Vehicles	Plant and Machinery	Total
I. Cost							
As at 1st April, 2022	5	252	92	0	51	3,529	3,932
Additions	12	170	12	-	-	1,503	1,697
Disposals	-	-	-	-	-	0	0
As at 31st March, 2023	18	422	105	0	51	5,032	5,629
Additions	-	4	1	-	-	22	27
Disposals	-	412	71	-	-	1,652	2,135
As at 31st March, 2024	18	14	35	0	51	3,402	3,521
II. Depreciation and impairment							
As at 1st April 2022	3	109	51	0	5	1,345	1,513
Depreciation	5	97	21	0	6	1,129	1,259
Disposals	-	-	-	-	-	0	0
Upto 31st March, 2023	8	206	72	0	11	2,473	2,770
Depreciation	4	31	7	-	6	1,008	1,055
Impairment loss (refer note below)	5	4	4	-	-	140	154
Disposals	-	232	50	-	-	924	1,205
Upto 31st March, 2024	18	9	33	0	17	2,697	2,773
Net book value							
As at 31st March, 2024	-	4	2	0	34	705	748
As at 31st March, 2023	10	216	33	0	40	2,559	2,859

Net book value	As at 31st March, 2024	As at 31st March, 2023
Property, plant and equipment	748	2,859

Note:
During the year ended 31 March 2024, the management has carried out an internal impairment assessment of property, plant and equipment as per Ind AS 36 - "Impairment of Assets" and consequently provided impairment loss of Rs. 154 lakhs being excess of carrying value over the recoverable amounts as at 31 March 2024.

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

3(b) Right-of-use-assets	Lease hold Premises	Total
I. Cost		
As at 1st April, 2022	653	653
Additions	320	320
Disposal	(695)	(695)
Balance As at 31st March, 2023	278	278
Additions	168	168
Disposal	(446)	(446)
Balance as at 31st March, 2024	-	-
II. Depreciation		
As at 1st April, 2022	508	508
Depreciation	266	266
Disposal	(687)	(687)
Upto 31st March, 2023	87	87
Depreciation	212	212
Disposal	(299)	(299)
Balance upto 31st March, 2024	-	-
Net book value		
As at 31st March, 2024	-	-
As at 31st March, 2023	191	191

Net book value	As at 31st March, 2024	As at 31st March, 2023
Right-of-use-assets	-	191

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

3(c) Intangible assets	Software	Trademark	SugarBox Technology Platform	Patents	Total
I. Cost					
Balance as at 1st April, 2022	1	3	3,978	45	4,027
Additions	34	-	-	11	45
Balance as at 31st March, 2023	35	3	3,978	56	4,072
Additions	-	-	-	8	8
Balance as at 31st March, 2024	35	3	3,978	64	4,080
II. Amortisation					
Balance as at 1st April, 2022	1	1	1,326	3	1,331
Amortization for the year	2	0	1,326	3	1,332
Upto 31st March, 2023	3	1	2,652	6	2,662
Amortisation for the year	11	0	1,326	4	1,341
Impairment loss	20	2	-	54	76
Balance upto 31st March, 2024	34	3	3,978	64	4,080
Net book value					
As at 31st March, 2024	-	-	-	-	-
As at 31st March, 2023	32	2	1,326	50	1,410

Net book value	As at 31st March, 2024	As at 31st March, 2023
Intangible assets	-	1,410
Intangible assets under development	-	226

Movement in Intangible assets under development during the year ended 31 March 2024 and 31 March 2023

(Rs. in lakhs)

Intangible assets under development	Mar-24	Mar-23
Opening Balance	226	113
Add: Net additions	29	113
Less: Impairment during the year	(255)	-
Closing Balance	-	226

Intangible assets under development ageing schedule for the year ended as on 31st March, 2024 (Rs. in lakhs)

	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Intangible assets under development	37	122	68	28	255
Less: Impairment					(255)
Total					-

Intangible assets under development ageing schedule for the year ended as on 31st March, 2023 (Rs. in lakhs)

	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Intangible assets under development	122	75	22	7	226
Total					226

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
4 Financial assets - Others		
(Unsecured, considered good)		
(a) Non-current		
Security deposits	21	0
Less: Provision for doubtful deposits	(21)	-
	-	0
Deposits with bank*	-	30
	-	30
(b) Current		
Security deposits	9	114
Less: Provision for doubtful deposits	(9)	-
	-	114
Deposits with bank*	-	114
Other Receivables (Refer note 36)	8,135	8,093
	8,135	8,321
Total	**8,135**	**8,351**

* Under lien against guarantees given

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
5 Other non-current assets		
(Unsecured, considered good)		
Capital advances	8	8
Less: provision for doubtful advance	(8)	-
Prepaid Expenses	-	7
Total	-	15

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
6 Trade receivables		
Receivable arising from contract with customers		
Unsecured, considered good		
- Related parties (Refer Note 27)	-	263
- Others	1	-
Total	1	263

Trade Receivables ageing schedule for the year ended as on 31st March, 2024

	Outstanding for following periods from the due date of payment			
	Less than 6 Months	6 Months to 1 Year	1-2 Years	Total
Undisputed Trade receivable - considered good	0	1	0	1
Total	0	1	0	1

Trade Receivables ageing schedule for the year ended as on 31st March, 2023

	Outstanding for following periods from the due date of payment			
	Less than 6 Months	6 Months to 1 Year	2-3 Years	Total
Undisputed Trade receivable - considered good	246	-	17	263
Total	246	-	17	263

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
7 Cash and cash equivalents		
Balances with Banks:		
In current accounts	56	19
Total	56	19

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
8 Other current assets		
(Unsecured, considered good)		
Advances recoverable in cash or kind	14	132
Less: provision for doubtful advance	(14)	-
	-	132
Balances with Government authorities (Indirect Taxes)	3,428	3,406
Less: provision for doubtful balances	(113)	-
	3,315	3,406
Prepaid expenses	-	123
Total	3,315	3,661

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
9 Equity share capital		
Authorised		
500,000 (31st March, 2023: 500,000) equity shares of Rs 10/- each	50	50
Total	50	50
Issued, subscribed and paid up		
50,000 (31st March, 2023: 50,000) equity shares of Rs 10/- each fully paid up	5	5
Total	5	5

a) **Reconciliation of number of equity shares and equity share capital**

	As at 31st March 2024		As at 31st March 2023	
	No. of Equity Shares	Amount (Rs. in Lakhs)	No. of Equity Shares	Amount (Rs. in Lakhs)
At the beginning of the year	50,000	5	50,000	5
Add: Issued during the year	-	-	-	-
At the end of the year	50,000	5	50,000	5

b) **Terms / rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of the 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 remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

c) **Details of equity shares held by the holding company**

	As at 31st March 2024	As at 31st March 2023
Name of Shareholders	**No. of Shares**	**No. of Shares**
Zee Entertainment Enterprises Limited *	40,000	40,000

* includes shares held jointly

Margo Networks Private Limited
Notes forming part of the Financial Statements

d) Details of shareholders holding more than 5 % of aggregate shares in the Company

	As at 31st March 2024		As at 31st March 2023	
Name of Shareholders	No. of Equity Shares	% Shareholding	No. of Equity Shares	% Shareholding
Zee Entertainment Enterprises Limited	39,995	79.99%	39,995	79.99%
Rohit Paranjpe	5,000	10.00%	5,000	10.00%
Ripunjay Bararia	2,500	5.00%	2,500	5.00%
Devang Goradia	2,500	5.00%	2,500	5.00%

e) Shareholding of Promoters

	Shares held by promoters at 31st March, 2024		
Promoter name	No. of shares	% of total shares	% change during the year
Ripunjay Bararia	2,500	5.00%	-
Rohit Paranjpe	5,000	10.00%	-
Devang Goradia	2,500	5.00%	-
Zee Entertainment Enterprises Limited	39,995	79.99%	-
Zee Entertainment Enterprises Limited jointly with Vinod Thakurdesai	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Rohit Kumar Gupta	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Pankaj Suroliya	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Mukund Galgali	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Ashish Agarwal	1	0.002%	-

	Shares held by promoters at 31st March, 2023		
Promoter name	No. of shares	% of total shares	% change during the year
Ripunjay Bararia	2,500	5.00%	-
Rohit Paranjpe	5,000	10.00%	-
Devang Goradia	2,500	5.00%	-
Zee Entertainment Enterprises Limited	39,995	79.99%	-
Zee Entertainment Enterprises Limited jointly with Vinod Thakurdesai	1	0.00%	-
Zee Entertainment Enterprises Limited jointly with Rohit Kumar Gupta	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Pankaj Suroliya	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Mukund Galgali	1	0.002%	-
Zee Entertainment Enterprises Limited jointly with Ashish Agarwal	1	0.002%	-

f) The Company has not issues any bonus shares for consideration other than cash or bought back any shares during the five years preceding 31st March 2024.

g) **Employees Stock Option Scheme (ESOP)**

(i) During the previous year, the Company had instituted an Employees Stock Option plan, 2022 (ESOP Plan 2022) as approved by the Board of Directors and Shareholders of the company for issuance of upto 2500 Stock options convertible into equal number of equity shares of face value of Rs 10 each to the employees of the company. The said scheme is administered by the Board of Directors of the company. However, the Board of Directors in its meeting held on 21 March 2024 approved termination of all employees of the Company w.e.f from 22 March 2024 and cancelled all the stock options issued to employees

(ii) The movement in Options is as follows:

Particulars	As at 31st March 2024	As at 31st March 2023
Opening at the beginning of the year	1,747	-
Options granted during the year	-	2,130
Forfeiture of unvested options in the event of resignation or termination of employment	(650)	(383)
Options expired due to termination of employment (refer note (i) above)	(1,097)	-
Exercised during the year	-	-
Outstanding at the end of the year	-	1,747

Margo Networks Private Limited
Notes forming part of the Financial Statements

(iii) During the year, the Company has recorded Share Based Payment credit of Rs. 17 lakhs (31 March 2023 : expense of Rs. 251 lakhs) in the statement of Profit and Loss.

(iv) Fair value of each equity settled share based payment is estimated using the Black Scholes Options Pricing using below mentioned assumptions

ASSUMPTIONS	
Exercise price of the option	10
Expected term of the option (in years)	7
Expected dividend yield on the underlying share for the expected term of the option	0%
Risk-free interest rate for the expected term of the award	7.35%

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
10 Other equity		
A Equity component of optionally convertible debentures		
As per last balance sheet	18,763	16,341
Issued during the year	-	2,422
Balance as at the end of the year	**18,763**	**18,763**
B Reserves and Surplus		
i) Securities premium		
As per last balance sheet	7,496	7,496
Balance as at the end of the year	**7,496**	**7,496**
ii) Share Based Payment Reserve		
As per last balance sheet	251	-
Add: Options granted / Forfeiture of unvested options during the year	(17)	251
Less: Transferred to retained earnings on termination of employees (refer note 9(g))	(234)	-
	-	251
iii) Retained earnings		
As per last balance sheet	(27,219)	(15,841)
Profit / (Loss) for the year	(6,585)	(11,390)
Add: Transferred from share based payment reserve (refer note 9(g))	234	-
Other comprehensive income arising from remeasurement of defined benefit obligation net of income tax	109	11
Balance as at the end of the year	**(33,461)**	**(27,219)**
Total	**(7,202)**	**(709)**

a) **Movement of 0.001% Optionally Convertible Debentures (OCDs)**

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
Opening Balance (a)	13,340	10,682
Total proceeds received during the year	-	4,000
Less: Equity component of OCDs	-	2,422
Liability component of OCDs (b)	-	1,578
Add: Interest expense accrued till 31st March 2024 (c)	1,301	1,080
Balance as at the end of the year (Refer note 11) (a+b+c)	**14,641**	**13,340**

Equity component of optionally convertible debentures represents 3100 (31 March 2023 : 3100), 0.001% Optionally Convertible Debentures of Rs. 10,00,000 each, fully paid up.

b) **Securities premium**
Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

c) **Retained earnings**
Retained earnings represent the accumulated losses net of earnings if any made by the Company over the years.

d) Share based payment reserve is related to share options granted by the company to its employees under its Employee Stock Options Plan

Margo Networks Private Limited
Notes forming part of the Financial Statements

(Rs. in lakhs)

	Maturity Date	Coupon Rate	As at 31st March 2024	As at 31st March 2023
11 Non-current Borrowings				
Secured				
Vehicle Loan*	07th April, 2025	7.50% p.a.	1	12
Unsecured				
0.001% 2700 Optionally Convertible Debentures of face value of Rs. 10,00,000/- each (Refer note 10(a)) **	24th March, 2032	0.001% p.a.	12,866	11,723
0.001% 400 Optionally Convertible Debentures of face value of Rs. 10,00,000/- each (Refer note 10(a)) **	29th December, 2032	0.001% p.a	1,775	1,617
Total			14,641	13,352

* Vehicle loan is secured by first charge on motor vehicle registered in name of the Company. The Vehicle loan is repayable in 48 monthly instalments commencing from May 7, 2021 and carry rate of interest 7.5% per annum payable on a monthly basis.

** The tenure of 3100 unsecured, redeemable, Optionally Convertible Debentures (OCDs) having face value of Rs. 10,00,000 each with 0.001% coupon rate is 10 years from the date of allotment. At the option of OCD holder, these OCDs are convertible in such number of equity shares which is determined based on the fair market value of the equity shares as on the date of issuance of the OCDs. The OCD holder shall have an option to redeem OCDs at par at the end of any year starting from the 1st anniversary and until the 10th anniversary of the issue. Outstanding OCDs not converted /redeemed, if any, till the end of the term of OCDs shall be redeemed at par.

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
12 Lease Liabilities - Non-current		
Lease liabilities	-	197
Less:- Amount disclosed under the head current lease liabilities (Refer note 15)	-	(197)
Total	-	-

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
13 Provisions		
(a) Non-current		
Provision for employee benefits		
- Gratuity (Refer note 25)	-	143
- Compensated absences	-	54
	-	197
(b) Current		
Provision for employee benefits		
- Gratuity (Refer note 25)	-	18
- Compensated absences	-	21
	-	39
Total	-	236

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023

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Margo Networks Private Limited
Notes forming part of the Financial Statements

14 Current Borrowings

Secured		
Vehicle Loan (Refer note 11)	11	10
Total	11	10

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
15 Lease Liabilities - Current		
Lease Liabilities (Refer note 12)	-	197
Total	-	197

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
16 Financial liabilities		
(a) Trade payables		
Outstanding dues of micro enterprises and small enterprises (MSME)	-	-
Outstanding dues of creditors other than micro enterprises and small enterprises	36	9
	36	9
(b) Other current financial liabilities		
Creditors for capital goods	10	28
Employee benefits payable	584	241
Other payables		
Outstanding dues of micro enterprises and small enterprises (refer note 34)	3	-
Outstanding dues of creditors other than micro enterprises and small enterprises	3,848	4,020
	4,445	4,289
Total	4,481	4,299

Trade payables are not interest bearing and are generally on credit terms of 0 to 30 days.

Trade payables ageing schedule for the year ended as on 31st March, 2024 (Rs. in lakhs)

	Outstanding for following periods from the due date of payment		
	Less than 1 Year	1-2 Years	Total
Outstanding dues to MSME	-	-	-
Others	36	-	36
Total trade payables	36	-	36

Trade payables ageing schedule for the year ended as on 31st March, 2023 (Rs. in lakhs)

	Outstanding for following periods from the due date of payment		
	Less than 1 Year	1-2 Years	Total
Outstanding dues to MSME	-	-	-
Others	9	-	9
Total trade payables	9	-	9

(Rs. in lakhs)

	As at 31st March 2024	As at 31st March 2023
17 Other current liabilities		
Advance received from holding company (refer note 27)	111	-
Statutory liabilities	223	210
Total	334	210

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
18 Revenue from operations		
Revenue from contracts with customers		
Rendering of services	95	210
Total	95	210

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
19 Other Income		
Interest		
Interest on bank deposits	2	77
Interest on Income Tax Refund	0	0
Other Non-Operating Income		
Gain on derecognition of Right of Use (ROU) assets	6	-
Subsidy Income*	3,053	-
Liabilities no longer required written back	273	12
Total	3,334	89

* Subsidy received from holding company towards discontinuing costs

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
20 Operational cost		
Connectivity Cost	192	256
Support Cost	4	55
Total	196	311

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
21 Employee benefits expense		
Directors' remuneration	45	161
Salaries and allowances	3,563	5,278
Share Based Payment Expense (net)	(17)	251
Contribution to providend and other funds	38	66
Staff welfare expenses	77	104
Total	3,706	5,860

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
22 Finance costs		
Interest expense on:		
Vehicle Loan	1	2
Defined benefit obligations	11	14
Lease liabilities	15	18
Others	17	2
Unwinding of discount on financial liabilities		
Optionally Convertible Debentures	1,301	1,080
Other financial charges	2	2
Total	1,347	1,118

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
23 Depreciation and amortisation expense		
Depreciation on property, plant and equipment	1,055	1,259
Depreciation on right-of-use assets	212	266
Amortisation of intangible assets	1,341	1,332
Total	2,608	2,857

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
24 Other expenses		
Rent	49	91
Rates and taxes	-	19
Repairs and maintenance		
- Others	14	106
Insurance	11	11
Electricity and water charges	1	1
Communication charges	8	17
Printing and stationary	5	2
Travelling and conveyance expenses	28	272
Legal and professional charges	79	358
Consultancy fees to directors (refer note 27)	27	47
Payment to auditor (refer note below)	20	16
Exchange difference (net)	(0)	3
Provision for doubtful input tax credit	113	-
Provision for doubtful Advance/deposits	51	-
Impairment loss on property, plant and equipment, intangible assets and intangible assets under development (refer note 3(a) and 3(c))	485	-
Intangible assets written off (refer note 3(c))	-	-
Loss on sale / discard of Property, plant and equipment	211	0
Marketing, distribution and promotion expenses	195	605
WebApp, server and software expenses	246	310
Miscellaneous expenses	22	34
Total	1,565	1,892

(Rs. in lakhs)

	For the year ended 31st March 2024	For the year ended 31st March 2023
Auditor's remuneration is as under:		
Audit fees (excluding goods and service tax)		
Audit fees	15	12
Certification (including fees for limited reviews)	4	4
Reimbursement of expenses	1	0
Total	20	16

Margo Networks Private Limited

Notes forming part of the financial statements

25 Employee benefits

Disclosure required as per Indian Accounting Standard "Ind AS 19" "Employee Benefits" are as under:

A. Defined contribution plan:

"Contribution to provident and other funds" is recognized as an expense in Note 21 "Employee benefits expense" of the statement of profit and loss.

B. Defined benefit plans

The present value of gratuity (unfunded) obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Board of Directors, in its meeting held on 21 March 2024 approved termination of all employees and accordingly the liability estimated by the actuary as on 31 March 2024 is the actual gratuity benefit payable to the employees and the same has been shown under other current financial liabilities . The gratuity benefit payable to the employees who have not completed the vesting period of 4 years 240 days as on the date of termination is estimated to be 'nil'.

Disclosure of Gratuity (unfunded) in terms of Ind AS 19 is as under:

(Rs. in lakhs)

		For the year ended 31st March 2024	For year ended 31st March 2023
I	**Expenses recognized during the year**		
	1. Current service cost	10	62
	2. Past service cost		-
	3. Interest cost	11	10
	Total expenses recognised in the statement of profit and loss	**21**	**72**
II	**Amount recognized in other comprehensive income (OCI)**		
	Remeasurement (gain) / loss during the year due to:		
	- Experience adjustments	(109)	21
	- Changes in financial assumptions	-	(6)
	- Changes in demographic assumptions	-	(31)
	(Gain) / loss recognised in OCI	**(109)**	**(16)**
III	**Net liability recognized in the balance sheet as at 31st March**		
	1. Present value of defined benefit obligation	-	161
	2. Net liability	-	161
IV	**Reconciliation of net liability recognized in the balance sheet as at 31st March**		
	1. Net liability as at the beginning of the year	161	118
	2. Expense as per I above	21	72
	3. Other comprehensive income as per II above	(109)	(16)
	4. Benefit Payouts	(10)	(13)
	5. Actual gratuity liability calculated as mentioned in point B above; transferred to other current financial liabilities	(64)	-
	Net liability as at the end of the year	-	161
V	**The following payments are expected to defined benefit plan in future years :**		
	1. Expected benefits for year 1	NA	18
	2. Expected benefits for year 2 to year 5	NA	94
	3. Expected benefits beyond year 5	NA	82
VI	**Actuarial assumptions:**		
	1. Discount rate	NA	7.27%
	2. Expected rate of salary increase	NA	10.00%
	3. Mortality	NA	IALM(2012-14)
		NA	Ultimate

VII Sensitivity analysis

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points (1%).

Margo Networks Private Limited
Notes forming part of the financial statements

(Rs. in lakhs)

	For the year ended 31st March 2024		For year ended 31st March 2023	
	On account of discount rate	On account of salary escalation rate	On account of discount rate	On account of salary escalation rate
PVO DR + 1%	NA	NA	(7)	8
PVO DR - 1%	NA	NA	8	(8)

Notes:

a) Amounts recognised as an expense in the statement of profit and loss are gratuity Rs. 21 lakhs (31 March 2023: Rs. 72 lakhs) and compensated absences gain of Rs. 59

b) The estimates of 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.

26 Going Concern

The Company has incurred loss during the year ended 31 March 2024 and the accumulated losses as at that date has eroded the networth of the Company. However, the Company's current assets as at 31 March 2024 are higher than its current liabilities. Further, the Board of Directors in its meeting held in March 2024 approved the Company's revised business strategy with projected revenues for the next three financial years and also approved on certain measures to be taken on an immediate basis including cost optimization measures such as termination of employees, cancellation of stock options issued to employees etc. Also, the Company has secured and is in the process of securing a one-time support from its holding company in FY 2024-25. Considering the revised business strategy including the cost rationalization measures taken by the Company and the request for one-time support from its holding company, as approved by the Board of Directors of the Company, these financial statements have been prepared on going concern basis.

27 Related party transactions

A. Holding Company

Zee Entertainment Enterprises Limited (extent of holding 80%)

B. Fellow subsidiaries

Asia Multimedia Distribution Inc., Asia Today Limited, Asia Today Singapore Pte. Limited, Asia TV Gmbh (under liquidation w.e.f 31st January 2021), Asia TV Limited, Asia TV USA Limited, ATL Media FZ-LLC, ATL Media Limited, Zee Studios Limited, Expand Fast holdings (Singapore) Pte Limited (under liquidation w.e.f. 16 March 2023 and struck off on 4 September 2023), Pantheon Productions Limited (dissolved w.e.f. 23rd September 2022), Taj TV Limited, ZSX Global FZ-LLC, OOO ZEE CIS Holding LLC, OOO ZEE CIS LLC, Zee Entertainment Middle East FZ-LLC, Zee Multimedia Worldwide (Mauritius) Limited, Zee Studios International Limited (dissolved w.e.f 23 September 2022), , Zee TV South Africa (Proprietary) Limited, Zee Unimedia Limited (upto 16 August 2023), Zee UK Max Limited (incorporated on 28 September 2023).

C. Directors / Key managerial personnel

Rohit Paranjpe, Sundeep Mehta*, Rohit Gupta Kumar, Anita Belani**, Deepak Katty***, Nitin Mittal^.

*Resigned W.e.f. 11th November 2022

** W.e.f. 27th June 2022 and Resigned W.e.f. 1st October, 2023 , *** W.e.f. 16th August 2022, and Resigned W.e.f. 1st October, 2023

^ W.e.f. 10th November 2022 and Resigned W.e.f. 20th March, 2024

SD

Margo Networks Private Limited
Notes forming part of the financial statements

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
D. Transactions during the year		
Director's remuneration		
Rohit Paranjpe	45	161
Consultancy Fees		
Deepak Kumar Katty	15	23
Anita Belani	12	24
Revenue from rendering of services		
Zee Entertainment Enterprises Limited	90	209
Subsidy income (towards discontinuing cost)		
Zee Entertainment Enterprises Limited	3,053	-
Sale of property, plant and equipment		
Zee Entertainment Enterprises Limited	575	-
Interest Expense on 2700, 0.001% Optionally Convertible Debentures (OCD)		
Zee Entertainment Enterprises Limited	0	0
Issue of 400, 0.001% Optionally Convertible Debentures (OCD)		
Zee Entertainment Enterprises Limited	-	4,000
Interest Expense on 400, 0.001% Optionally Convertible Debentures (OCD)		
Zee Entertainment Enterprises Limited	0	0

Note: The above disclosures are excluding Ind AS adjustments

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
E. Balances outstanding		
Director's remuneration		
Rohit Paranjpe	33	25
Consultancy Fees		
Deepak Kumar Katty	-	3
Anita Belani	-	24
Trade receivable		
Zee Entertainment Enterprises Limited	-	263
0.001% Optionally Convertible Debentures (OCD)		
Zee Entertainment Enterprises Limited	31,000	31,000
Other payables		
Zee Entertainment Enterprises Limited *(Refer note 36)*	3,717	3,717
Advances received		
Zee Entertainment Enterprises Limited	111	-

Note: The above disclosures are excluding Ind AS adjustments

SD

Margo Networks Private Limited
Notes forming part of the financial statements

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
F. Breakup of remuneration of key management personnel of the Company		
Salaries and allowances *	42	153
Contribution to provident and other funds	3	8
Total	45	161

*Excludes leave encashment and gratuity liability provided in the books on the basis of actuarial valuation on an overall Company basis.

28 Contingent liabilities (to the extent not provided for)

(i) Claims against the company not acknowledged as debts of Rs. 46 lakhs (31st March, 2023: Rs. 46 lakhs)
(ii) Bank Guarantee issued in favour of Chennai Metro Rail Limited of Rs. Nil (31st March, 2023: Rs. 30 lakhs)
(iii) Bank Guarantee Issued in favour of Central Railway of Rs. Nil (31st March, 2023: Rs. 93 lakhs)

29 Capital and other commitments

(i) Estimated amount of contracts remaining to be executed on capital account (net of advances) is Nil (31st March, 2023: Rs. 33 lakhs)

30 Disclosure as required by Ind AS 116

(i) Expense relating to short term leases and leases of low value assets amounted to Rs. 49 lakhs (31st March, 2023: Rs 91 lakhs)

(ii) Carrying value of Right-of-use assets (ROU)
Movement in value of right of use assets have been disclosed in Note 3(b)

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
(iii) The details of lease liabilities are as follows:		
Opening balance	197	188
Add: Addition during the year	168	319
Less: Disposal/ Derecognition	(158)	(7)
Add: Accretion of interest	15	18
Less: Payment of interest and principle as shown in the statement of cash flows under cash flows from financing activities	(222)	(321)
Net carrying amount as at 31st March	-	197
Lease liabilities (Current)	-	197
Lease liabilities (Non Current)	-	-

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
(iv) The following are the amounts recognised in the statement of profit and loss:		
Depreciation expense of right-of-use assets	212	266
Gain on Disposal of Right of Use Asset	(6)	-
Interest expense on lease liabilities	15	18
Total amount recognised in statement of profit and loss	221	284

(v) Maturity analysis of lease liabilities is given Note 35

(vi) **Future lease rental obligation payable (under non-cancellable lease)**

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
Not later than one year	-	220
Later than one year but not later than five years	-	-

(vii) **The following is the summary of practical expedients elected:**
a) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than twelve months of lease term.
b) Excluded the initial direct costs from the measurement of the right-of-use asset.

31 Information required under Section 186 (4) of the Companies Act, 2013

(i) There are no loans / guarantees given or securities provided during the year.
(ii) There are no investments made by the company.

32 Earnings per share:

Basic earnings per share is computed by dividing net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Dilutive earning per share is computed and disclosed using the weighted average number of equity shares and dilutive equity equivalent shares outstanding during the period, except when the result would be anti-dilutive.

	For the year ended 31st March 2024	For year ended 31st March 2023
Profit / (Loss) for the year (Rs. in lakhs)	(6,585)	(11,390)
Add : Interest on optionally convertible debentures (Rs. in lakhs)	1,301	1,080
Add : Share Based Payment Expense/(reversal) (Rs. in lakhs)	(17)	251
Profit / (loss) for the year for Dilutive EPS (Rs. in lakhs)	(5,301)	(10,059)
Weighted average number of equity shares (Nos.)	50,000	50,000
Weighted average number of equity shares for Diluted EPS (Nos.)	177,097	166,580
Nominal value of equity shares (Rs.)	10	10
Basic EPS (Rs.)	(13,171)	(22,780)
Diluted EPS (Rs.)*	(13,171)	(22,780)

*The diluted EPS for the year ended 31st March, 2024 and 31st March, 2023 are anti dilutive and hence the basic and diluted EPS are same

33 An operating segment is a component of an entity that is engaged in business activities from which it may earn revenue and incur expenses, whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance for which discrete financial information is available. The company provides a platform to its customers to reach the end consumers and charges a performance-based success fee from its customers. In view of the same, the company's services represent only one reportable segment as required by Ind AS 108 'Operating Segment'.

34 Micro, small and medium enterprises

Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") are given as follows:

(Rs. in lakhs)

		For the year ended 31st March 2024	For year ended 31st March 2023
i)	Principal amount payable to suppliers under the Act		
	- For capital goods		
	- For others	3	-
ii)	Principal amount due to suppliers under the Act	3	-
iii)	Interest accrued and due to suppliers under the Act, on the above amount	0	-
iv)	Payment made to suppliers (Other than interest) beyond the appointed day, during the year	-	-
v)	Interest paid to suppliers under the Act	-	-
vi)	Interest due and payable to suppliers under the Act, for payments already made	-	-
vii)	Interest accrued and remaining unpaid at the end of the year under the Act	0	-

Note: The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available

Margo Networks Private Limited
Notes forming part of the financial statements
35 Financial instruments and fair value

A. Financial risk management objective and policies

The Company's principal financial liabilities comprise borrowings, trade and other payables and financial assets comprises trade receivables, other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.

I) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

1. Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates. The interest risk arises mainly from interest bearing borrowings which are at variable interest rates. To mitigate interest rate risk, the Company closely monitors market interest and as appropriate makes use of optimised borrowing mix / composition etc.

Interest rate sensitivity

The Company is not having any variable rate borrowings outstanding at balance sheet date and hence interest rate sensitivity details have not been given.

2. Foreign currency risk

Currency risk is the risk that the fair value or future cash flows fluctuate because of changes in market prices. The Company is exposed to foreign exchange risk on their payables which are mainly held in the United State Dollar ("USD"). Consequently, the Company is exposed primarily to the risk that the exchange rate of the Indian Rupees ("INR") relative to the USD may change in a manner that has an effect on the reported values of the Company's liabilities that are denominated in foreign currency. Exchange rate exposures are not hedged considering the insignificant impact and period involved on such exposure.

The Company is not having any foreign currency payable / receivable exposure at balance sheet date and hence foreign currency sensitivity details have not been given.

3. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The company is exposed to credit risk from its operating activities (primarily trade receivables), lease rentals deposits, deposit with banks and other financial instruments.

All the Significant trade receivables outstanding as at 31st March, 2024 are due for less than 12 months.

ii) Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements.

(Rs. in lakhs)

	Due in next year	Due in 2 to 5 year	Due in 5 to 10 year
The table below provides details regarding the contractual maturities of financial liabilities as at 31st March, 2024			
Financial liabilities			
Borrowings	11	1	14,640
Trade payables	36	-	-
Lease liabilities	-	-	-
Other financial liabilities	4,445	-	-
Total	4,492	1	14,640

(Rs. in lakhs)

	Due in next year	Due in 2 to 5 year	Due in 5 to 10 year
The table below provides details regarding the contractual maturities of financial liabilities as at 31st March, 2023			
Financial liabilities			
Borrowings	10	12	13,340
Trade payables	9	-	-
Lease liabilities	197	-	-
Other financial liabilities	4,289	-	-
Total	4,505	12	13,340

B. Capital management

The company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to the stakeholders through the optimization of the debt and equity balance.

For the purpose of the Company's capital management, equity includes issued capital and other equity. Net debt includes borrowings less cash and bank balances. The Company manages its capital by monitoring gearing ratio which is net debt divided by equity plus net debt

Margo Networks Private Limited
Notes forming part of the financial statements

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
Gross debt (borrowings)	14,652	13,362
Less: Cash and bank balances	56	19
Net debt (A)	14,596	13,343
Total equity (B)	(7,197)	(704)
Total capital (C = A+B)	7,399	12,639
Gearing ratio (A/C)	197%	106%

	For the year ended 31st March 2024	For year ended 31st March 2023
C. Categories of financial instruments		
Financial assets		
Measured at amortised cost		
Non-Current assets		
Other financial assets	-	30
Current assets		
Trade receivables	1	263
Cash and cash equivalents	56	19
Other financial assets	8,135	8,321
Total	8,192	8,633
Financial liabilities		
Measured at amortised cost		
Non-Current liabilities		
Borrowings	14,641	13,352
Lease Liabilities	-	-
Current liabilities		
Borrowings	11	10
Lease Liabilities	-	197
Trade payables	36	9
Other financial liabilities	4,445	4,289
Total	19,133	17,858

D. Fair value hierarchy

The Company's financial assets and liabilities are measured at amortised cost and are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable
The carrying amounts of trade receivables, cash and bank balances, current borrowings, trade payables and other current financial liabilities are considered to be approximately equal to the fair value due to the short-term maturities of these financial assets / liabilities.

36 During an earlier year, Company's network partner namely RailTel Corporation of India Limited (Railtel) had terminated the Letter of Award (LoA) and invoked the performance bank guarantee issued. However, the Company, based on the legal opinion obtained, believes that this termination was based on the inaccurate facts and accordingly, initiated arbitration proceedings before appropriate forum. Further, during the year the Company filed for recovery of damages of about Rs. 34,500 lakhs along with consequential relief against which Railtel also filed counter claim to the tune of Rs. 57,900 lakhs towards potential revenue / business loss, etc. Inspite of the counter claim filed against the Company, based on the legal opinion obtained and considering the facts and merits of the case, the Company has considered the amounts paid for this project aggregating to Rs. 8,093 lakhs (including the performance bank guarantee invoked), outstanding as at 31 March, 2024 as good and recoverable from Railtel and is shown as other receivables

37 Income tax

A. The major components of income tax as at 31 March 2024 are as under :

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
i) Income tax related to items recognised in the statement of profit and loss during the year.		
Current tax		
Current tax on profits for the year	-	-
Total current tax expense	-	-
Deferred tax		
Relating to origination / reversals of temporary differences	592	(349)
Total deferred tax expense	592	(349)
Income tax expense / (credit) reported in the statement of profit and loss	**592**	**(349)**

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
ii) Deferred tax related to items recognised in other comprehensive income (OCI) during the year		
Deferred tax liabilities		
Remeasurement gain/(loss) on defined benefits obligations	-	5
Deferred tax charged / (credited) to OCI	-	5

(Rs. in lakhs)

	For the year ended 31st March 2024	For year ended 31st March 2023
B. Reconciliation of tax expense and the accounting profit multiplied by tax rate		
Accounting profit/(loss) before tax	(5,993)	(11,739)
Income tax @ 29.12% (31st March, 2023 29.12%)	(1,745)	(3,418)
Non-deductible expenses	454	388
Non-Creation of deferred tax asset on business losses and short term capital loss	1,291	2,681
Reversal of previously created deferred tax assets	592	-
Income tax expense / (credit) recognized in statement of profit and loss	**592**	**(349)**

(Rs. in lakhs)

	Balance sheet		Recognised in the statement of profit and loss		Recognised in OCI	
	For the year ended 31st March 2024	For year ended 31st March 2023	For the year ended 31st March 2024	For year ended 31st March 2023	For the year ended 31st March 2024	For year ended 31st March 2023
C. Deferred tax relates to the following:						
(i) Taxable temporary differences						
Fiscal disallowances	-	2	-	11	-	-
Total (i)	-	2	-	11	-	-
(ii) Deductible temporary differences						
Employee retirement benefits obligation	-	69	-	19	-	(5)
Depreciation on property, plant, equipment and intangible assets	-	521	-	341	-	-
Unused tax losses (business losses)	-	-	-	-	-	-
Total (ii)	-	590	-	360	-	(5)
Net deferred tax assets / (liabilities)	-	592	-	-	-	-
Deferred tax charge/(credit)	-	-	-	(349)	-	5

D. The company has carry forward business losses (including unabsorbed depreciation) of Rs. 26,511 lakhs and short term capital loss of Rs. 2,087 lakhs which are available for set off for eight years and four years respectively against the future taxable income, majority of which will expire in between March 2029 and March 2031.. The Company has not recognised deferred tax assets on above business losses and short term capital losses since it is not probable that taxable profit will be available for set off.

38 Disclosure as required by Ind AS 115

(a) The Company does not have any contract liability and contract cost assets at the beginning and at the end of the year. Further, revenue recognised during the year from performance obligations satisfied (or partially satisfied) in previous periods is 'Nil'.

(b) Disaggregation of revenue based on timing is as follows.

(Rs. in lakhs)

Rendering of Services	For the year ended 31st March 2024	For year ended 31st March 2023
Timing of transfer of goods/services		
Revenue recognised at a point in time	2	1
Revenue recognised over the period of time	93	209

39 Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows

(Rs. in lakhs)

	2023	Cash Inflows	Cash Outflows	Non-cash changes/Fair value changes/ Derecognition /Ind AS adjustments	2024
Lease Liability	197	-	(222)	25	-
Optionally Convertible Debentures	13,341	-	-	1,300	**14,641**
Vehicle Loan	22	-	(10)	-	**12**

	2022	Cash inflows	Cash Outflows	Non-cash changes/Fair value changes/ Derecognition /Ind AS adjustments	2023
Lease Liability	188	-	(321)	330	**197**
Optionally Convertible Debentures	10,682	-	-	2,659	**13,341**
Vehicle Loan	32	-	(10)	-	**22**

Margo Networks Private Limited

Notes forming part of the financial statements

40 Ratios

The following are analytical ratios for the year ended 31st March, 2024 and 31st March, 2023

Particulars	Numerator	Denominator	For the year ended 31st March 2024	For year ended 31st March 2023	Variance
Current Ratio (in times)	Current Assets	Current Liabilities	2.38	2.58	-8%
Debt - Equity Ratio (in times)	Total Debt	Shareholders Equity	(2.04)	(18.97)	-89%
Debt Service Coverage Ratio (in times)	Net Operating Income	Debt service	(8)	(5)	86%
Return on Equity (ROE) (in %)	Net Profit after Taxes	Average Shareholders Equity	167%	-312%	-153%
Trade Receivables turnover ratio (in times)	Revenue	Average Trade Receivable	0.72	1.49	-52%
Trade Payables turnover ratio (in times)	Purchases of services and other expenses	Average Trade Payables	78.10	311.00	-75%
Net Capital turnover ratio (in times)	Revenue	Working Capital	0.01	0.02	-36%
Net Profit Ratio (in %)	Net Profit	Revenue	-6965%	-3802%	83%
Return on Capital Employed (ROCE) (in %)	Earning before interest and taxes	Capital Employed	-62%	-83%	-25%
Return on Investment (in %)	Income generated from investments	Average investment	3%	2%	29%

Note: The variance in ratios year over year is primarily driven by the operational stage of the Company. The Company had commercially launched its devices for end consumer towards the start of previous financial year and is expecting these ratios to articulate a trend in coming years.

41 **Utilization of borrowed funds and share premium**

(a) No funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) No funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("funding parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate

42 **Dividend Paid**

No dividend was paid during the current year as well as in preceding financial year. Further no dividend is proposed for the current financial year.

43 **To the best of information of management of the Company, the disclosure requirements to be given pursuant to Gazette notification for amendments in Schedule III to the Companies Act, 2013 dated 24 March 2021 effective from 01 April 2021 pertaining to following matters are either disclosed or not applicable to the Company.**

(i) During the year, the Company has not entered into any transaction with companies struck off under Section 248 of the Companies Act,2013 or Section 560 of Companies Act,1956.

(ii) No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 (45 of 1988) and rules made thereunder.

(iii) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(iv) There are no charges or satisfaction of charges yet to be registered with ROC beyond the statutory period.

(v) There are no transactions related to previously unrecorded income that have been surrendered or disclosed as Income during the year in the tax assessments under the Income Tax Act,1961.

(vi) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

(vii) As per Clause (87) of section 2 and section 186(1) of the Companies Act, 2013 and Rules made thereunder, the company is in compliance with the number of layers as permitted under the said provisions.

44 Previous period figures have been regrouped and rearranged wherever considered necessary.

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Independent Auditor's Report on the Financial Statements

To the Members of
Zee Studios Limited

1. **Opinion**

We have audited the financial statements of **Zee Studios Limited** ('the Company'), which comprise the balance sheet as at 31 March 2024, the statement of profit and loss (including other comprehensive income), statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, of the state of affairs of the Company as at 31 March 2024, and its loss, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

2. **Basis for opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) prescribed under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. **Information other than the financial statements and auditor's report thereon**
The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board Report but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance.

4. **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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

5. **Auditor's responsibility for the audit of the financial statements**
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

FORD RHODES PARKS & CO LLP ICAI FRN No.: 102860W W100089 C.A.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

6. **Report on other Legal and Regulatory requirements**

I. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of Section 143(11) of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the Order.

FORD RHODES PARKS & CO. LLP
ICAI FRN No. 102860W/W100089
C.A.

II. As required by Section143(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 (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;

d) In our opinion the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

e) On the basis of written representations received from the directors of the Company as on 31 March 2024 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 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".

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence the provisions of Section 197 of the Act are not applicable.

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) Rules, 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 litigations on its financial position in its financial statements;

ii. The Company did not have any long-term contracts including derivative contracts having any material foreseeable losses;

iii. There are no amounts required to be transferred to the Investor Education and Protection Fund by the Company during the year;

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement; and

v. No dividend has been declared or paid by the Company during the financial year covered by our audit and the immediately preceding financial year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31 March 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336
Mumbai, 10 May 2024
UDIN: 24215336BKHCGX2209

Annexure - A to the Independent Auditor's Report

Annexure referred to in paragraph 6(I) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of Zee Studios Limited on the financial statements for the year ended 31 March 2024

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) All the property, plant and equipment of the Company have been physically verified by the management during the year. As informed to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any immovable property under property, plant and equipment (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).

(d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company as at 31 March 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) As explained to us, the nature of the inventories of the Company are such that clause (ii) (a) of paragraph 3 of the order is not applicable to the Company.

(b) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. (a) The Company, during the year, has not made any investments in, provided any guarantee or security or granted any loan or advances in the nature of loans and hence reporting under clause 3(iii)(a) and 3(iii)(b) of the Order is not applicable to the Company.

(b) There are no loans or advances in the nature of loans given or outstanding during the year and hence reporting under clause 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company.

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, in respect of investments made by the Company.

v. The Company has not accepted any deposits or amounts which are deemed as deposits from the public within the meaning of Sections 73 to 76 of the Act. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act for any of the business activities carried on by the Company.

vii. According to the records of the Company examined by us and information and explanations given to us:

a) Undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, cess and other material statutory dues as applicable have generally been regularly deposited with the appropriate authorities. There are no undisputed amounts payable in respect of aforesaid statutory dues outstanding as at 31 March 2024 for a period of more than six months from the date they became payable.

b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2024 on account of disputes are given below:

Name of the Statute	Nature of the dues	Rs. in lakhs*	Period to which the amount relate	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	0	FY 2012-2013	Commissioner of Income Tax (Appeals)
	Income Tax	46	FY 2013-2014	Commissioner of Income Tax (Appeals)
Finance Act, 1994	Service Tax	276	F.Y. 2005-06 to 2009-10	CESTAT

* '0' Zero denotes less than Rs. 50,000

viii. According to the records of the Company examined by us and the information and explanations given to us, there were no transactions related to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not taken any loans or borrowings from banks, financial institutions or government. The Company has not defaulted in redemption of its debenture.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the records of the Company examined by us, and information and explanations given to us, no term loans were raised during the year and hence clause 3(ix)(c) of the Order is not applicable.

(d) The Company has not raised any funds on short-term basis and hence reporting under clause 3(ix)(d) of the Order is not applicable.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary and joint venture.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary or joint venture.

x. (a) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of debt instruments through initial public offer or further public offer and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have been informed of any such case by the Management.

(b) No report under sub-section 12 of Section 143 of the Companies Act 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the management, there were no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

xv. According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them.

xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) to 3(xvi)(c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. According to the records of the Company examined by us, and information and explanations given to us, the Company has incurred cash losses of Rs. 597 lakhs in the current financial year and Rs. 1,259 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and hence reporting under clause 3(xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions and considering the support of the holding company as stated in note 45 of the financial statements, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the records of the Company examined by us, and information and explanations given to us, provisions of Section 135 of the Act is not applicable to the Company for the current financial year and hence reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Mumbai, 10 May 2024
UDIN: 24215336BKHCGX2209

Annexure - B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 6(II)(f) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of Zee Studios Limited on the financial statements for the year ended 31 March 2024

We have audited the internal financial controls over financial reporting of **Zee Studios Limited** ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year 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 (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 Act.

Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgment, 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 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, 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 2024, 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 issued by the Institute of Chartered Accountants of India.

For **Ford Rhodes Parks & Co. LLP**
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Mumbai, 10 May 2024

UDIN: 24215336BKHCGX2209

ZEE STUDIOS LIMITED
Balance sheet as at 31 March 2024

(Rs. in lakhs)

		Note	31 March 2024	31 March 2023
ASSETS				
Non-current assets				
(a)	Property, plant and equipment	3(a)	14,580	15,848
(b)	Right-of-use assets	3(b)	2,487	1,632
(c)	Intangible assets	3(c)	3	7
(d)	Financial assets			
	(i) Investments	4(a)	250	500
	(ii) Other financial assets	4(b)	2,041	1,853
(e)	Non-current tax assets (net)		299	705
(f)	Deferred tax assets (net)	29	-	1,711
	Total non-current assets		**19,660**	**22,256**
Current assets				
(a)	Inventories	5	5,939	7,515
(b)	Financial assets			
	(i) Trade receivables	6	326	547
	(ii) Cash and cash equivalents	7	515	1,283
	(iii) Other financial assets	4(b)	2,775	520
(c)	Other current assets	8	3,794	2,635
	Total current assets		**13,349**	**12,500**
	Total assets		**33,009**	**34,756**
EQUITY AND LIABILITIES				
Equity				
(a)	Equity share capital	9	1,301	1,301
(b)	Other equity	10	(1,664)	5,726
	Total equity		**(363)**	**7,027**
Liabilities				
Non-current liabilities				
(a)	Financial liabilities			
	(i) Borrowings	11	21,033	18,567
	(ii) Lease liabilities	11	890	2
(b)	Provisions	12	124	128
(c)	Deferred tax liabilities (net)	29	1,076	-
	Total non-current liabilities		**23,123**	**18,697**
Current liabilities				
(a)	Financial liabilities			
	(i) Lease liabilities	13	159	193
	(ii) Trade payables	14		
	-Dues of micro enterprises and small enterprises		26	158
	-Dues of creditors other than micro enterprises and small enterprises		4,437	3,032
	(iii) Other financial liabilities	15	323	212
(b)	Other current liabilities	16	5,302	5,436
(c)	Provisions	12	2	1
	Total current liabilities		**10,249**	**9,032**
	Total equity and liabilities		**33,009**	**34,756**

Notes forming part of the financial statements 1-46

As per our attached report of even date

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Place: Mumbai
Date: 10 May 2024

For and on behalf of the Board

Rohit Kumar Gupta
Digitally signed by Rohit Kumar Gupta Date: 2024.05.10 16:42:31 +05'30'

Rohit Kumar Gupta
Director
DIN: 05015180

Mukund Venkatesh Galgali
Digitally signed by Mukund Venkatesh Galgali Date: 2024.05.10 17:09:33 +05'30'

Mukund Galgali
Director
DIN- 01998552

Sundeep Mehta
Chief Financial Officer

Armin Cyrus Adajania
Digitally signed by Armin Cyrus Adajania Date: 2024.05.10 17:07:37 +05'30'

Armin Cyrus Adajania
Company Secretary

FORD RHODES PARKS & CO. LLP ICAI FRN No.: 102860W/W100089 C.A.

ZEE STUDIOS LIMITED

Statement of profit and loss for the year ended 31 March 2024

(Rs. in lakhs)

	Note	31 March 2024	31 March 2023
Income			
Revenue from operations	17	14,861	14,993
Other income	18	97	6,191
Total income		**14,958**	**21,184**
Expenses			
Operational cost	19	13,891	14,654
Employee benefits expense	20	636	652
Finance costs	21	54	41
Depreciation and amortisation expense	22	1,495	1,510
Other expenses	23	3,488	1,112
Total expenses		**19,564**	**17,969**
Profit/(loss) before tax		**(4,606)**	**3,215**
Less: Tax expense	29		
Current tax		15	212
Deferred tax (credit)/charge		2,783	(662)
Total tax expense		**2,798**	**(450)**
Profit/(loss) for the year		**(7,404)**	**3,665**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurement gain/(loss) on defined benefits obligations		18	5
(ii) Income tax effect on above		(4)	(1)
Other comprehensive Income/(loss) for the year		**14**	**4**
Total comprehensive Income/(loss) for the year		**(7,390)**	**3,669**
Earnings per equity share of ₹ 10 each fully paid up	35		
- Basic (₹)		(56.91)	28.17
- Diluted (₹)		(56.91)	28.17
Notes forming part of the financial statements	1-46		

As per our attached report of even date

For Ford Rhodes Parks & Co. LLP

Chartered Accountants

Firm Registration Number 102860W/W100089

Nitin Jain

Partner

Membership Number 215336

Place: Mumbai

Date: 10 May 2024

For and on behalf of the Board

Rohit Kumar Gupta Digitally signed by Rohit Kumar Gupta Date: 2024.05.10 16:47:47 +05'30'

Rohit Kumar Gupta

Director

DIN- 05015180

Mukund Venkatesh Galgali Digitally signed by Mukund Venkatesh Galgali Date: 2024.05.10 17:10:08 +05'30'

Mukund Galgali

Director

DIN- 01998552

Sundeep Mehta

Chief Financial Officer

Armin Cyrus Adajania Digitally signed by Armin Cyrus Adajania Date: 2024.05.10 17:08:17 +05'30'

Armin Cyrus Adajania

Company Secretary

FORD RHODES PARKS & CO. LLP ICAI FRN No.: 102860W / W100089 C.A.

ZEE STUDIOS LIMITED
Statement of changes in equity for the year ended 31 March 2024

A) Equity share capital

(Rs. in lakhs)

Balance as at 1 April 2022	1,301
Changes in equity share capital during the year	-
Balance as at 31 March 2023	**1,301**
Changes in equity share capital during the year	-
Balance as at 31 March 2024	**1,301**

B) Other equity

(Rs. in lakhs)

	Capital Reserve	Capital Reserve on account of Amalgamation	Securities premium	Retained earnings	Total
Balance as at 1 April 2022 (A)	**15,838**	**(1,002)**	**2,015**	**(14,794)**	**2,057**
Profit for the year	-	-	-	3,665	3,665
Other comprehensive income/(loss) for the year		-	-	4	4
Total comprehensive income/(loss) for the year (B)	**-**	**-**	**-**	**3,669**	**3,669**
Balance as at 31 March 2023 (C = A+B)	**15,838**	**(1,002)**	**2,015**	**(11,125)**	**5,726**
Loss for the year	-	-	-	(7,404)	(7,404)
Other comprehensive income/(loss) for the year	-	-	-	14	14
Total comprehensive income/(loss) for the year (D)	**-**	**-**	**-**	**(7,390)**	**(7,390)**
Balance as at 31 March 2024 (C+D)	**15,838**	**(1,002)**	**2,015**	**(18,515)**	**(1,664)**
Notes forming part of the financial statements	1-46				

As per our attached report of even date

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Place: Mumbai
Date: 10 May 2024

FORD RHODES PARKS & CO. LLP ICAI FRN No.: 102860W / W100089 C.A.

For and on behalf of the Board

Rohit Kumar Gupta Digitally signed by Rohit Kumar Gupta Date: 2024.05.10 16:50:52 +05'30'

Rohit Kumar Gupta
Director
DIN- 05015180

Mukund Venkatesh Galgali Digitally signed by Mukund Venkatesh Galgali Date: 2024.05.10 17:11:19 +05'30'

Mukund Galgali
Director
DIN- 01998552

Sundeep Mehta
Chief Financial Officer

Armin Cyrus Adajania Digitally signed by Armin Cyrus Adajania Date: 2024.05.10 17:08:41 +05'30'

Armin Cyrus Adajania
Company Secretary

ZEE STUDIOS LIMITED

Statement of cash flows for the year ended 31 March 2024

(Rs. in lakhs)

	31 March 2024	31 March 2023
A.Cash flow from operating activities		
Profit/(Loss) before tax from operations	(4,606)	3,215
Adjustments For :		
Depreciation and amortization expense	1,495	1,510
Loss on sale of investment in subsidiary	10	-
Loss on sale/discard of property, plant and equipment/intangible assets	5	5
Balances written back (net)	-	(106)
Reversal of provision for doubtful debts and receivables	-	(1,618)
Advance and bad dets written off	50	1,571
Fair value loss on financial instruments at fair value through profit or loss (net)	2,466	(5,841)
Remeasurement gain/(loss) on defined benefits obligations	(18)	(5)
Interest expense	54	41
Unrealised loss on foreign exchange	3	10
Interest income	(41)	(216)
Operating loss before working capital changes	**(582)**	**(1,434)**
Adjustments For :		
(Increase)/decrease in trade and other receivables	(3,428)	1,010
(Increase)/decrease in inventories	1,576	(2,334)
Increase/(decrease) in trade and other payables	1,285	2,004
Cash generated used in operations	**(1,149)**	**(754)**
Taxes paid (net of refunds)	391	1,701
A. Cash flow from/(used in) operating activities	**(758)**	**947**
B. Cash flow from investing activities		
Payments for purchase of property, plant and equipment/intangible assets	(17)	(67)
Proceeds from sale of investments	240	-
Interest received	45	215
B. Cash flow from investing activities	**268**	**148**
C. Cash flow from financing activities		
Repayment of vehicle loan from financial institution	-	(9)
Principal portion of lease liability	(225)	(219)
Interest portion of lease liability	(32)	(29)
Interest paid	(22)	(13)
C. Cash flow used in financing activities	**(279)**	**(270)**
Net increase/(decrease) in cash and cash equivalents	(769)	825
Cash and cash equivalents at the beginning of the year	1,283	458
Cash and cash equivalents at the end of the year	**515**	**1,283**
Notes forming part of the financial statements	1-46	

Note:

(i) As required by Ind AS 7 "Statement of Cash Flows", a reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities is given in note 42 of the financial statements.

(ii) The above statement of cash flows is prepared using the indirect method as prescribed under Section 133 of the Companies Act, 2013 and rules thereunder.

(iii) Previous year figures are regrouped/rearranged wherever necessary.

As per our attached report of even date

For Ford Rhodes Parks & Co. LLP
Chartered Accountants
Firm Registration Number 102860W/W100089

Nitin Jain
Partner
Membership Number 215336

Place: Mumbai
Date: 10 May 2024

For and on behalf of the Board

Rohit Kumar Gupta — Digitally signed by Rohit Kumar Gupta Date: 2024.05.10 16:52:53 +05'30'
Rohit Kumar Gupta
Director
DIN- 05015180

Mukund Venkatesh Galgali — Digitally signed by Mukund Venkatesh Galgali Date: 2024.05.10 17:10:37 +05'30'
Mukund Galgali
Director
DIN- 01998552

Sundeep Mehta
Chief Financial Officer

Armin Cyrus Adajania — Digitally signed by Armin Cyrus Adajania Date: 2024.05.10 17:14:01 +05'30'
Armin Cyrus Adajania
Company Secretary

ZEE STUDIOS LIMITED
Notes forming part of the financial statements

1 **Corporate information**

Zee Studios Limited (Formerly known as Essel Vision Productions Limited) ("the Company") was incorporated in the State of Maharashtra, India on 7 January, 2010 under the Companies Act, 1956. The Company's registered office is situated at 18th floor, A wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai, Maharashtra - 400013. The Holding company viz. Zee Entertainment Enterprises Limited holds 100% of the equity share capital of the Company. The Company is primarily engaged in Content Development.

The financial statements of the Company for the year ended 31 March 2024 were authorised for issue by the Board of Directors at their meeting held on 10 May 2024.

2 **Basis of preparation of financial statements and other significant accounting policies**

2(A) **Basis of preparation of the financial statements**

i) **Statement of Compliance**

a) These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Act. The accounting policies are applied consistently in the preparation and presentation of the financial statements.

b) These financial statements have been prepared and presented under the historical cost convention on accrual basis except for certain financial assets and liabilities that are measured at fair values. The financial statements are presented in Indian Rupees (Rupees or Rs.) rounded off to nearest lakhs. "0" denotes amount less than a lakh.

ii) **Current and non-current classification**

Assets and liabilities are classified as current if it is expected to realise or settle within twelve months after the balance sheet date. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2(B). **Recent Pronouncements**

(i) **New standards adopted**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as amended from time to time. There are no such recently issued standards or amendments to the existing standards for which the impact on these financial statements is required to be disclosed.

2(C). **Summary of material accounting policies**

(a) **Property, plant and equipment , Right-of-use and intangible assets**

(i) Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

(ii) Right-of-use (ROU) assets are stated at cost, less accumulated depreciation and impairment loss, if any. The carrying amount of ROU assets is adjusted for remeasurement of lease liability, if any, in future. Cost of ROU assets comprises the amount of initial measurement of lease liability, lease payments made before the commencement date (net of incentives received), initial direct costs and present value of estimated costs of dismantling and restoration, if any.

(iii) Capital work-in-progress comprises cost of Property, plant and equipment and related expenses that are not yet ready for their intended use at the reporting date.

(iv) Intangible assets acquired or developed are measured on initial recognition at cost and stated at cost less accumulated amortisation and impairment loss, if any.

(b) **Depreciation / amortisation on property, plant and equipment , Right-of-use and intangible assets**

Depreciable amount for property, plant and equipment / intangible assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

(i) Depreciation on property, plant and equipment is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, where the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement etc.

Furniture and Fixtures: 5 years
Office Equipment: 3 - 5 years
Studio Equipment: 10 years
Plant and Machinery: 5-10 years
Vehicles: 5 years

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(ii) ROU assets are depreciated on straight line basis from the commencement date to the end of useful life of asset or lease term whichever is earlier.

(iii) Leasehold improvements are amortised over the period of lease.

(iv) Intangible assets are amortised on straight line basis over their respective individual useful lives as follows:
Software - 3 years
Trade Mark - 10 years

(c) Derecognition of property, plant and equipment/intangible assets/right of use assets

The carrying amount of an item of property, plant and equipment/intangible assets/right of use assets is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment/intangible assets/right of use assets is measured as the difference between the net disposal in proceeds and the carrying amount of the item and is recognised in the statement of profit and loss when the item is derecognised.

(d) Impairment of property, plant and equipment/intangible assets/right of use assets

The carrying amounts of the Company's property, plant and equipment/intangible assets/right of use assets are reviewed at each reporting date to determine whether there is any indication of impairment. If there are indicators of impairment, an assessment is made to determine whether the asset's carrying value exceeds its recoverable amount. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

An impairment is recognised in the statement of profit and loss whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. The recoverable amount is the higher of net selling price, defined as the fair value less costs to sell, and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which estimates of future cash flows have not been adjusted.

An impairment loss for an individual asset or cash generating unit shall be reversed if there has been a change in estimate used to determine the recoverable amount since the last impairment loss was recognised and is only reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Impairment loss is recognised in the statement of profit and loss.

(e) Inventories

Inventories include content / rights (commissioned / acquired) and under production and are stated at lower of cost / unamortized cost or realizable value. Cost comprises acquisition / direct production cost. Where the realizable value on the basis of its estimated useful economic life is less than its carrying amount, the difference is expensed. Content / rights are expensed / amortized as under:

(i) **Content for sale :**
Content produced are valued at cost or net realizable value, whichever is lower. Cost is fully expensed on sale of such content.

(ii) **Content under production**
Content under production is stated at lower of cost or net realisable value. Cost comprises of raw stock, cost of services and other expenses incurred upto the date of balance sheet. Cost of content is carried over to inventory to the extent they are under production and have not been completed /telecasted as on the date of balance sheet.

(f) Retirement and other employee benefits

(i) The Company operates both defined benefit and defined contribution schemes for its employees. For defined contribution schemes, the amount charged as expense is equal to the contributions paid or payable when employees have rendered services entitling them to the contributions.

For post-employment benefit plans and other long term employee benefit plans, actuarial valuations are carried out at each balance sheet date using the Projected Unit Credit Method.

Remeasurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI) in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods. All such plans are unfunded.

(ii) The Company recognises service costs comprising current service costs, past-service costs, gains and losses on curtailments and non- routine settlements and net interest expense or income as an expense in the statement of profit and loss.

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(iii) The Company's contributions paid / payable towards the defined contribution plan is recognized as expense in the statement of profit and loss during the period in which the employee renders the related service.

(iv) Short-term employee benefits are expensed at the undiscounted amount in the statement of profit and loss in the period the employee renders service.

(g) Income taxes

Income tax expense comprises of current tax and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

(i) **Current tax**

Current tax is recognized in the statement of profit and loss except to the extent that the tax relates to items recognized directly in other comprehensive income or directly in equity. Current tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) **Deferred tax**

Deferred tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of transaction. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the periods in which those temporary differences are expected to be recovered or settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(h) Foreign currency transactions

The functional currency of the Company is Indian Rupees.

(i) Foreign currency transactions are accounted at the exchange rate prevailing on the date of such transactions.

(ii) Foreign currency monetary items are translated using the exchange rate prevailing at the reporting date. Exchange differences arising on settlement of monetary items or on reporting such monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements are recognised as income or as expense in the period in which they arise.

(iii) Non-monetary foreign currency items are carried at historical cost and are translated at the exchange rate prevalent at the date of the transaction.

(i) Revenue recognition

Revenue from contract with customers

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at amount of transaction (net of variable consideration if any) allocated to that performance obligation and is net of indirect taxes.

If the nature of the Company's promise is a performance obligation to provide the specified goods or services itself, then the Company acts on its own behalf and it is "principal" in the sale's transaction and it accounts for revenue for the gross amount of consideration to which it expects to be entitled in exchange for the goods or services provided. If the Company arranges for a third-party to provide the goods or services specified in the contract, then it recognizes as revenues, the net amount of consideration to which it expects to be entitled in exchange for the goods or services provided.

(i) Revenue from sale of content is recognised when control is transferred to the customer, and the consideration is expected to be received. Control is generally deemed to be transferred upon delivery of the content in accordance with the agreed terms.

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Variable consideration

If the consideration promised in a contract includes a variable amount, the Company estimates the amount of consideration to which the Company will be entitled in exchange for transferring the promised goods or services to the customer. Where customers are provided with discounts, rebates etc, such discounts and rebates will give rise to variable consideration. The Company follows the 'most likely amount' method in estimating the amount of variable consideration.

Contract balances

a) Contract assets

Contract assets are recognised when there is excess of revenue earned over billings done. Contract assets are classified as unbilled revenue when there is unconditional rights to receive cash, and only passage of time is require as per the contractual terms.

b) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised. Contract liabilities are recognised as revenue when the Company performs under the contract.

c) Trade receivables

A receivable represents the Company's right to an amount of consideration under the contract with a customer that is unconditional and realizable on the due date.

(ii) Rental income is recognised on accrual basis as per the agreed terms.

(iii) Interest income is recognised using the effective interest rate taking into account principal outstanding and the applicable interest rate.

(iv) Export incentives are accounted for on cash basis.

(j) Lease Liability

Lease liability associated with assets taken on lease (except short-term and low value assets) is measured at the present value of lease payments to be made. Lease payments are discounted using the interest rate implicit in the lease or incremental rate of borrowing as the case may be. Lease payments comprise fixed payments in relation to the lease (less lease incentives receivable), variable lease payments, if any and other amounts (residual value guarantees, penalties, etc.) to be payable in future in relation to the lease arrangement. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payment made and remeasuring the carrying amount to reflect any reassessment or modification, if any.

(k) Fair value measurement

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

All financial assets and financial liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or

- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

(l) Financial instruments

Financial instruments is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Initial recognition

Financial assets and financial liabilities (except for trade receivables within the scope of paragraph 5.1.3 of Ind AS 109) are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit and loss.

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(ii) Subsequent measurement

(a) Financial asset

Financial assets are classified into the following specified categories: amortised cost, fair value through profit or loss (FVTPL) and fair value through other comprehensive income (FVTOCI). The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

Debt Instrument

Amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets

b) The asset's contractual cash flows represent solely payments of principle and interest. Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is considered only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

The Company subsequently measures all equity investments (other than investment in subsidiary) at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to the statement of profit and loss. Dividends from such investments are recognised in the statement of profit and loss as other income when the Company's right to receive payment is established.

Investment in subsidiaries

Investment in subsidiaries is carried at cost less impairment loss, if any in the financial statements.

Derivative financial instruments

Derivative financial instruments are classified and measured at fair value through profit or loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Derecognition of financial assets

The Company derecognises a financial asset when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

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(b) **Financial liabilities**

Amortised cost

Financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss.

FVTPL (fair value through profit or loss)

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Derivatives, including separated embedded derivatives are classified as held for trading unless they are designated as effective hedging instruments. Financial liabilities at fair value through profit or loss are carried in the balance sheet at fair value with changes in fair value recognized in the statement of profit and loss.

Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

(iii) **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(iv) **Determination of fair value**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

(m) **Provisions, contingent liabilities and contingent assets**

Provisions are recognised when the Company has a probable, present legal or constructive obligation to make a transfer of economic benefits as a result of past events where a reliable estimate is available. The amounts recognised represent the Company's best estimate of the transfer of benefits that will be required to settle the obligation as of the reporting date. Provisions are discounted if the effect of the time value of money is material using a pre-tax market rate adjusted for risks specific to the liability.

Contingent liabilities are possible obligations that arise from past events and whose existence 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 but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability. Contingent liabilities are not recognised but are disclosed in the notes unless the likelihood of their crystallizing is remote.

Contingent assets are not recognised in the financial statements, however they are disclosed where the inflow of economic benefits is probable. When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

(n) **Earnings per share**

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

(o) **Exceptional items**

Certain occasions, the size, type, or incidences of the item of income or expenses pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company. Such income or expenses is classified as an exceptional item and accordingly, disclosed in the financial statements.

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2(D) Critical accounting judgment and estimates

(i) Contingencies and commitments

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably, are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

(ii) Useful lives and residual values

The Company reviews the useful lives and residual values of property, plant and equipment, right-of-use assets and intangible assets at the end of each reporting period.

(iii) Impairment of non-financial assets

Impairment exists when the carrying value of an assets or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less cost of disposal and its value in use. The fair value less cost of disposal calculation is based on available data from binding sales transaction, conducted at arm's length, for similar assets or observable market prices less costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the future periods and do not include restructuring activity that the company is not yet committed to or significant future investment that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate use for the DCF model as well as the expected future cash inflows and the growth rate.

(iv) Impairment of financial assets

The impairment provision of financial assets disclosed are based on assumptions above risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(v) Taxes

The Company periodically assesses its liabilities and contingencies related to income taxes for all periods open to scrutiny based on latest information available. The Company records its best estimates of the tax liability in the current tax provision. The management believes that they have adequately provided for the probable outcome of these matters.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised , based upon the likely timing and the level of future taxable profits.

(vi) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the statement of profit and loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

(vii) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

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3 (a) Property, plant and equipment

(Rs. in lakhs)

	Building	Plant and Machinery	Studio equipment	Computers	Equipment	Furniture and fittings	Vehicles	Leasehold improvements	Total
I. Cost									
As at 1 April 2022	**13,809**	**1,376**	3,140	**2,894**	**869**	**466**	**67**	65	22,686
Additions	-	-	-	29	32	-	-	-	61
Disposal	-	-	7	8	1	22	-	-	38
As at 31 March 2023	**13,809**	**1,376**	**3,133**	**2,915**	**900**	**444**	**67**	**65**	**22,710**
Additions	-	-	-	1	3	0	-	-	4
Disposal	-	0	19	33	9	11	67	-	139
As at 31 March 2024	**13,809**	**1,376**	**3,114**	**2,883**	**894**	**433**	**-**	**65**	**22,575**
II. Depreciation/Amortisation									
Upto 31 March 2022	**970**	**379**	**1,446**	**1,734**	**640**	**352**	**44**	**36**	**5,601**
Depreciation for the year	230	138	314	454	84	48	13	13	1,294
Disposal	-	-	4	8	1	21	-	-	34
Upto 31 March 2023	**1,200**	**517**	**1,756**	**2,180**	**723**	**379**	**57**	**49**	**6,861**
Depreciation for the year	230	138	313	441	76	46	10	13	1,267
Disposal	-	0	14	33	9	11	67	-	134
Upto 31 March 2024	**1,430**	**655**	**2,055**	**2,588**	**790**	**414**	**-**	**62**	**7,994**
Net book value									
As at 31 March 2024	12,379	721	1,059	295	104	19	-	3	**14,580**
As at 31 March 2023	12,609	859	1,377	735	177	65	10	16	**15,848**

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3(b) Right-of-use assets

(Rs. in lakhs)

	Leasehold land	Building	Total
I. Cost			
As at 1 April 2022	**1,580**	901	2,481
Additions	-	-	-
Disposal	-	-	-
As at 31 March 2023	**1,580**	**901**	**2,481**
Additions	-	1,079	1,079
Disposal	-	-	-
As at 31 March 2024	**1,580**	**1,980**	**3,560**
II. Depreciation/Amortisation			
Upto 31 March 2022	88	561	649
Depreciation / Amortization for the year	16	184	200
Disposal	-	-	-
Upto 31 March 2023	**104**	**745**	**849**
Depreciation / Amortization for the year	16	208	224
Disposal	-	-	-
Upto 31 March 2024	**120**	**953**	**1,073**
Net book value			
As at 31 March 2024	1,460	1,027	**2,487**
As at 31 March 2023	1,476	156	**1,632**

(Rs. in lakhs)

Net book value	31 March 2024	31 March 2023
Right-of-use assets	**2,487**	**1,632**

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3(c) Intangible assets

(Rs. in lakhs)

	Software	Trademark	Total
I. Cost			
As at 1 April 2022	54	11	65
Additions	-	-	-
Disposal	-	11	11
As at 31 March 2023	**54**	**-**	**54**
Additions	-	-	-
Disposal	-	-	-
As at 31 March 2024	**54**	**-**	**54**
II. Amortisation			
Upto 31 March 2022	31	9	40
Amortisation expense for the year	16	-	16
Disposal	-	9	9
Upto 31 March 2023	**47**	**-**	**47**
Amortisation expense for the year	4	-	4
Disposal	-	-	-
Upto 31 March 2024	**51**	**-**	**51**
Net book value			
As at 31 March 2024	3	-	3
As at 31 March 2023	7	-	7

(Rs. in lakhs)

Net book value	31 March 2024	31 March 2023
Intangible assets	3	7

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ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

	31 March 2024	31 March 2023
4 (a) Investments		
At cost		
Equity shares in wholly owned subsidiary - unquoted		
Nil (31 March 2023:1,00,000) Equity shares of Rs.10/- each of Zee Unimedia Limited	-	250
	-	250
Investment in joint venture- unquoted		
25,00,000 (31 March 2023:25,00,000) equity shares of Rs.10 each fully paid up of Media Pro Enterprise India Private Limited (extent of holding 50%)	250	250
	250	250
Total	**250**	**500**

(Rs. in lakhs)

	31 March 2024	31 March 2023
4 (b) Other financial assets		
Non-current		
(Unsecured, considered good)		
Security deposits	2,041	1,853
	2,041	**1,853**
Current		
(Unsecured, considered good)		
Security deposits - Considered good	57	304
Advances recoverable	32	30
Contract assets - Unbilled revenue*	2,660	162
Other receivables - Considered good		
- Other parties	26	24
Other receivables - Considered doubtful		
- Other parties	29	29
Less : Allowances for bad and doubtful debts	29	29
	-	-
	2,775	**520**
Total	**4,816**	**2,373**

* Contract assets relate primarily to the Company's right to consideration for performance obligations satisfied but not billed. Contract assets are transferred to trade receivables upon billing of invoices to customers.

(Rs. in lakhs)

	31 March 2024	31 March 2023
5 Inventories		
Content (valued at lower of cost / unamortised cost or realisable value)		
Finished goods	1,644	99
Under production	4,295	7,416
Total	**5,939**	**7,515**

Inventories were written down to net realisable value by Rs. Nil (31 March 2023: Nil).

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ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

		31 March 2024	31 March 2023
6	**Trade receivables** (Unsecured)		
	Considered good		
	- Related parties	138	131
	- Others parties	188	416
		326	**547**
	Credit impaired	465	458
	Less : Allowances for credit impairment	465	458
	Total	**326**	**547**

Trade receivables are non-interest bearing and credit terms are generally 30 to 90 days

Trade receivables outstanding from the due dates as at 31 March 2024 are as follows:

(Rs. in lakhs)

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
(i) Considered good	27	4	165	2	15	113	326
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	6	1	458	465
Disputed							
(i) Considered good	-	-	-	-	-	-	-
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-
Total	**27**	**4**	**165**	**8**	**16**	**571**	**791**
Less: Allowances for significant increase in credit risk	-	-	-	-	-	-	-
Less: Allowances for credit impaired receivables	-	-	-	6	1	458	465
Total	**27**	**4**	**165**	**2**	**15**	**113**	**326**

Trade receivables outstanding from the due dates as at 31 March 2023 are as follows:

(Rs. in lakhs)

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
(i) Considered good	36	362	7	28	114	-	547
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	6	452	458
Disputed							
(i) Considered good	-	-	-	-	-	-	-
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-
Total	**36**	**362**	**7**	**28**	**120**	**452**	**1,005**
Less: Allowances for significant increase in credit risk	-	-	-	-	-	-	-
Less: Allowances for credit impaired receivables	-	-	-	-	6	452	458
Total	**36**	**362**	**7**	**28**	**114**	**-**	**547**

ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

		31 March 2024	31 March 2023
7	**Cash and cash equivalents**		
a)	Cash and cash equivalents		
	- in current accounts	40	40
	- in deposits with bank having maturity less than three months	417	1,188
	Cash on hand	10	10
		467	**1,238**
b)	Balances with banks		
	- in bank deposit account with original maturity more than three months but less than one year	48	45
		48	**45**
	Total	**515**	**1,283**

(Rs. in lakhs)

		31 March 2024	31 March 2023
8	**Other current assets**		
	(Unsecured considered good)		
	Advances recoverable in cash or kind		
	- Considered good	1,371	235
		1,371	**235**
	Balances with Government authorities - indirect taxes	2,352	2,353
	Prepaid expenses	71	47
	Total	**3,794**	**2,635**

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(Rs. in lakhs)

		31 March 2024	31 March 2023
9	**Equity share capital**		
	Authorised		
	7,51,00,000 (31 March 2023: 7,51,00,000) equity shares of Rs 10/- each	7,510	7,510
		7,510	**7,510**
	Issued , subscribed and fully paid up		
	1,30,09,997 (31 March 2023: 1,30,09,997) equity shares of Rs 10/- each fully paid up	1,301	1,301
	Total	**1,301**	**1,301**

a) Reconciliation of number of equity shares and equity share capital

	No. of Equity Shares	Amount (Rs. in lakhs)	No. of Equity Shares	Amount (Rs. in lakhs)
At the beginning of the year	1,30,09,997	1,301	1,30,09,997	1,301
Add: Issued during the year	-	-	-	-
At the end the year	**1,30,09,997**	**1,301**	**1,30,09,997**	**1,301**

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of the 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 remaining assets of the Company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of equity shares held by the holding company

Name of the Shareholder	31 March 2024	31 March 2023
Zee Entertainment Enterprises Limited	13,009,997*	13,009,997*

* includes shares held jointly

d) Details of shareholders holding more than 5 % of aggregate shares in the Company

Name of the Shareholder	31 March 2024		31 March 2023	
	No. of Equity Shares	% Shareholding	No. of Equity Shares	% Shareholding
Zee Entertainment Enterprises Limited	1,30,09,997*	100	1,30,09,997*	100

* includes shares held jointly

e) The Company has not issued any bonus shares or issued shares for consideration other than cash or bought back any shares during preceding five years.

f) Shares held by promoters at the end of the year

		31 March 2024		31 March 2023		% Change during the year
Sr. No	Promoter Name	No. of shares	% of Total shares	No. of shares	% of Total shares	
1	Zee Entertainment Enterprises Limited	1,30,09,997*	100	1,30,09,997*	100	-

* includes shares held jointly

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(Rs. in lakhs)

	31 March 2024	31 March 2023
10 Other equity		
Capital Reserve		
Opening balance	15,838	15,838
	15,838	**15,838**
Capital Reserve on account of Amalgamation		
Opening balance	(1,002)	(1,002)
	(1,002)	**(1,002)**
Securities premium		
Opening balance	2,015	2,015
	2,015	**2,015**
Retained earnings		
Opening balance	(11,125)	(14,794)
Profit/(loss) for the year	(7,404)	3,665
Other comprehensive income/(loss) arising from remeasurement of defined benefit obligation (net of tax)	14	4
	(18,515)	**(11,125)**
Total	**(1,664)**	**5,726**

Nature and purpose of reserves

i) **Securities premium**
Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

ii) **Retained earnings**
Retained earnings represent the accumulated profits net of losses, if any, made by the Company over the years.

iii) **Capital reserve**
Capital reserve is transferred from transferor companies under the "Pooling of Interest Method" pursuant to the Scheme of Amalgamation

iv) **Capital reserve on account of Amalgamation**
It is the net adjustment arising pursuant to the Scheme of Amalgamation

(Rs. in lakhs)

	31 March 2024	31 March 2023
11 Non-current financial liabilities		
(i) Borrowings		
Unsecured		
(At fair value through profit or loss)		
2,52,00,00,000 (31 March 2023: 2,52,00,00,000), 0% Optionally Convertible Debentures (OCD) of Re. 1/- each)	21,033	18,567
	21,033	**18,567**
(ii) Lease liabilities	1,049	195
Less:- Amount disclosed under the head other current lease liabilities (Refer note 13)	159	193
	890	**2**
Total	**21,923**	**18,569**

2,52,00,00,000 (31 March 2023: 2,52,00,00,000), 0% Optionally Convertible Debentures (OCD) of face value of Re. 1/- each are issued to Zee Entertainment Enterprises Limited, the Holding Company for a tenure of 5 years. The debenture holder shall have an option to convert the OCD as per the terms of conversion. OCD's not converted into equity shares till the end of the tenure shall be redeemable at par at the end of the tenure. The details are as under :

	Opening (Rs. in lakhs)	Redeemed during the year (Rs. in lakhs)	Closing (Rs. in lakhs)	Conversion Price Per Share (Higher of NAV or below) (in Rs.)	Maturity Dates
Series I	16,700	-	16,700	Rs. 30	10 September 2025
Series III	8,500	-	8,500	Rs. 42	16 November 2025
Total	**25,200**	-	**25,200**		

ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

	31 March 2024	31 March 2023
12 Provisions		
Non-current		
Provision for employee benefits		
- Gratuity	124	128
	124	128
Current		
Provision for employee benefits		
- Gratuity	2	1
	2	1
Total	126	129

(Rs. in lakhs)

	31 March 2024	31 March 2023
13 Current lease liabilities		
Lease liabilities (Refer note 11)	159	193
Total	159	193

(Rs. in lakhs)

	31 March 2024	31 March 2023
14 Trade payables		
- Dues of micro and small enterprises	26	158
- Dues of creditors other than above	4,437	3,032
Total	4,463	3,190

(Rs. in lakhs)

Particulars	Outstanding for following periods from due date of payment March 2024					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME						
-Undisputed dues	14	12	-	-	-	26
-Disputed dues	-	-	-	-	-	-
(ii) Others						
-Undisputed dues	3,362	469	60	534	12	4,437
-Disputed dues	-	-	-	-	-	-
Total	3,376	481	60	534	12	4,463

(Rs. in lakhs)

Particulars	Outstanding for following periods from due date of payment March 2023					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME						
-Undisputed dues	148	10	-	-	0	158
-Disputed dues	-	-	-	-	-	-
(ii) Others						
-Undisputed dues	1,580	854	110	479	9	3,032
-Disputed dues	-	-	-	-	-	-
Total	1,728	864	110	479	9	3,190

(Rs. in lakhs)

	31 March 2024	31 March 2023
15 Other Current financial liabilities		
Unsecured		
Creditors for capital goods	-	6
Book overdraft	51	-
Other payables	272	206
Total	323	212

(Rs. in lakhs)

	31 March 2024	31 March 2023
16 Other current liabilities		
Contract liabilities*	1,409	334
Unearned Revenue	3,600	4,950
Security deposit received	17	17
Statutory liabilities	276	135
Total	5,302	5,436

*Represent advances received from customers against which performance obligation is yet to be satisfied.

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ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

	31 March 2024	31 March 2023
17 **Revenue from operations**		
Revenue from contracts with customers		
Sales - Content	14,776	14,825
Other operating revenues		
Other Sales and Service	85	168
Total	**14,861**	**14,993**

(Rs. in lakhs)

	31 March 2024	31 March 2023
18 **Other income**		
Interest on financial assets at amortised cost		
- Bank deposits	17	25
Interest on		
- Income tax	21	190
- Others	2	-
Balances written back (net)	-	106
Fair value gain on financial instruments at fair value through profit or loss (net)	-	5,841
Insurance claim received	39	-
Miscellaneous income	18	29
Total	**97**	**6,191**

(Rs. in lakhs)

	31 March 2024	31 March 2023
19 **Operational cost**		
Content		
Opening inventory - Finished goods	99	2,110
- Under production	7,416	3,071
(A)	**7,515**	**5,181**
Add: Acquisition of content	1,226	1,063
Add: Production expenses		
Location hire and set charges	904	1,469
Equipment hire charges	1,944	5,164
Professional / artist fees	6,313	7,006
Other production expenses	1,928	2,286
(B)	**12,315**	**16,988**
Less: Closing inventory - Finished goods	1,644	99
- Under production	4,295	7,416
(C)	**5,939**	**7,515**
Total (A) + (B) - (C)	**13,891**	**14,654**

(Rs. in lakhs)

	31 March 2024	31 March 2023
20 **Employee benefits expense**		
Salaries and wages	582	587
Contribution to provident and other funds	37	37
Staff welfare expenses	17	28
Total	**636**	**652**

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(Rs. in lakhs)

		31 March 2024	31 March 2023
21	**Finance costs**		
	Interest expense		
	- Vehicle loan	-	0
	- Defined benefit obligation	9	8
	- Lease liability	32	29
	- Others	12	4
	Other finance costs	1	0
	Total	**54**	**41**

(Rs. in lakhs)

		31 March 2024	31 March 2023
22	**Depreciation and amortisation expense**		
	Depreciation on property, plant and equipment	1,267	1,294
	Amortisation of Right-of-use assets	224	200
	Amortisation of intangible assets	4	16
	Total	**1,495**	**1,510**

(Rs. in lakhs)

		31 March 2024	31 March 2023
23	**Other expenses**		
	Rent	1	1
	Rates and taxes	120	104
	Repairs and maintenance		
	- Building	0	0
	- Plant and machinery	5	17
	- Others	109	125
	Insurance	48	39
	Electricity and water charges	149	183
	Communication expenses	45	69
	Printing and stationery	6	7
	Travelling and conveyance	7	40
	Hire and service charges	255	340
	Legal and professional fees	87	106
	Auditor's remuneration (Refer note below)	35	27
	Loss on sale of investment in subsidiary	10	-
	Loss on sale/disposal of property, plant and equipment (net)	5	5
	Exchange difference (net)	4	32
	Reversal of provision for doubtful debts and receivables	-	(1,618)
	Advance, deposit and bad debts written off	50	1,571
	Program content late delivery charges/(reversals)*	15	19
	Advertisement and publicity expenses	0	0
	Fair value loss on financial instruments at fair value through profit or loss (net)	2,466	-
	Miscellaneous expenses	71	45
	Total	**3,488**	**1,112**

* Net of reversal of Rs. 18 lakhs (31 March 2023: Net of reversal of Rs. 2 lakhs)

Auditor's remuneration is as under:

(Rs. in lakhs)

	31 March 2024	31 March 2023
Auditor Remuneration		
- Audit fees	27	20
- Tax audit	2	2
- Certification services (including fees for limited reviews)	5	4
- Reimbursement of expenses	1	1
Total	**35**	**27**

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24 Employee benefits

Disclosures required as per Indian Accounting Standard "Ind AS 19" "Employee Benefits" are as under:

A **Defined contribution plan:**

"Contribution to provident and other funds" is recognized as an expense in Note 20 "Employee benefits expense" in the statement of profit and loss.

B **Defined benefit plans**

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

Disclosure of gratuity (unfunded) in terms of Ind AS 19 is as under:

(Rs. in lakhs)

		31 March 2024	31 March 2023
I.	**Expenses recognized during the year**		
1	Current service cost	9	11
2	Past service cost	-	-
3	Interest cost	9	8
Total expenses recognised in the statement of profit and loss		**18**	**19**
II.	**Amount recognized in other comprehensive income (OCI)**		
	Remeasurement (gain)/loss during the year due to		
	- Experience adjustments	(11)	(3)
	- Changes in financial assumptions	(7)	(2)
	- Changes in demographic assumptions	-	-
	(Gain)/loss recognized in OCI	**(18)**	**(5)**
III.	**Net liability recognized in the balance sheet as at 31 March**		
	1. Present value of defined benefit obligation	(125)	(129)
	2. Net liability recognised in the balance sheet	125	129
IV.	**Reconciliation of net liability recognized in the balance sheet as at 31 March**		
1	Net liability as at the beginning of the year	129	117
2	Expense as per I above	18	19
3	Other comprehensive income as per II above	(18)	(5)
4	Benefits paid	(4)	(2)
5	Net liability as at the end of the year	**125**	**129**
V.	**The following payments are expected in defined benefit plan in future years :**		
	1 Expected benefits for year 1	2	1
	2 Expected benefits for year 2 to year 5	33	33
	3 Expected benefits beyond year 5	74	41
VI.	**Actuarial assumptions:**		
1	Discount rate	7.09%	7.29%
2	Expected rate of salary increase	8.50%	10.00%
3	Mortality	IALM(2012-14) Ultimate	IALM(2012-14) Ultimate

VII. Sensitivity analysis

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points (1%).

(Rs. in lakhs)

	On account of discount rate	On account of salary escalation rate
PVO DR + 1%	116	132
PVO DR - 1%	137	118

VIII. Experience history

(Rs. in lakhs)

Year	31 March 2024	31 March 2023	31 March 2022	31 March 2021	31 March 2020
PVO at the end of year	125	129	117	115	95
Plan assets	-	-	-	-	-
Surplus/(deficit)	(125)	(129)	(117)	(115)	(95)
Experience adjustments on plan assets	-	-	-	-	-

Notes:

(a) Amounts recognised as an expense in the statement of profit and loss are gratuity Rs.18 lakhs (31 March 2023: Rs.19 lakhs).

(b) The estimates of 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.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The Company is exposed to various actuarial risks which are as follows:

(a) Interest rate risk - The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the defined benefit and will thus result in an increase in the value of the liability.

(b) Liquidity risk - This is the risk that the Company is not able to meet the short-term benefit payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

(c) Salary escalation risk - The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

(d) Demographic risk - The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse as compared to the assumptions.

e) Regulatory risk - Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act, 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity of Rs. 20 lakhs).

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25 Related party disclosures

(i) **Holding Company**
Zee Entertainment Enterprises Limited (extent of holding 100%)

(ii) **Wholly-owned Subsidiary Company**
Zee Unimedia Limited (Upto 17 August 2023)

(iii) **Fellow subsidiaries**

Asia Multimedia Distribution Inc., Asia Today Limited, Asia Today Singapore Pte. Limited., Asia TV Gmbh (under liquidation w.e.f. 31 January 2021), Asia TV Limited, Asia TV USA Limited, ATL Media FZ-LLC, ATL Media Limited, Expand Fast holdings (Singapore) Pte Limited (under liquidation w.e.f. 16 March 2023), Idea Shop Web and Media Private Limited (upto 31 January 2022), Margo Networks Private Limited, Pantheon Productions Limited (dissolved w.e.f. 23 September 2022), Taj TV Limited, Z5X Global FZ-LLC, OOO ZEE CIS Holding LLC, OOO ZEE CIS LLC, Zee Entertainment Middle East FZ-LLC, Zee Multimedia Worldwide (Mauritius) Limited, Zee Studios International Limited (dissolved w.e.f. 23 September 2022), Zee TV South Africa (Proprietary) Limited, Zee UK Max Limited (Incorporated w.e.f. 28 September 2023).

(iv) **Joint Venture Company**

Media Pro Enterprise India Private Limited (extent of holding 50%)

(v) **Other related parties with whom transactions have taken place during the year or balances outstanding as at year end**

Living Entertainment Enterprises Private Limited, Digital Subscriber Management and Consultancy Services Private Limited, Creantum Security Solutions Private Limited, EZ-Mall Online Limited, Essel Corporate LLP, Pan India Network Infravest Limited, Pan India Paryatan Private Limited.

(vii) **Directors**
Mukund Galgali, Pankaj Suroliya, Rohit Gupta, Sucheta Burman

(viii) **Transactions with related parties**

(Rs. in lakhs)

A) Transactions with related parties	31 March 2024	31 March 2023
Revenue from sale of content and film rights	**14,719**	**12,206**
Holding Company		
Zee Entertainment Enterprises Limited	14,547	12,015
Fellow subsidiaries		
Asia Today Limited	172	191
Purchase of services	**58**	**56**
Holding Company		
Zee Entertainment Enterprises Limited	8	0
Other related parties		
Creantum Security Solutions Private Limited	33	46
Digital Subscriber Management and Consultancy Services Private Limited	17	10
Program content late delivery charges/(reversal)#	**15**	**19**
Holding Company		
Zee Entertainment Enterprises Limited	15	19

Net of reversal of Rs.18 lakhs (31 March 2023: Net of reversal of Rs.2 lakhs)

ZEE STUDIOS LIMITED
Notes forming part of the financial statements

(Rs. in lakhs)

B) Balances outstanding as at 31 March 2024	31 March 2024	31 March 2023
Optionally convertible debentures (Financial liability)- At cost	**25,200**	**25,200**
Holding Company		
Zee Entertainment Enterprises Limited	25,200	25,200
Investment in equity shares	**250**	**500**
Wholly-owned Subsidiary Company		
Zee Unimedia Limited	-	250
Investment in joint venture		
Media Pro Enterprise India Private Limited	250	250
Trade advances received	**1,406**	**314**
Holding Company		
Zee Entertainment Enterprises Limited	1,406	314
Trade and other receivables	**588**	**580**
Fellow subsidiaries		
ATL Media Limited	113	113
Asia Today Limited	25	17
Other related parties		
Living Entertainment Enterprises	408	408
EZ-Mall Online Limited	41	41
Pan India Paryatan Private Limited	1	1
Provision for doubtful debts	**450**	**449**
Other related parties		
Living Entertainment Enterprises Private Limited	408	407
EZ-Mall Online Limited	41	41
Pan India Paryatan Private Limited	1	1
Trade payables	**301**	**298**
Holding Company		
Zee Entertainment Enterprises Limited	289	289
Other related parties		
Creantum Security Solutions Private Limited	5	2
Essel Corporate LLP	7	7
Pan India Network Infravest Limited	-	0

Note:-

(i) All transactions with related parties are made on arm's length basis in the ordinary course of the business. The outstanding balances at year end are unsecured due to be settled for consideration in cash.

(ii) The above related party disclosures are excluding Ind AS adjustments.

26 **Segment information**

Content production which principally consists of developing and producing / co-producing content is the only reportable segment in context of Ind AS 108 "Operating Segments" .

27 **Financial instruments**

A. **Financial risk management objective and policies**

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, deposits, cash and bank balances that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.

a) **Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

i) **Interest rate risk**

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair value of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

	(Increase) / decrease in basis points	(Increase) / decrease in Profit before tax (Rs. in lakhs)
31 March 2024	+ 50 / - 50	126
31 March 2023	+ 50 / - 50	126

ii) **Foreign currency risk**

Content development transacts denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are not hedged considering the small quantum and short period of such exposure.

The carrying amounts of the company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period, which are not hedged:

(Rs. in lakhs)

	USD	
	31 March 2024	31 March 2023
Receivables (Rs. in lakhs)	185	332
Payables (Rs. in lakhs)	23	23
Net receivable/(payable) to foreign currency risk	**162**	**309**

Foreign currency sensitivity analysis

Trade and other receivables, trade and other payables in foreign currency are entirely denominated in USD, the impact of increase / decrease in USD by 10% shall result in gain / loss as given below:

(Rs. in lakhs)

	31 March 2024		31 March 2023	
Currencies/Sensitivity	Increase by 10%	Decrease by 10%	Increase by 10%	Decrease by 10%
USD	16	(16)	31	(31)

iii) **Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, deposits , cash and bank balances.

The carrying amount of following financial assets represents the maximum credit exposure:

(Rs. in lakhs)

	31 March 2024	31 March 2023
Trade receivables (unsecured)		
Over six months	760	607
Less than six months	31	398
Total	**791**	**1,005**

Movement in allowance for doubtful debts during the year is as follows : (Rs. in lakhs)

	31 March 2024	31 March 2023
Balance as at 1 April	458	1,485
Add/(less) : Provided during the year	7	-
: Bad debts written off during the year	-	(1,027)
Balance as at 31 March Total	**465**	**458**

The Company has adopted a policy of dealing only with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. Customerwise outstanding receivables are reviewed on a monthly basis.

	31 March 2024	31 March 2023
Percentage of revenues generated from top 10 customers	100%	99%

b) **Liquidity risk**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements.

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at 31 March 2024

(Rs. in lakhs)

	Due in next year	Due in 2 to 5 year
Financial liabilities		
Borrowings	-	25,200
Trade payables	4,463	-
Lease liabilities	159	890
Other financial liabilities	323	-
Total	4,945	26,090

The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at 31 March 2023

(Rs. in lakhs)

	Due in next year	Due in 2 to 5 year
Financial liabilities		
Borrowings	-	25,200
Trade payables	3,190	-
Lease liability	193	2
Other financial liabilities	212	-
Total	3,595	25,202

B. Capital management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to the stakeholders through the optimization of the debt and equity balance.

For the purpose of the Company's capital management, equity includes issued capital, securities premium and other reserves. Net debt includes borrowings less cash and bank balances. The Company manages its capital by monitoring gearing ratio which is net debt divided by equity plus net debt.

(Rs. in lakhs)

	31 March 2024	31 March 2023
Gross debt (borrowings)	25,200	25,200
Less: Cash and bank balances	515	1,283
Net debt	**24,685**	**23,917**
Total equity	(363)	7,027
Total capital	24,322	30,944
Gearing ratio	101%	77%

28 Fair value measurements

(i) Categories of financial instruments

(Rs. in lakhs)

	31 March 2024	31 March 2023
Financial assets (Other than Investments)		
Measured at amortised cost		
Trade receivables	326	547
Cash and cash equivalents	515	1,283
Other financial assets	4,816	2,373
	5,657	**4,203**
Financial liabilities		
Fair value through profit or loss		
Borrowings*	21,033	18,567
Measured at amortised cost		
Trade payables	4,463	3,190
Other financial liabilities	1,372	407
	26,868	**22,164**

* Carrying cost of borrowings is Rs. 25,200 lakhs (31 March 2023 :Rs.25,200 lakhs).

(ii) Fair value hierarchy

Following table provides the fair value measurement hierarchy of the Company's assets and liabilities

(a) Quantitative disclosure of fair value measurement hierarchy for assets and liabilities.

(Rs. in lakhs)

Financial liabilities	Valuation technique and key input used	31 March 2024	31 March 2023
Borrowings			
0% optionally convertible debentures (Level 3)	Monte Carlo simulation method/ Net asset	21,033	18,567

All other financials assets and liabilities are considered to be approximately equal to their fair value due to the short-term maturities of these financial assets/liabilities.

(b) **Reconciliation of Level 3 category of financial liabilities.**

(Rs. in lakhs)

Financial liabilities	31 March 2024	31 March 2023
Opening balance	18,567	24,408
Redemption	-	-
Net (gain)/ loss recognised	2,466	(5,841)
Closing balance	**21,033**	**18,567**

(c) During the year mentioned above, there have been no transfers amongst the levels of hierarchy.

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29 Income tax

a) The major components of income tax as at 31 March 2024 and 31 March 2023 are as under :

i) Income tax related to items recognised in the statement of profit and loss during the year.

(Rs. in lakhs)

	31 March 2024	31 March 2023
Current tax		
Current tax on profits for the year	-	-
Short/(Excess) Provision of earlier years	15	212
Total current tax expense	**15**	**212**
Deferred tax		
Relating to origination and reversal of temporary differences	2,783	(662)
Total Deferred tax charge/(credit)	**2,783**	**(662)**
Income tax expense reported in the statement of profit and loss	**2,798**	**(450)**

ii) Deferred tax related to items recognised in other comprehensive income (OCI) during the year

(Rs. in lakhs)

	31 March 2024	31 March 2023
Remeasurement gain/(loss) on defined benefits obligations	(4)	(1)
Deferred tax charge/(credit)	**(4)**	**(1)**

b) Reconciliation of tax expense and the accounting profit multiplied by tax rate

(Rs. in lakhs)

	31 March 2024	31 March 2023
Accounting profit before tax	(4,606)	3,215
Income tax @ 25.168%	(1,159)	809
Utilisation of previously unrecognised deferred tax assets	-	(1)
Non-Deductible expenses/(income) not taxable	626	(1,470)
Short /(Excess) provision of earlier years	15	212
Deferred tax assets/liabilities created earlier now reversed	(6)	-
Reversal of deferred tax assets created earlier on unused tax losses	2,784	-
Non-creation of deferred tax asset on current year tax loss	538	-
Income tax expense charged to the statement of profit and loss	**2,798**	**(450)**

c) Deferred tax relates to the following:

(Rs. in lakhs)

	Balance sheet		Recognised in the statement of profit and loss		Recognised in OCI	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023
a) Deductible temporary differences						
Employee retirement benefits obligation	32	33	(3)	(4)	(4)	(1)
Unused tax losses	-	2,784	2,784	(1,136)	-	-
Fiscal disallowances	146	152	5	433	-	-
(A)	178	2,968	2,786	(707)	(4)	(1)
b) Taxable temporary differences						
Depreciation on property, plant, equipment and intangible assets	1,254	1,257	3	45	-	-
(B)	1,254	1,257	3	45	-	-
Net deferred tax assets (liabilities) (A-B)	(1,076)	1,711				
Deferred tax charge/(credit) (B-A)			2,783	(662)	(4)	1

d) The Company has carried forward Business losses (including unabsorbed depreciation) of Rs. 13,196 lakhs and long-term capital loss of Rs. 479 lakhs which are available for set off in next eight assessment years immediately following the assessment year in which the loss was first computed against future taxable income.
The Company has not recognised deferred tax asset of Rs. 3,421 lakhs on above unused tax losses since it is not probable that taxable profit will be available for set off.

30 **Interest in Joint Venture Company (JV)**

Disclosure in respect to joint venture is as under

Name of the Joint Venture Company	Country of Incorporation	Proportion of Ownership	For the year ended on	Description of Interest
Media Pro Enterprises India Private Limited	India	50%	31-Mar-24	JV established for Channel Distribution.

The Company's share in the aggregate amounts of each of the assets, liabilities, income, expenses, contingent liabilities and capital commitments is furnished hereunder

(Rs. in lakhs)

Proportion of Company's Interest in JVC	Media Pro Enterprises India Private Limited	
	31 March 2024 (Unaudited)	31 March 2023 (Audited)
Current assets		
Financial assets		
i. Cash and cash equivalent	10	7
ii. Bank balance other than cash and cash equivalent	728	705
iii. Other financial assets	186	175
Other current assets	0	0
Current liabilities		
Financial liabilities		
Trade payables	8	7
Other current liabilities	1	0
Income tax liabilities (net)	1	1

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Income		
Other income	58	40
Expenses		
Other expenses	16	12
Net profit / (Loss) before tax	42	28
Tax expense / (Credit)	7	4
Net profit / Loss after tax	35	24
Contingent liabilities	7	7

31 Micro, small and medium enterprises

The company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to said MSMED Act are as follow:

(Rs. in lakhs)

	31 March 2024	31 March 2023
a) The principal amount remaining unpaid to any supplier at the end of the year	26	158
b) Interest due remaining unpaid to any supplier at the end of the year	-	-
c) The amount of interest paid by buyer in term of section 16 of the MSMED Act ,2006 , along with the amount of the payment made to supplier beyond the appointed day during the year	-	-
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 year) but without adding the interest specified under the MSMED Act ,2006.	-	-
e) The amount of interest accrued and remaining unpaid at the end of the year	-	-
f) The amount of further interest remaining due and payable even in succeeding years , until such date when the interest dues above are actually paid to small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" is based on the information available with the company regarding the status of registration of such vendor under the said Act, as per the intimation received from them on the request made by the company. There are no overdue principal amounts / interest payable amounts of delayed payments to such vendors at the Balance sheet date. There are no delays to such supplier during the year and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year.

32 Disclosure pertaining to Ind AS 116 "Leases".

i) During the year, depreciation of Rs. 224 lakhs (March 2023 : Rs. 200 lakhs) on Right-of-use assets and interest expense of Rs. 32 lakhs (March 2023: Rs. 29 lakhs) on lease liabilities has been charged to the statement of profit and loss.

ii) Expense relating to short term leases and leases of low value asset amounted to Rs. 1 lakh (March 2023: Rs. 1 lakh).

iii) The following is the summary of practical expedients elected on initial application:
a) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than twelve months of lease term on the date of initial application

b) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

iv) Other disclosures:
a) The principle portion and interest portion of the lease payments have been separately disclosed under cash flows from financing activities.

b) Maturity analysis of lease liabilities is given in Note 27 (A)(b).

v) Movement of Lease liabilities is as follows:

(Rs. in lakhs)

	31 March 2024	31 March 2023
Opening balance	195	414
Addition during the year	1,079	-
Finance cost accrued during the year	32	29
Payment of lease liabilities	257	248
Closing balance	**1,049**	**195**
Current	159	193
Non Current	890	2
Total	**1,049**	**195**

vi) ROU assets comprises leased assets of office premises that do not meet the definition of investment property.

(Rs. in lakhs)

	31 March 2024	31 March 2023
Opening balance	156	340
Addition during the year	1,079	-
Amortisation during the year	208	184
Disposal during the year	-	-
Closing balance	**1,027**	**156**

The aggregate amortisation expense on right of use is included under depreciation and amortisation expense in the statement of profit and loss.

33 Disclosure as required by Ind AS 115

a) Reconciliation of contract liabilities at the beginning and at the end of the year and revenue recognised therefrom

(Rs. in lakhs)

	31 March 2024	31 March 2023
Opening balance	334	2
Add/(less): Revenue recognised during the year	(334)	(2)
Received during the year (net of refunds)	1,409	334
Closing balance	**1,409**	**334**

b) There are no contract cost assets as at the beginning and at the end of the year. Further, revenue recognised during the year from performance obligations satisfied (or partially satisfied) in previous year is Rs. Nil.

c) Disaggregation of revenue based on timing is as follows.

(Rs. in lakhs)

	31 March 2024			31 March 2023		
Timing of transfer of goods/services	**Content and rights**	**Other operating revenue**	**Total**	**Content and rights**	**Other operating revenue**	**Total**
Revenue recognised at a point in time	14,776	85	**14,861**	14,825	168	**14,993**
Revenue recognised over time	-	-	-	-	-	-

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d) Disaggregation of revenue by industrial vertical and geography is as follows.

(Rs. in lakhs)

	31 March 2024			31 March 2023		
Revenue by offerings:	In India	Outside India	Total	In India	Outside India	Total
Content and rights	14,604	172	**14,776**	13,004	1,821	**14,825**
Other operating revenue	85	-	**85**	168	-	**168**
Total	**14,689**	**172**	**14,861**	**13,172**	**1,821**	**14,993**

34 Contingent Liabilities and Commitments (To the extent not provided for)

(Rs. in lakhs)

		31 March 2024	31 March 2023
i)	Disputed Direct taxes @	89	89
ii)	Disputed Indirect taxes	276	276
iii)	Claims against company not acknowledge as debts#	233	233
iv)	Other pending legal cases against the company*	Amount unascertained	Amount unascertained

@ The Management, is confident of succeeding in the matters mentioned above and does not foresee any provision required in this respect at this stage.

\# Based upon discussion with the legal team, the management believes that the Company has strong chance of success in the cases and hence no provision there against is considered necessary.

* The Company has received legal notices of claims/lawsuits filed against it relating to infringement of copyrights, defamation suits in the opinion of the management, no material liability is likely to arise on account of such claims/lawsuits.

35 Earnings per share:

Basic earnings per share is computed by dividing net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Dilutive earnings per share is computed and disclosed using the weighted average number of equity shares and dilutive equity equivalent shares outstanding during the year, except when the results would be anti-dilutive.

		31 March 2024	31 March 2023
a)	Profit/(loss) after tax from operations (Rs. in lakhs)	(7,404)	3,665
b)	Add/(less) : Fair value adjustments (Rs. in lakhs)	2,466	(5,841)
c)	Loss for the year for Dilutive EPS for operations (Rs. in lakhs)	(4,938)	(2,176)
d)	Weighted average number of equity shares for Basic EPS	1,30,09,997	1,30,09,997
e)	Weighted average number of equity shares for Diluted EPS	8,89,14,759	4,98,29,531
f)	Nominal value of equity shares (Rs.)	10	10
g)	Basic EPS (Rs.) from operations	(56.91)	28.17
h)	Diluted EPS (Rs.)* from operations	(56.91)	28.17

*The diluted EPS for 2024 and 2023 is anti dilutive and hence basic and diluted EPS are same.

36 SEBI has issued summons and sought comments/ information/explanations from Company and the Company has provided or is in the process of providing information requested. The management has informed the Board that based on its review of records of the Company, the transactions relating to the Company were against consideration for valid goods and services received and does not expect any material adverse impact on the Company with respect to the above and accordingly, believes that no adjustments are required to these financial statements.

37 To the best of information of management of the Company, the disclosure requirement to be given pursuant to Gazette notification for amendment in Schedule III to Companies Act, 2013 dated 24 March 2021 effective from 1 April 2021 pertaining to following matters are as under.

i) During the year, the Company has not entered into any transaction with companies struck off under Section 248 of the Companies Act,2013 or Section 560 of Companies Act,1956.

(ii) No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 (45 of 1988) and rules made thereunder.

(iii) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(iv) There are no charges or satisfaction of charges yet to be registered with ROC beyond the statutory period.

(v) There are no transactions related to previously unrecorded income that have been surrendered or disclosed as Income during the year in the tax assessments under the Income Tax Act,1961.

(vi) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

(vii) As per Clause (87) of section 2 and section 186(1) of the Companies Act, 2013 and Rules made thereunder, the company is in compliance with the number of layers as permitted under the said provisions.

(viii) Utilization of borrowed funds and share premium.

(a) No funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity , including foreign entity ("Intermediaries") , with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) No funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("funding parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

38 Provisions of Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013 are not applicable to the Company for the current financial year.

39 Information required under Section 186 (4) of the Companies Act, 2013

There are no loans/guarantees given or securities provided during the year. There are no investments made by the Company other than disclosed in note 4(a).

40 Dividend

No dividend on equity shares is declared and paid or proposed by the Board of Directors for the year ended 31 March 2024.

41 Ratios

The following are analytical ratios for the year ended 31 March 2024 and 31 March 2023.

	Numerator	Denominator	31 March 24	31 March 23	Variance	Remarks
Current Ratio (in times)	Current assets	Current liabilities	1.30	1.38	-6%	Not Applicable
Debit - Equity Ratio (in times)	Total debt	Share holders Equity	(60.81)	2.67	-2377%	Decrease in share holders equity during the year due to reversal of deferred tax assets and loss on fair value of

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Debt Service Coverage Ratio (in times)	Earning available for debt service	Debt	(0.02)	(0.04)	-41%	Decrease in profit during the year.
Return on Equity (ROE) (in %)	Net profit after taxes	Average Shareholders Equity	-	52	-	Refer note (a) below.
Trade receivables turnover Ratio (in times)	Revenue	Average trade Receivables	34.05	19.21	77%	Decrease in revenue during the year.
Trade payables turnover Ratio (in times)	Purchase of services and other expenses	Average trade payables	3.63	3.63	0%	No major variance.
Net capital turnover Ratio (in times)	Revenue	Working Capital (Current assets minus current liabilities)	4.79	4.32	11%	No major variance.
Net Profit Ratio (in %)	Net Profit	Revenue	(49)	17	-385%	Decrease in net profit during the year due to reversal of deferred tax assets and loss on fair value of OCD.
Return on capital employed (in %)	Earning before interest and taxes	Capital employed	(19)	11	-278%	Decrease in net earnings during the year due to reversal of deferred tax assets and loss on fair value of OCD.

Note:

a) As at 31 March 2024, the net worth of the Company is negative and accordingly the ROE has not been calculated for the current year.

42 Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities as required by Ind AS 7 "Statement of Cash Flows"

(Rs. in lakhs)

	31 March 2023	Cash inflows / (outflows)	Non-cash changes / Fair value changes	31 March 2024
Optionally convertible debentures	18,567	-	2,466	21,033
Lease Liability	195	(225)	1,079	1,049

(Rs. in lakhs)

	31 March 2022	Cash inflows / (outflows)	Non-cash changes / Fair value changes	31 March 2023
Optionally convertible debentures	24,408	-	(5,841)	18,567
Vehicle Loan	8	(8)	-	-
Lease Liability	414	(219)	-	195

43 In an earlier year, the Company had been allotted a plot of land on lease for the purpose of construction of film studio by Rajasthan State Industrial Development & Investment Corporation Limited (RIICO), Jaipur. The Company had constructed the studio on the aforesaid plot of land.
This lease was subsequently cancelled by RIICO primarily on account of construction related dispute. The cancellation order challenged by the Company by way of review application before the concerned authorities has been rejected on 18 October 2023.
Based on the legal opinion obtained, the Company is in the process of initiating further necessary actions for obtaining appropriate relief. Considering the merits and facts of the case including legal opinion obtained, the Company believes that it has a strong legal position in respect of the above case and accordingly there is no impairment required to be carried out to the carrying values of property, plant and equipment and right-of-use assets.

44 During the year ended 31 March 2024, the Company has received a Show Cause Notice (SCN) from the GST authority demanding Rs. 6,546 lakhs as penalty for availing and utilising and passing on ineligible Input Tax Credit (ITC). Further in an earlier year, an amount of Rs. 2,122 lakhs was paid by the Company in respect of the above ineligible tax credit matter. Considering the merits and facts of the case and based on the legal opinions obtained, the Company is of the view that there is no liability on this aspect against the Company and the aforesaid amount paid is refundable by the GST authority and accordingly, the Company has considered the said amount paid as good and recoverable.

45 The Company has incurred loss during the year and its accumulated losses has eroded its networth as at 31 March 2024. However, the Company's current assets as at 31 March 2024 is higher than its current liabilities. Further, the Company has financial and business support of its holding company and accordingly the financial statements for the year ended 31 March 2024 have been prepared on going concern basis.

46 Previous year figures have been regrouped and rearranged wherever considered necessary.

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KNAV
PARTNERS BEYOND BOUNDARIES

Independent Auditor's Report

To the Shareholders of Asia Multimedia Distribution Inc.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Asia Multimedia Distribution Inc. ("the Company") which comprise the statements of financial position as of March 31, 2024, and March 31, 2023, and the related statements of loss, changes in deficit and cash flows for the years then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2024, and March 31, 2023, and its financial performance and its cash flows for the years then ended in accordance with Canadian accounting standards for private enterprises ("ASPE").

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for private enterprises, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KNAV Professional Corporation

KNAV Professional Corporation
Chartered Professional Accountants
Authorized to practice public accounting by the Chartered Professional Accountants of Ontario
55 York Street, Suite 401,
Toronto Ontario M5J 1R7
Date: April 22, 2024

Asia Multimedia Distribution Inc.

Financial Statements

March 31, 2024, and March 31, 2023

Statements of financial position

(All amounts in Canadian Dollars, unless otherwise stated)	Notes	As at March 31, 2024	March 31, 2023
ASSETS			
Current assets			
Financial assets:			
Trade receivables	1	1,088,820	1,735,048
Cash and cash equivalents	2	835,048	1,145,774
Other financial assets	3	93,264	-
Other current assets	4	74,389	10,036
Total current assets		**2,091,521**	**2,890,858**
Non-current assets			
Property and equipment, net	5	9,578	4,117
Financial assets:			
Other financial assets	3	9,264	9,264
Future tax assets (net)	9	-	23,831
Total non-current assets		**18,842**	**37,212**
Total assets		**2,110,363**	**2,928,070**
DEFICIT AND LIABILITIES			
Current liabilities			
Financial liabilities:			
Trade payables	6	32,546	39,617
Other financial liabilities	7	2,527,366	3,102,528
Other current liabilities	8	110,152	89,860
Total current liabilities		**2,670,064**	**3,232,005**
Total liabilities		**2,670,064**	**3,232,005**
Equity share capital		10	10
Accumulated deficit		(559,711)	(303,945)
Total deficit		**(559,701)**	**(303,935)**
Total deficit and liabilities		**2,110,363**	**2,928,070**

(The accompanying notes are an integral part of these financial statements)

As per our attached report of even date	For and on behalf of the Board
KNAV Professional Corporation	Parul Goel
KNAV Professional Corporation	Director
Chartered Professional Accountants	Parul Goel
Authorized to practice public accounting by the	
Chartered Professional Accountants of Ontario	
Place: Toronto, Ontario	Date : April 22, 2024

Statements of loss

(All amounts in Canadian Dollars, unless otherwise stated)

	Notes	As at March 31, 2024	As at March 31, 2023
Revenue			
Revenue from operations	11	3,164,944	3,759,358
Other income	12	93,264	18,408
Total		**3,258,208**	**3,777,766**
Expenses			
Operational cost	13	1,995,943	2,751,599
Employee benefits expenses	14	489,979	365,202
Finance costs	15	8,152	6,942
Depreciation expense	16	4,668	8,435
Marketing expenses	17	301,982	200,342
Administration expenses	18	689,419	352,606
Total		**3,490,143**	**3,685,126**
(Loss) income before tax		**(231,935)**	**92,640**
Income tax expense	19	23,831	106,266
Net loss		**(255,766)**	**(13,626)**
Loss per share			
Basic (CAD per share)		(2,558)	(136)
Diluted (CAD per share)		(2,558)	(136)

(The accompanying notes are an integral part of these financial statements)

As per our attached report of even date	For and on behalf of the Board
KNAV Professional Corporation	
KNAV Professional Corporation	Director
Chartered Professional Accountants	Parul Goel
Authorized to practice public accounting by the	
Chartered Professional Accountants of Ontario	
Place: Toronto, Ontario	Date : April 22, 2024

Statements of changes in deficit

(All amounts in Canadian Dollars, unless otherwise stated)

A. EQUITY SHARE CAPITAL

	Shares	Amount
As at April 01, 2022	100	**10**
Changes during the year	-	-
As at March 31, 2023	100	**10**
As at April 01, 2023	100	**10**
Changes during the year	-	-
As at March 31, 2024	100	**10**

B. ACCUMULATED DEFICIT

	Retained deficit	Total accumulated deficit
As at April 01, 2022	(290,319)	(290,319)
Loss for the year	(13,626)	(13,626)
As at March 31, 2023	**(303,945)**	**(303,945)**
As at April 01, 2023	(303,945)	(303,945)
Loss for the year	(255,766)	(255,766)
As at March 31, 2024	**(559,711)**	**(559,711)**

(The accompanying notes are an integral part of these financial statements)

As per our attached report of even date	For and on behalf of the Board
KNAV Professional Corporation	Parul Goel
KNAV Professional Corporation	Director
Chartered Professional Accountants	Parul Goel
Authorized to practice public accounting by the Chartered Professional Accountants of Ontario	
Place: Toronto, Ontario	Date : April 22, 2024

Statements of cash flows

(All amounts in Canadian Dollars, unless otherwise stated)

	As at	
	March 31, 2024	**March 31, 2023**
Cash flows from operating activities		
Loss for the year	(255,766)	(13,626)
Add items not requiring cash and cash equivalents		
Depreciation expense	4,668	8,435
Future income taxes	23,831	10,980
Interest income	-	(3,905)
Interest expense	4,397	2,062
Bad debts expense	13,302	32,428
Provision for bad and doubtful debts	453,795	123,082
Net change in non-cash operating working capital		
Trade receivables, net of provision	179,131	325,990
Other financial assets	(93,264)	33,522
Other current assets	(64,353)	32,284
Other assets	-	(380)
Trade payables	(7,071)	(61,683)
Other financial liabilities	(575,162)	(152,666)
Other current liabilities	15,895	2,711,003
Cash (used in) provided by operating activities	**(300,597)**	**3,047,526**
Cash flows from investing activities		
Additions to property and equipment	(10,129)	-
Interest received from related party	-	3,905
Cash (used in) provided by investing activities	**(10,129)**	**3,905**
Cash flows from financing activities		
Repayment of loans and advances to related parties	-	(4,474,365)
Proceeds from loans and advances from related parties	-	340,245
Cash used in financing activities	**-**	**(4,134,120)**
Decrease in cash and cash equivalents, net	**(310,726)**	**(1,082,689)**
Cash and cash equivalents, at beginning	1,145,774	2,228,462
Cash and cash equivalents, at end	**835,048**	**1,145,774**

(The accompanying notes are an integral part of these financial statements)

Notes to financial statements.

(Amounts are in Canadian Dollars, unless otherwise stated)

a. Description of business

Asia Multimedia Distribution Inc. ("the Company") was incorporated under the Canada Business Corporations Act (Ontario) on May 26, 2014. The Company is a wholly owned subsidiary of Asia TV UK Limited ("ATVL/ parent company"), a United Kingdom Company. The Company is engaged in the business of providing television distribution services, advertisement sales and marketing services for ZEE TV channels in Canada.

b. Basis of presentation

a. The financial statements of the Company have been prepared by the management in accordance with Canadian accounting standards for private enterprises ("ASPE").

b. The financial statements are presented for the years April 01, 2023, to March 31, 2024, and April 01, 2022, to March 31, 2023.

c. Basis for measurement

The financial statements have been prepared on historical cost basis.

d. Functional and presentation currency

The Company's functional and presentation currency is Canadian dollar.

e. Going concern

The Company has an accumulated deficit of CAD 559,711 and negative net worth of CAD 559,701 as at March 31, 2024. According to its planned principal operations, the Company has incurred costs towards programme purchases for providing distribution services, advertisement sales and marketing services. ATVL, the parent company of the Company and a subsidiary of Zee Entertainment Enterprises Limited has agreed to continue providing financial support and honour the Company's obligation as they arise. As a result of above mitigating factors, 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.

f. Summary of significant accounting policies

a) Use of estimates

The preparation of the financial statements in conformity with ASPE requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Management bases the estimates on a number of factors, including historical experience, current events, and actions that the Company may undertake in the future and other assumptions that the management believes are reasonable under the circumstances. Estimates are used in accounting for items and matters such as revenues, useful lives of non current assets and income taxes.

The estimates and judgments that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

i. Income taxes: Management uses estimates when determining current and future income taxes.

ii. Revenues: Management uses estimates while accruing revenue from subscriptions. The estimates are used to recognize monthly revenue from subscription which are based on preceding month's actual subscribers as submitted by the broadcast distribution *b) Revenue recognition*

The Company recognizes revenues across all the revenue streams when they are earned, specifically when all the following conditions
a) Services are provided to customers;
b) There is clear evidence that an arrangement exists;
c) Amounts are fixed or can be determined; and
d) The ability to collect is reasonably assured.

The Company recognizes revenues for different revenue streams as follows:

• **Advertisement income:** Advertisement revenue (net of discount) is recognized when the related advertisement or commercial appears before the public i.e.; on telecast thereof.

• **Subscription income:** Subscriber fee revenues are recognized monthly based on estimated subscriber levels for the period-end, which are based on the preceding month's actual subscribers as submitted by the broadcast distribution undertakings.

• **Theatrical film distribution commission income:** The Company retains and earns a fixed percentage of commission from distribution of theatrical film rights. Accordingly, the Company recognizes revenue from theatrical release, net of all associated costs.

Revenue not billed to clients but accrued during the current year is included in unbilled revenue.

c) Allowance for doubtful debts

The Company follows specific identification method for providing for doubtful debts. Management analyses accounts receivable and the composition of the accounts receivable ageing, historical bad debts, when evaluating the adequacy of the allowance for doubtful debts.

d) Financial instruments

• Measurement of financial instruments
The Company initially measures its financial assets and financial liabilities at fair value, except for certain instruments originated or acquired in related party transactions. The Company subsequently measures all its financial assets and financial liabilities at amortized cost, except for equity investments quoted in active markets and derivative financial instruments, which are measured at fair value. Changes in fair value are recognized in statements of income (loss).

Financial assets measured at amortized cost include cash and cash equivalents, accounts receivable and loans receivable. Financial liabilities measured at amortized cost include trade payables and other current liabilities.

Transaction costs on financial assets and liabilities measured at amortized cost are adjusted against the carrying value of the related asset or liability and then recognized over the expected life of the instrument using the straight-line method. Transaction costs on equity investments quoted in active markets are recognized immediately in the statements of loss.

• Impairment
At the end of each reporting period, the Company assesses whether there are any indications that a financial asset measured at amortized cost may be impaired. If there are indicators of impairment, and the Company determines that there has been a significant adverse change in the expected amount or timing of future cash flows, the carrying amount of the asset is reduced to the higher of the expected cash flows expected to be generated by holding the asset, discounted using a current market rate of interest, and the amount that could be realized by selling the asset at the date of statement of financial position.

e) Property and equipment, net

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation and amortization are calculated on the straight-line method over the following estimated useful lives:

- Computers & equipment 3 years
- Furniture and fittings 5 years
- Office and electrical equipment 5 years

f) Impairment of long-lived assets

Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The carrying amount of a long-lived asset is not recoverable if the carrying amount exceeds the sum of the undiscounted cash flows expected to result from its use and eventual disposition. This assessment is based on the carrying amount of the asset at the date it is tested for recoverability, whether it is in use or under development. In cases where the undiscounted expected future cash flows are less than the carrying amount, an impairment loss shall be recognized when the carrying amount of a long-lived asset is not recoverable and exceeds its fair value. An impairment loss shall be measured as the amount by which the carrying amount of a long-lived asset exceeds its fair value. If an impairment loss is recognized, the adjusted carrying amount becomes the new cost basis.

An impairment loss shall not be reversed if the fair value subsequently increases.

g) Income taxes

The Company follows asset and liability method of accounting for income taxes. Under this method, future income taxes are recognized for the future income tax consequences attributable to differences between the financial statement carrying values and their respective income tax basis [temporary differences]. Future income tax assets and liabilities are measured using substantively enacted income tax rates expected to apply to taxable income in the years during which temporary differences are expected to be realized or settled. The effect on future income tax assets and liabilities of a change in tax rates is included in income in the period that includes the enactment date. A valuation allowance is provided to the extent that it is more likely than not; that future income tax asset will not be realized.

h, Cash and cash equivalents

Cash and cash equivalents, including cash on account, demand deposits and short-term investments with original maturities of three months or less, are recorded at cost, which approximates market value.

i) Operating lease

Lease payments under operating lease are recognized as an expense on a straight-line basis over the lease term in the statements of loss.

j) (Loss) earnings per share

The Company reports basic and diluted earnings per equity share. The basic and diluted earnings or losses per share are computed by dividing the net profit (loss) attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed and disclosed after adjusting the effects of all dilutive potential equity shares, if any, except when the results will be anti-dilutive.

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Notes to financial statements.

(Amounts are in Canadian Dollars, unless otherwise stated)

1. TRADE RECEIVABLES

	As at	
	March 31, 2024	March 31, 2023
Others		
- Considered good and unsecured	1,088,820	1,735,048
- Considered doubtful	664,691	210,896
Less: allowance for bad debts	(664,691)	(210,896)
Total	**1,088,820**	**1,735,048**

The movement in allowance for bad debts is as follows:	As at	
	March 31, 2024	March 31, 2023
Balance at the beginning of the year	210,896	87,814
Provision made during the year	453,795	123,082
Provision reversed during the year	-	-
Closing balance	**664,691**	**210,896**

2. CASH AND CASH EQUIVALENTS

	As at	
	March 31, 2024	March 31, 2023
Cash and cash equivalents		
Bank balances		
-Current accounts	835,048	1,145,774
Total	**835,048**	**1,145,774**

3. OTHER FINANCIAL ASSETS

	As at	
	March 31, 2024	March 31, 2023
Current		
Receivable from related parties*	93,264	-
Total	**93,264**	**-**
Non- Current		
Advances, deposits and other receivable - unsecured and considered good		
- Others (deposits)	9,264	9,264
Total	**9,264**	**9,264**

**Refer note 10*

4. OTHER CURRENT ASSETS

	As at	
	March 31, 2024	March 31, 2023
Other advances	-	3,250
Prepaid expense	4,166	6,786
Advance taxes (net of provision for tax)	70,223	-
Total	**74,389**	**10,036**

5. PROPERTY AND EQUIPMENT, NET

Particulars	Cost	Accumulated depreciation	Net book value as of March 31, 2024	Net book value as of March 31, 2023
Office & electrical equipment	2,999	(2,999)	-	385
Computer & related equipment	71,448	(61,870)	9,578	3,429
Furniture and fixture	10,678	(10,678)	-	304
Total	**85,125**	**(75,547)**	**9,578**	**4,118**

Computer equipments amounting to CAD 10,129 and CAD NIL were purchased during the year ended March 31, 2024 and March 31, 2023 respectively. Depreciation expense for the year ended March 31, 2024 is CAD 4,668 (for the year ended March 31, 2023: CAD 8,435)

6. TRADE PAYABLES

	As at	
	March 31, 2024	**March 31, 2023**
Advertising and marketing vendors	24,944	24,817
Administration expense vendors	7,602	14,800
Total	**32,546**	**39,617**

7. OTHER FINANCIAL LIABILITIES

	As at	
	March 31, 2024	**March 31, 2023**
Employee benefits payable	105,781	81,855
Accrued expenses	116,681	164,038
Taxes payable	-	16,525
Statutory dues payable	222,716	373,190
Related party payable	2,082,188	2,466,921
Total	**2,527,366**	**3,102,528**

8. OTHER CURRENT LIABILITIES

	As at	
	March 31, 2024	**March 31, 2023**
Advances received	110,152	89,860
Total	**110,152**	**89,860**

9. INCOME TAXES

A reconciliation of income taxes at Canadian statutory rates with the reported income taxes is as follows:

	As at	
	March 31, 2024	**March 31, 2023**
Income before taxes	(231,935)	92,640
Statutory federal and provincial income tax rates	27%	27%
Expected taxes on income	**(61,463)**	**24,550**
Net increase in income taxes resulting from		
Non-deductible items	89	41,442
Tax true-up	7,802	14,960
Short provision of income tax expense	-	25,314
Income tax expense/ (recovery)	**(53,572)**	**106,266**
Non-current future tax asset		
Property and equipment, net	455	23,831
Loss carry-forward	76,948	-
Total non-current future tax asset	**77,403**	**23,831**
Less: Valuation allowance	**(77,403)**	-
Net future taxes	**-**	**23,831**

Advance taxes paid as at March 31, 2024 amounting to CAD 135,921 (March 31, 2023: CAD 118,523) have been netted off against current tax liabilities of CAD 65,698 (March 31, 2023: CAD 122,919).

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10. RELATED PARTY TRANSACTIONS

List of related parties:
a) Asia TV Limited (UK)("ATVL UK") – Parent company
b) ZEE Entertainment Enterprises Limited – Ultimate parent company
c) Asia TV USA Limited, Wyoming – An affiliate company
d) Zee Studios International Limited. ("ZSIL") - An affiliate company

B. Summary of balances with related parties in the normal course of business are as follows:

	As at	
	March 31, 2024	**March 31, 2023**
Asia TV Limited (UK)		
Payable to the parent company	2,082,188	2,466,921
Asia TV USA Limited		
Receivable from affiliate company	93,264	-

C. Summary of transactions with related parties in the normal course of business are as follows:

	For the year ended	
	March 31, 2024	**March 31, 2023**
Asia TV Limited (UK)		
Royalty and theatrical rights expenses to parent company	3,101,751	2,970,122
Repayment of principle/ interest on loan	-	4,418,402
Repayment of royalty and theatrical rights expenses to parent company	3,486,484	
Intercompany transaction	-	55,962
Asia TV USA Limited		
Interest received on loan given to related party	-	3,905
Repayments received from related party	-	344,150
Revenue share receivable	93,264	-

The Company has the following contractual and other arrangements with its affiliates pursuant to which the above expenses, payments and services were incurred or paid:

Agreement dated January 01, 2016 between Asia TV Limited (UK) and Asia Multimedia Distribution Inc.

Asia TV Limited, UK granted non-exclusive sub-licence to AMDI to distribute and exploit the ZEE TV Channels (including right to sell airtime slots on the channels) within Canada. The Company is engaged in the business of providing television distribution services, advertisement sales and marketing services for ZEE TV Channels in Canada.

Terms of agreement:

The Agreement is effective from January 01, 2016. As a part of consideration, the Company has agreed to pay license fee to Asia TV Limited (UK), which shall be a sum remaining from gross revenues after deduction and retention by AMDI of its costs and expenses incurred in its exercise of the Licensed Rights ("AMDI Costs"); and a margin of 5% of gross revenues less bad debts and agency fees.

Airtime sales done by Asia TV USA Limited for AMDI Canada, is charged at equal revenue share between the companies. During the year ended March 31, 2024 AMDI's share for airtime sales from Asia TV USA is CAD 93,264.
AMDI received a sum of CAD 344,150 from Asia TV USA Ltd (WY) as repayment of loan and CAD 3,905 against the interest for the year ended March 31, 2023.

During the year ended March 31, 2021 the Company recorded an allowance for bad debts for amount receivable from ZSIL amounting to CAD 1,706,041. The Company received CAD 2,580 during the year ended March 31, 2023 and rest of the amount of CAD 1,703,461 has been written off in lieu of liquidation of ZSIL during the year ended March 31, 2023.

11. REVENUE FROM OPERATIONS

	For the year ended March 31, 2024	For the year ended March 31, 2023
Advertisement revenue	1,074,666	1,141,524
Less: trade discount	(174,606)	(154,378)
Total advertisement revenue (net)	**900,060**	**987,146**
Digital Advertisement revenue	190,085	137,598
Less: trade discount	(7,029)	(19,179)
Total digital advertisement revenue (net)	**183,056**	**118,419**
Subscription revenue	2,006,202	2,622,666
Theatrical commission income, net	75,626	31,127
Total revenue from operations	**3,164,944**	**3,759,358**

The Company has recognized net revenue for theatrical film distribution commission earned in accordance with requirements of ASPE 3400, "Reporting Revenue Gross as a Principal versus Net as an Agent". The Company does the revenue collection for distribution of theatrical film rights from customers on behalf of ATVL UK and EVPL, its related parties. The Company remits the revenue to these related parties after retaining a fixed percentage of commission.

12. OTHER INCOME

	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue share from Asia TV USA Limited	93,264	-
Interest income on related party advances	-	3,905
Writeback of trade payables	-	14,503
Total other income	**93,264**	**18,408**

13. OPERATIONAL COST

	For the year ended March 31, 2024	For the year ended March 31, 2023
Program purchase from related parties	1,995,943	2,751,599
Total operational cost	**1,995,943**	**2,751,599**

14. EMPLOYEE BENEFITS EXPENSES

	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and allowances	452,206	332,532
Medical benefits	25,886	22,314
Payroll fees	11,887	10,356
Total employee benefits expenses	**489,979**	**365,202**

15. FINANCE COSTS

	For the year ended March 31, 2024	For the year ended March 31, 2023
Bank charges	3,755	4,880
Interest expense	4,397	2,062
Total finance cost	**8,152**	**6,942**

16. DEPRECIATION EXPENSE

	For the year ended March 31, 2024	For the year ended March 31, 2023
Office & electrical equipments	385	600
Computers & printers	3,979	5,700
Furniture & fittings	304	2,136
Total depreciation expense	**4,668**	**8,435**

17. MARKETING EXPENSES

	For the year ended March 31, 2024	For the year ended March 31, 2023
Business promotion expenses	153,050	132,019
Advertisement and market reasearch expenses	127,593	54,493
Commission expenses	21,339	13,831
Total marketing expenses	**301,982**	**200,342**

18. ADMINISTRATION EXPENSES

	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent	85,775	69,307
Repairs and maintenance - others	12,683	11,769
Electricty and water charges	2,073	2,577
Communiction expenses	12,928	13,400
Printing and stationery	309	242
Membership and subscription expenses	7,705	5,671
Auditors remuneration	36,267	33,840
Travelling and conveyance expenses	17,716	22,334
Legal and professional charges	13,773	24,345
Hire and service charges	10,189	2,025
Loss on foreign exchange derivative contracts	13,486	7,544
Bad debt expense	13,302	32,428
Provision for bad & doubtful debts	453,795	123,082
Miscellaneous expenses	9,418	4,043
Total administration expenses	**689,419**	**352,606**

19. INCOME TAX EXPENSE

	For the year ended March 31, 2024	For the year ended March 31, 2023
Current taxes - federal	-	95,286
Future taxes - federal	23,831	10,980
Total income tax expense	**23,831**	**106,266**

20. FINANCIAL INSTRUMENTS

In the normal course of business, the Company is exposed to financial risks that may potentially impact its operating results. The Company employs risk management strategies with a view to mitigating these risks on a cost-effective basis.

Credit risk

Financial instruments that potentially subject the Company to credit risk consist of cash equivalents and trade receivables. The carrying amount of assets included on the statements of financial position represents the maximum credit exposure.

The Company has deposited the cash equivalents with a reputable financial institution, from which management believes the risk of loss to be remote.

Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulties in meeting obligations associated with financial liabilities. Trade payables are primarily due within 120 to 150 days and will be satisfied from current working capital.

21. COMMITMENTS AND CONTINGENCIES

The Company had entered into a renewable lease agreement for office premises which was renewed on April 01, 2021 till March 31, 2023. The lease was again renewed on April 01, 2023 till March 31, 2024. New lease signed on March 25, 2024 to March 31, 2025 with REGUS. The monthly lease rent amounts to CAD 1,557.

For the year ending	Amount (CAD $)
March 31, 2025	18,684

22. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the presentation adopted in the current year. The reclassifications have no impact on the previously reported net loss and accumulated deficit.

23. SUBSEQUENT EVENTS

The Company evaluated all events and transactions that occurred ater March 31, 2024 through the date the financial statements were available to be issued. Based on the evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure in the financial statements.

Grant Thornton

Independent auditors' report
To the member of ASIA TODAY LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **ASIA TODAY LIMITED** (the "Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements on pages 8 to 33 give a true and fair view of the financial position of the Company as at 31 March 2024 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board, and as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises mainly of information included under the Corporate Data and Commentary of the Directors sections, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ASIA TODAY LIMITED

Report on the Audit of the Financial Statements (Cont'd)

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information") (Cont'd)

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board, as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ASIA TODAY LIMITED

Report on the Audit of the Financial Statements (Cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ASIA TODAY LIMITED

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Other Matter

Our report is made solely to the member of the Company as a body. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton

Grant Thornton
Chartered Accountants

K Ramchurun

K RAMCHURUN, FCCA
Licensed by FRC

Date: 10 MAY 2024

Ebene 72201, Republic of Mauritius

ASIA TODAY LIMITED
STATEMENT OF FINANCIAL POSITION AT 31 MARCH

	Notes	2024 USD	2023 USD
ASSETS			
Non-current			
Plant and equipments	5	4,483	7,313
Investments in subsidiaries	6	18,162,788	18,132,187
Amount due from subsidiary	20	95,900,195	90,651,029
Deferred tax asset	19	534,582	484,630
Total non-current assets		114,602,048	109,275,159
Current			
Inventories	7	35,539,332	30,866,691
Trade receivables	8(a)	13,480,930	6,580,012
Other receivables	8(b)	5,843,559	7,478,303
Deposit with Bank	9(a)	8,640,000	8,640,000
Cash and cash equivalents	9(b)	7,307,358	8,326,353
Other assets	8(c)	2,050,040	9,871,712
Current tax assets	18(iii)	1,337,009	1,031,967
Total current assets		74,198,228	72,795,038
Total assets		188,800,276	182,070,197
EQUITY AND LIABILITIES			
EQUITY AND RESERVES			
Stated capital	10	100,000	100,000
Translation reserves		45,137	45,137
Retained earnings		39,279,523	35,670,336
Total equity and reserves		39,424,660	35,815,473
LIABILITIES			
Non-current			
Retirement gratuities	11	272,566	182,702
Total non-current liabilities		272,566	182,702
Current			
Trade payables	12(a)	6,906,968	5,892,833
Other payables	12(b)	142,196,082	138,333,766
Current tax liability	18(iii)	-	1,845,423
Total current liabilities		149,103,050	146,072,022
Total equity and liabilities		188,800,276	182,070,197

The financial statements were approved by the board of directors and authorised for issue on 10 MAY 2024 and signed on its behalf by:

Director **Director**

The notes on pages 12 to 33 form an integral part of these financial statements.

ASIA TODAY LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
REVENUE	13	29,205,252	35,162,300
OTHER INCOME	14	3,356,054	23,433,329
OTHER LOSSES	15	(260,146)	(809,060)
EXPENSES:			
Amortisation of inventories	7	18,392,347	18,076,387
Other operating expenses		1,976,221	2,064,221
Transmission charges		3,475,255	3,979,330
Advertising and selling costs		127,857	222,744
Employee benefits expense	16	3,574,911	3,568,635
Administrative expenses	17	1,009,951	4,417,852
Depreciation on plant and equipment	5	4,518	9,771
		28,561,060	32,338,940
PROFIT BEFORE TAX		3,740,100	25,447,629
TAX EXPENSE	18(i)	(130,913)	(2,561,341)
PROFIT FOR THE YEAR		3,609,187	22,886,288
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		3,609,187	22,886,288

The notes on pages 12 to 33 form an integral part of these financial statements.

ASIA TODAY LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED ON 31 MARCH

	Stated capital USD	Translation reserves USD	Retained earnings USD	Total USD
At 01 April 2022	**100,000**	**45,137**	**12,784,048**	**12,929,185**
Profit for the year	-	-	22,886,288	22,886,288
Other comprehensive income	-	-	-	-
Total comprehensive income	-	-	22,886,288	22,886,288
At 31 March 2023	**100,000**	**45,137**	**35,670,336**	**35,815,473**
Profit for the year	-	-	3,609,187	3,609,187
Other comprehensive income	-	-	-	-
Total comprehensive income	-	-	3,609,187	3,609,187
At 31 March 2024	**100,000**	**45,137**	**39,279,523**	**39,424,660**

The notes on pages 12 to 33 form an integral part of these financial statements.

ASIA TODAY LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year before tax		3,740,100	25,447,629
Adjustments for:			
Dividend income	14	(3,000,000)	(23,000,000)
Interest income	14	(356,054)	(188,402)
Movement in retirement gratuities	11	89,864	40,934
Depreciation of plant and equipment	5	4,518	9,768
OPERATING CASH FLOWS BEFORE MOVEMENTS IN WORKING CAPITAL		478,428	2,309,929
Change in inventories		(4,672,641)	1,066,307
Change in trade and other receivables		2,555,498	6,665,627
Change in trade and other payables		4,876,450	(19,789,878)
NET CASH FROM/(USED IN) OPERATIONS		3,237,735	(9,748,015)
Tax paid	18	(2,331,330)	(1,670,326)
NET CASH FROM/(USED IN) OPERATING ACTIVITIES		906,405	(11,418,341)
CASH FLOWS FROM INVESTING ACTIVITIES			
Dividend received	14	3,000,000	23,000,000
Interest received	14	356,054	188,402
Advance to subsidiary		(5,249,166)	(11,333,318)
Acquisition of investment in subsidiaries	6	(30,601)	-
Purchase of plant and equipment	5	(1,687)	(5,375)
NET CASH (USED IN)/FROM INVESTING ACTIVITIES		(1,925,400)	11,849,709
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		(1,018,995)	431,368
CASH AND CASH EQUIVALENTS AT 01 APRIL	10	8,326,353	7,894,983
CASH AND CASH EQUIVALENTS AT 31 MARCH	10	7,307,358	8,326,353

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS AS ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD ("IASB')

Asia Today Limited (the "Company") was originally incorporated in the Republic of Mauritius as a private company on 19 January 2006. On 13 November 2015, the Company changed its name from Zee Multimedia (Maurice) Limited to Asia Today Limited and on 13 December 2015, the Company has been granted a Global Business Licence under the Financial Services Act 2007. Its registered office and principal place of business is located at 2nd Floor, Ebene House, 33 Cybercity, Ebene 72201, Republic of Mauritius.

The principal activity of the Company is that of holding ground events, satellite television broadcasting and theatrical film distribution in the Middle East, Asia Pacific, America, Canada, Africa and Europe regions.

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board ("IASB").

2. ADOPTION OF NEW AND AMENDED STANDARDS

In the current year, the Company has applied all of the new and amended Standards and Interpretations issued by the International Accounting Standards Board ("IASB") and the International Financial Reporting Interpretations Committee ("IFRIC") of the IASB that are relevant to its operations and effective for accounting periods beginning on 01 April 2023.

New and amended Standards that are effective for the current year

The Company has applied the following Standards and Interpretations to existing Standards for the first time for the financial year commencing on 01 April 2023:

IFRS 17	Insurance contracts: Amendments to IFRS 17 Insurance Contracts
IFRS 4	Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)
IFRS 17	Initial Application of IFRS 17 and IFRS 9 - Comparative Information (Amendments to IFRS 4)
IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments IAS 12)
IAS 8	Definition of Accounting Estimates (Amendments to IAS 8)
IAS 1	Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2)
IAS 12	International Tax Reform - Pillar Two Model Rules (Amendments to IAS 12)
IFRS for SMEs	International Tax Reform - Pillar Two Model Rules (Amendments to the IFRS for SMEs Standard)

Management has assessed the impact of these revised amendments and concluded that only IAS 1: Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2) has an impact on these financial statements.

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided as follows.

2. ADOPTION OF NEW AND AMENDED STANDARDS (CONT'D)

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company (Cont'd)

IAS 1	Classification of Liabilities as Currrent or Non-current (Amendments to IAS 1)
IAS 1	Non-current Liabilities with Covenants (Amendments to IAS 1)
IFRS 16	Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
IAS 7 and IFRS 7	Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)
IAS 21	Lack of Exchangeability (Amendments to IAS 21)
IFRS S1	General Requirements for Disclosure of Sustainability-related Financial Information
IFRS S2	Climate-related Disclosures

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted by the Company are as follows:

(a) Overall considerations

The financial statements have been prepared using the material accounting policies and measurement bases summarised below.

(b) Consolidated financial statements

The financial statements are separate financial statements which contain information about Asia Today Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The Company holds a Global Business Licence issued by the Financial Services Commission and has taken advantage of the exemption given in Section12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 from the requirement to prepare consolidated financial statements as it is a wholly-owned subsidiary of Zee Entertainment Enterprises Limited, an unquoted company incorporated in the Republic of India.

(c) Investments in subsidiaries

A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A subsidiary is fully consolidated from the date on which control is transferred to the Company.It is deconsolidated from the date that control ceases.

Investment in subsidiary is initially shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of profit or loss and other comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of profit or loss and other comprehensive income.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(d) Plant and equipment

Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is calculated on the straight line basis at annual rates estimated to write off the cost of the assets less their estimated residual values over their expected useful lives. The annual rates used are:

Computer equipment	33%
Furniture and fittings	20%

The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting date, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss arising on the disposal or retirement of an item of plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the statement of profit or loss and other comprehensive income.

(e) Inventories

Inventories are stated at the lower of cost less accumulated amortisation and estimated net realisable value. Cost of inventories comprises the original purchase price. Net realisable value is determined by the directors who regularly assess the estimated future revenue (net of commissions and other costs) that the media content will generate.

Upon first telecast of programmes, 80% of related programme rights are charged to profit or loss. Remaining costs are amortised to profit or loss over a two year period on a straight line basis. Film rights are capitalised and amortised to profit or loss on a straight line basis over the shorter period of the licences and a three year period.

Where the recoverable amount is less than its carrying amount, the programme or film right is written down immediately to its recoverable amount and the loss is recognised as an expense in profit or loss.

(f) Cash and cash equivalents

Cash and Cash equivalents include cash at bank. Cash equivalents are short-term highly liquid investments and maturing within 90 days from the date of acquision that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

All fixed deposits with initial maturity of more than 3 months are recognised separately under deposits with banks.

(g) Revenue from contracts with customers

To determine whether to recognise revenue, the Company ensures that the following 5 conditions are satisfied:

1. Identifying the contract with a customer.
2. Identifying the performance obligations.
3. Determining the transaction price.
4. Allocating the transaction price to the performance obligations.
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(g) Revenue from contracts with customers (Cont'd)

The Company recognises revenue from the following major sources:

1. *Advertising and subscription services*

   Advertising revenue is recognised, net of discount and sales tax, at a point in time upon telecast of advertisement or commercial i.e spots.

   Subscription revenue is recognised over time based on distribution agreement signed between the licensor and the licensee.

2. *Syndication of broadcasting rights*

   Revenue from syndication of broadcasting rights is recognised at a point in time when control of the services has transferred and the media content has been delivered to the customers in accordance with the agreed terms.

3. *Distribution and carriage of television channels*

   Revenue from distribution and carriage of television channels is derived from two subsidiaries – Asia T.V. Limited and Asia Today Singapore Pte. Ltd. Revenue is recognised at a point in time when control of the services has transferred to the customers in accordance with the agreed terms.

(h) Expenses

All expenses are reported for in the statement of profit or loss and other comprehensive income on an accrual basis.

(i) Related parties

Related parties are individuals and companies where the individual or company has the ability directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties also include management entities providing key management personnel services to the Company.

(j) Foreign currencies

In preparing the financial statements, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities denominated in foreign currencies are retranslated into the entity's functional currency at the rates of exchange prevailing on the reporting date.

Exchange differences arising on the settlement and the retranslation of monetary items are recognised in profit or loss.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(j) Foreign currencies (Cont'd)

Non-monetary assets and liabilities that are measured in a foreign currency are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated using exchange rate at the date of the transaction.

The assets and liabilities of the foreign operation (Dubai branch) are expressed in US Dollar using exchange rates prevailing on the reporting date and the results for the period are translated into US Dollar at average exchange rates for the year. The exchange differences arising from translation of the foreign operation are taken to other comprehensive income and accumulated in translation reserve. Such translation differences are reclassified to profit or loss in the period in which the foreign operation is disposed of.

(k) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting date.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised, based on tax laws and rates that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax assets and liabities reflects the tax consequences that would follow from the manner in which the company expects, at the reporting date, to recover or settle the carrying amount of its assets or liabilities.

Current tax and deferred tax

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Withholding tax

Advertising remittances from India are net of withholding tax. The amount of tax withheld is accounted for as advances and is adjusted with actual tax due when filing the tax return.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(l) Financial instruments

(i) *Recognition and derecognition*

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

(ii) *Classification and initial measurement of financial assets*

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI)

In the current year, the Company does not have any financial assets categorised as FVOCI and FVTPL.

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of profit or loss and other comprehensive income.

(iii) *Subsequent measurement of financial assets*

Financial assets at amortised cost

Financial assets are measured at amortised cost using the effective interest method if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows.
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After the initial recognitiion, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's trade receivables, other receivables, amount due from subsidiary, deposits with bank and cash and cash equivalents fall into this category of financial instruments.

(iv) *Impairment of financial assets*

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaces IAS 39's 'incurred loss model'. For the Company, instruments within the scope of the new requirements included its trade receivables, other receivables, amount due from subsidiary, deposits with bank and cash and cash equivalents.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(l) Financial instruments (Cont'd)

(iv) *Impairment of financial assets (Cont'd)*

Recognition of credit losses is no longer dependent on the Company's first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1"); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2").

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognized for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(v) *Trade receivables*

The Company makes use of a simplified approach in accounting for trade receivables and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating the expected credit losses, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics and have been grouped based on the days past due.

(vi) *Subsequent measurement of financial liabilities*

The Company's financial liabilities consist of trade payables and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest rate method.

(vii) *Offsetting financial instruments*

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(m) Impairment of plant and equipment

At each reporting date, the Company reviews the carrying amounts of its plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cashflows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

(n) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Whereas provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(o) Employee benefits

Employee entitlement to annual leave, long services and other benefits are recognised when they accrue to the employees. Contributions to the National Pension Scheme are expensed to the statement of profit or loss and other comprehensive income in the period in which they fall due.

(p) Retirement benefits obligations

(i) *Under The Workers' Rights Act 2019*

The present value of retirement gratuity as provided under the Workers' Rights Act 2019 is recognised in the statement of financial position as a non-current liability, where considered material.

(ii) *State Plan*

Contribution to the National Pension Scheme are expensed to profit or loss in the period in which they fall due.

(iii) *Under Jebel Ali Free Zone Labour Legislation*

Provision is made for the full amount of the end of service benefits due to employees of the Company's branch in Dubai in accordance Jebel Ali Free Zone Labour Legislation for their periods service up to the reporting date. The provision relating to end of service benefits is disclosed as a non-current liability.

(q) Comparatives

Where necessary, comparative figures have been adjusted to confirm to changes in presentation in the current year.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

The preparation of financial statements in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board, requires the directors and management to exercise judgement in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that may affect the reported amounts and disclosures in the financial statements. Judgements and estimates are continuously evaluated and are based on historical experience and other factors, including expectations and assumptions concerning future events that are believed to be reasonable under the circumstances. The actual results could, by definition therefore, often differ from the related accounting estimates.

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following are significant management judgements in applying the accounting policies of the Company that have the most significant effect on the financial statements:

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transations and exchange differences arising theron are dependent on the functional selected. The directors have considered those factors therein and have determined that the functional currency of the Company as United States Dollar ("USD").

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are provided below. Actual results may be substantially different.

Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting date.

Impairment of investments in subsidiaries

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. The directors have assessed the recoverable amount of the investments and confirmed that the carrying amounts have not suffered any impairment in value at the reporting date.

Useful lives of plant and equipment

Management reviews the useful lives of depreciable assets at each reporting date. At the reporting date, management assesses that the useful lives represent the expected utility of the assets to the Company. The carrying amounts are analysed in Note 5. Actual results, however, may vary due to technical obsolescence.

Amortisation of inventories

Inventories are amortised over the period over which revenue is expected to be generated. In order to perform this assessment of amortisation profile, the directors consider the expected number of viewers a programme is likely to achieve on repeat broadcast, the alternative programming available to the programming scheduler, the potential marketing benefits relating to the scheduling of certain programmes and the Company's assessment of its competitors' scheduling intentions when determining the amount of programme expense to recognise for each broadcast.

Impact of Russia/Ukraine conflict

In February 2022, a military conflict arose between Russia and Ukraine, with the latter being supported by countries in the NATO alliance as well as others around the globe, including imposition of financial and trade sanctions against Russia. Although the length, impact and outcome of the ongoing military conflict in Ukraine is highly unpredictable, this conflict could lead to significant market and other disruptions, including significant volatility in commodity prices, supply of energy resources, instability in financial markets, supply chain interruptions, political and social instability, changes in consumer or purchaser preferences as well as increase in cyberattacks and espionage. The military conflict does not have any impact on the operation of the Company at the reporting date.

5. PLANT AND EQUIPMENT

	Office equipment USD	Computer equipment USD	Furniture and fittings USD	Motor vehicles USD	Other equipment USD	Total USD
COST						
At 01 April 2022	**5,355**	**30,475**	**44,116**	**129,004**	**44,980**	**253,930**
Additions during the year	-	5,375	-	-	-	5,375
At 31 March 2023	**5,355**	**35,850**	**44,116**	**129,004**	**44,980**	**259,305**
Additions during the year	-	1,169	518	-	-	1,687
At 31 March 2024	**5,355**	**37,019**	**44,634**	**129,004**	**44,980**	**260,992**
ACCUMULATED DEPRECIATION						
At 01 April 2022	**4,912**	**27,418**	**44,116**	**128,980**	**36,796**	**242,222**
Charge for the year	5	2,315	-	-	7,452	9,771
At 31 March 2023	**4,917**	**29,732**	**44,116**	**128,980**	**44,248**	**251,993**
Charge for the year	438	3,225	97	24	732	4,518
At 31 March 2024	**5,355**	**32,957**	**44,213**	**129,004**	**44,980**	**256,511**
CARRYING AMOUNT						
At 31 March 2024	**-**	**4,062**	**421**	**-**	**-**	**4,483**
At 31 March 2023	438	6,118	-	24	732	7,313

The directors have assessed the carrying amount of the plant and equipment and consider that they have not suffered any impairment loss at 31 March 2024 and 31 March 2023.

6. INVESTMENTS IN SUBSIDIARIES

	2024 USD	2023 USD
At 01 April	18,132,187	18,132,187
Addition during the year	30,601	-
At 31 March	18,162,788	18,132,187

At 31 March, the directors are of the opinion that the investments in subsidiaries are fairly stated at their carrying amount and that they have not suffered any additional impairment losses.

Details on the subsidiaries are as follows:

Name of Companies	Cost 2024	Cost 2023	Carrying amount 2024	Country of incorporation	Principal activity
Zee Entertainment Middle East FZ-LLC	685,000	685,000	685,000	United Arab Emirates	Television broadcasting
ATL Media FZ-LLC	13,684	13,684	13,684	United Arab Emirates	Media development
Asia TV Limited	26,505,494	30,119,880	16,419,880	United	Television
ZEE UK Max Limited	30,601	-	30,601	United	Television
Asia Today Singapore Pte. Ltd	1,000,000	1,000,000	1,000,000	Singapore	Television
Z5X Global FZ-LLC	13,624	13,624	13,623	United Arab Emirates	Digital

The Company has 100% holdings in the above mentioned companies.

During the year under review and pursuant to Board Meeting dated 31 January 2024, the Company acquired investments in ZEE UK Max Limited for a consideration of GBP 25,000 (equivalent to USD 30,601).

Pursuant to written resolution of directors dated 12 February 2024, it was approved that the nominal value per share, for the investment in Asia TV Limited, be reduced from GBP 1 to GBP 0.88 following a restructuring at the subisdiary level. As a result, the cost of investment was reduced from USD 30,119,880 to USD 26,505,494.

7. INVENTORIES

	2024 USD	2023 USD
Recoverable within one year	4,670,624	6,656,702
Recoverable after more than one year	30,868,708	24,209,989
	35,539,332	30,866,691

The cost of inventories recognised as an expense for the year is USD 18,392,347 (2023: USD 18,076,387).

During the year ended 31 March 2024, Management has reviewed the inventory of the Company and assessed that no impairment is required.

8. TRADE AND OTHER RECEIVABLES

	2024 USD	2023 USD
(a) Trade receivables		
Trade receivables	8,188,517	6,382,971
Loss allowance	(3,253,173)	(3,006,329)
	4,935,344	3,376,642
Amount due from ultimate holding company (Note 20)	7,247,341	1,069,532
Amounts due from holding company	8,480	-
Amounts due from subsidiaries (Note 20)	1,289,765	2,133,838
	13,480,930	6,580,012

The average credit period is 90 days. No interest is charged on outstanding trade receivables. The Company assesses the potential customer's credit quality before accepting any new customer. The receivable balances relate to diverse customers.

Included in the Company's trade receivable are debtors with a carrying amount of USD 3,253,173 (2023: USD 3,006,329) which are past due at reporting date.

In determining the recoverability of a trade receivable, the Company considers any change in the credit quality of the receivables from the date credit was initially granted up to the reporting date.

The Company has recognised a loss allowance of 100% against trade receivables over 180 days past due where historical experience has indicated that these receivables are generally not recoverable.

The Directors have made an assessment on the trade receivable below 180 days past due and estimated the ECL calculated thereon as immaterial.

	Individually assessed	
	2024 USD	2023 USD
Movement in loss allowance		
At 01 April	3,006,329	3,108,485
Provision during the year	246,844	187,783
Write off during the year	-	(289,939)
At 31 March	3,253,173	3,006,329

	2024 USD	2023 USD
(b) Other receivables		
Other	361,651	279,431
Unbilled revenue	16,579	17,821
Receivables from subsidiaries (Note 20)	5,465,329	7,181,051
	5,843,559	7,478,303

8. TRADE AND OTHER RECEIVABLES (CONT'D)

(c) Other assets

	2024 USD	2023 USD
Prepayments	1,654,126	40,412
Advance to suppliers	395,914	9,831,300
	2,050,040	9,871,712

9. CASH AND CASH EQUIVALENTS AND DEPOSIT

(a) Deposits with Bank

	2024 USD	2023 USD
Deposits with Bank under lien	8,640,000	8,640,000

(b) Cash and cash equivalents

	2024 USD	2023 USD
Cash in hand	464	312
Cash at bank	7,306,894	8,326,041
	7,307,358	8,326,353

10. STATED CAPITAL

	2024 USD	2023 USD
Issued and fully paid		
At 01 April and 31 March 100,000 ordinary shares of USD 1 each	100,000	100,000

The shares shall confer to its holder the following rights:

(a) the right to vote at a meeting of the Company on any resolution;
(b) the right to dividends authorised by the Board; and
(c) the right to the distribution of the surplus assets of the Company, on winding up.

11. RETIREMENT GRATUITIES

	2024 USD	2023 USD
Retirement gratuity under the Workers' Rights Act 2019		
At 01 April	60,798	62,368
Charge/(credit) to profit or loss	35,984	(1,570)
At 31 March	96,782	60,798
Retirement gratuity under the Jebel Ali Free Zone Labour Legislation		
At 01 April	121,904	79,400
Charge to profit or loss	53,880	42,504
At 31 March	175,784	121,904
Total retirement gratuities	272,566	182,702

The principal assumptions used for accounting purposes are:-

	2024 %	2023 %
Discount rate	5.16	6.20
Expected rate of salary increase	6.00	6.00

The weighted average duration of the retirement benefit obligations in Mauritius is 18 years (2023: 19 years) and in Dubai is 3.79 years (2023: 3.79 years).

12. TRADE AND OTHER PAYABLES

	2024 USD	2023 USD
(a) Trade payables		
Trade payables	3,005,439	2,955,792
Amount due to ultimate holding company (Note 20)	1,289,537	1,262,212
Amounts due to subsidiaries (Note 20)	2,594,101	1,654,714
Amounts due to related companies (Note 20)	17,891	20,115
	6,906,968	5,892,833

	2024 USD	2023 USD
(b) Other payables and accruals		
Employee benefits payable	124,123	347,102
Deposit received	278,177	278,177
Other payables and accruals	1,720,708	2,637,821
Amount due to immediate holding company (Note 20)	109,953,194	104,950,786
Amount due to related company (Note 20)	30,119,880	30,119,880
	142,196,082	138,333,766

The average credit period on purchases is 45 days. The Company has financial risk management policies to ensure that all payables are paid within the credit timeframe.

13. REVENUE

	2024 USD	2023 USD
Disaggregation of revenue:		
Advertisement services	1,253,436	1,352,465
Subscription services	10,970,560	11,114,892
Syndication of broadcasting rights	10,560,402	11,592,056
Revenue from distribution and carriage of television channels (Note 20)	6,420,854	11,102,887
	29,205,252	35,162,300

14. OTHER INCOME

	2024 USD	2023 USD
Dividend income from subsidiary (Note 20)	3,000,000	23,000,000
Balances written back (Note 14 (i))	-	244,927
Interest income	356,054	188,402
	3,356,054	23,433,329

(i) Several amounts payable were written back during the previous year since these amounts are long outstanding and for which no claims was made as of date.

15. OTHER LOSSES

	2024 USD	2023 USD
Loss on exchange difference	(260,146)	(809,060)

16. EMPLOYEE BENEFIT EXPENSES

	2024 USD	2023 USD
Salaries and allowances	3,520,272	3,546,819
Staff welfare	45,515	21,816
Staff training and recruitment	9,124	-
	3,574,911	3,568,635

17. ADMINISTRATION EXPENSES

	2024 USD	2023 USD
Rent	60,864	60,165
Repairs and maintenance cost	6,961	6,000
Insurance	542	663
Rates, taxes and licenses	4,093	3,764
Communication expenses	13,806	13,160
Travelling and conveyance expenses	176,310	249,586
Legal and professional charges	342,010	338,795
Provision for doubtful debts and advances (Net)	246,844	3,590,863
Bad debts written off	3,156	-
Bank charges	143,095	140,106
Printing and stationery expenses	705	619
Miscellaneous expenses	11,565	14,131
	1,009,951	4,417,852

18. TAXATION

Mauritian income tax

The Company is liable to income tax in Mauritius on its net income, as adjusted for tax purposes, at 15% (2023:15%). It is entitled to a tax credit equivalent to the higher of the actual foreign tax suffered and 80% (2023: 80%) of the tax payable on its foreign source income, thereby giving a maximum effective tax rate of 15% (2023: 15%).

Any dividends paid are exempt from Mauritian income tax in the hands of its shareholder. Capital gains of the Company are exempt from tax in Mauritius. The foregoing is based on current interpretation and practice and is subject to any future charges in Mauritian tax laws.

Indian income tax

Per an order under section 197 of the Income Tax Act 1961, the Assistant Director of Income-Tax (International Taxation) has established that the revenue generated in India is taxable on the basis of its profitability. Since the Company does not carry business in India through a Permanent Establishment in India, no Indian tax provision has been made in the financial statements.

Advertising revenue:

Tax on advertising revenue from India during the year ended 31 March 2024 was Nil (2023: Nil).

(i) Tax charge

	2024 USD	2023 USD
Tax provision for the year	180,865	2,681,412
Excess provision for prior year written back	-	(129,186)
Deferred tax movement	(49,952)	9,115
Tax charge	130,913	2,561,341

18. TAXATION (CONT'D)

(ii) Tax reconciliation

The tax charge for the year can be reconciled to the profit before tax as follows:

	2024 USD	2023 USD
Profit for the year	3,740,100	25,447,629
Taxed at 15%	561,015	3,817,144
Effect of:		
Non allowable expenses	91,258	1,930,328
Non-taxable income	(471,408)	(3,066,060)
Foreign tax credit	-	-
Excess provision for prior year written back	-	(129,186)
Deferred tax movement	(49,952)	9,115
Tax charge	130,913	2,561,341

(iii) Income tax (assets)/liabilities

	2024 USD	2023 USD
Mauritian income tax		
At 01 April	1,845,423	447,802
Provision for the year	180,865	2,681,412
Excess provision for prior year written back	-	(129,186)
Tax paid	(2,207,222)	(1,154,605)
	(180,934)	1,845,423
Indian income tax		
At 01 April	(1,031,967)	(516,247)
Tax on advertising income - TDS claimed	(124,108)	(515,721)
	(1,156,075)	(1,031,967)
At 31 March	(1,337,009)	813,456
Analysed as follows:		
Tax refundable	(1,337,009)	(1,031,967)
Tax payable	-	1,845,423
	(1,337,009)	813,456

19. DEFERRED TAXATION

Deferred tax is calculated at the maximum effective income tax rate of 15% (2023: 15%) in respect of temporary differences.

19. DEFERRED TAXATION (CONT'D)

	2024 USD	2023 USD
At 01 April	484,630	493,745
Movement for the year	49,952	(9,115)
At 31 March	534,582	484,630

Deferred tax assets arise from the following:

2024	At 01 April 2023 USD	Credit to P&L for the year USD	At 31 March 2024 USD
Deferred tax assets			
Loss allowance	450,950	37,027	487,977
Retirement gratuities	27,405	13,480	40,885
Deferred tax liability			
Accelerated capital allowances	6,275	(555)	5,720
	484,630	49,952	534,582

2023	At 01 April 2022 USD	Charge to P&L for the year USD	At 31 March 2023 USD
Deferred tax assets			
Loss allowance	466,273	(15,323)	450,950
Retirement gratuities	21,265	6,140	27,405
Deferred tax liability			
Accelerated capital allowances	6,207	68	6,275
	493,745	(9,115)	484,630

20. RELATED PARTY TRANSACTIONS

Transactions

	2024 USD	2023 USD
(a) Revenue		
Distribution and carriage of television channels to related company		
Asia Today Singapore Pte. Ltd.	5,279,165	5,502,341
Asia TV Limited	1,141,689	5,600,546
	6,420,854	11,102,887
Advertising income		
Zee Entertainment Middle East FZ-LLC	(145,175)	(201,641)
(b) Expenses		
Purchase of programme and film rights		
Zee Entertainment Enterprises Limited	10,994,405	9,897,406
Zee Entertainment Middle East FZ-LLC	(2,854,109)	(2,686,345)
Zee Studios Limited	205,590	233,892
	8,345,886	7,444,953

20. RELATED PARTY TRANSACTIONS (CONT'D)

Transactions (Cont'd)

	2024 USD	2023 USD
(b) Expenses (Cont'd)		
Transmission charges		
Zee Entertainment Enterprises Limited	2,740,519	2,544,902
Zee Entertainment Middle East FZ-LLC	(270,346)	(226,634)
	2,470,173	2,318,268
Commission expenses		
Zee Entertainment Enterprises Limited	163,095	209,097
Zee Entertainment Middle East FZ-LLC	(22,887)	(33,980)
	140,208	175,117
Administrative expenses and key management personnel services		
Management company	7,760	7,560
(c) Other income		
Dividend income		
Zee Entertainment Middle East FZ-LLC	3,000,000	23,000,000
(d) Syndication of Content		
Zee Entertainment Enterprises Limited	6,374,118	6,772,500

Balances

	2024 USD	2023 USD
(a) Receivables from related parties		
Amount due from ultimate holding company		
Zee Entertainment Enterprises Limited	7,247,341	1,069,532
Amounts due from subsidiaries		
Z5X Global FZ-LLC - non current	95,900,195	90,651,029
Zee Entertainment Middle East FZ-LLC	1,289,765	(1,654,714)
Asia TV Limited - trade payables	(2,361,984)	1,278,781
Asia Today Singapore Pte. Ltd - trade payables	(232,117)	855,057
Asia TV USA Limited	3,682,709	3,682,710
Zee TV South Africa (Proprietary) Ltd	1,782,620	3,498,341
	100,061,188	98,311,204

ASIA TODAY LIMITED
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20. RELATED PARTY TRANSACTIONS (CONT'D)

Balances (Cont'd)

	2024 USD	2023 USD
(b) Payables to related parties		
Amounts due to holding companies		
Zee Entertainment Enterprises Ltd - Trade payables	1,289,537	1,262,212
ATL Media Ltd - other payables	109,953,194	104,950,786
	111,242,731	106,212,998
Amounts due to related companies		
Zee Studios Limited - trade payables	17,891	20,115
Zee Multimedia Worldwide (Mauritius) Limited - other payables	30,119,880	30,119,880
	30,137,771	30,139,995

The amounts due to/from the related parties are unsecured, interest-free and repayable/receivable on demand, except for the receivable from a subsidiary amounting to USD 95,900,195 (2023: USD 90,651,029) whereby the Company will not recall this debt within the next 12 months.

Compensation paid to key management personnel

	2024 USD	2023 USD
Short term employee benefits	2,019,456	2,217,860

21. FINANCIAL INSTRUMENTS RISK

In its ordinary operations, the Company is exposed to various risks such as capital risk, foreign currency risk, interest rate risk, credit risk and liquidity risk. The Company has devised on a central basis a set of specific policies for managing these exposures.

Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholder through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from 2023.

The capital structure of the Company consists of equity comprising issued capital, translation reserve and retained earnings as disclosed in the statement of changes in equity.

Material accounting policies

Details of the material accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability and equity instruments are disclosed in Note 3 to the financial statements.

21. FINANCIAL INSTRUMENTS RISK (CONT'D)

Fair values

The carrying amounts of the Company's financial assets and financial liabilities approximate their fair values due to the short-term nature of the balances involved.

Categories of financial instruments

	2024 USD	2023 USD
Financial assets		
At amortised cost:		
Trade and other receivables	115,224,684	104,709,344
Cash and cash equivalents	7,307,358	8,326,353
Deposit with banks	8,640,000	8,640,000
	131,172,042	121,675,697
Financial liabilities		
At amortised cost:		
Trade and other payables	149,103,050	144,226,599
	149,103,050	144,226,599

Foreign currency risk management

The Company is exposed to the risk that the exchange rate of the United States Dollar relative to the currencies listed below may change in a manner which has a material effect on the reported values of the Company's assets and liabilities.

Currency profile

The currency profile of the Company's financial assets and financial liabilities is summarised as follows:

	2024 USD	2023 USD
Financial assets		
United States Dollar	128,537,370	118,239,319
Indian Rupee	906,710	1,088,854
United Arab Emirates Dirham	289,985	234,998
Mauritian Rupee	10,972	20,596
South African Rand	1,427,005	813,150
Great Britain Pound	-	1,278,781
	131,172,042	121,675,697

21. FINANCIAL INSTRUMENTS RISK (CONT'D)

Foreign currency risk management (Cont'd)

Currency profile (Cont'd)

	2024 USD	2023 USD
Financial liabilities		
United States Dollar	146,247,496	143,805,527
Indian Rupee	133,267	-
United Arab Emirates Dirham	329,702	421,072
Great Britain Pound	2,392,585	-
	149,103,050	144,226,599

Foreign currency sensitivity analysis

The Company is exposed to Indian Rupee (INR), African Rand (ZAR), United Arab Emirates Dirham (AED), Mauritian Rupee (MUR) and Great Britain Pound (GBP). However, the Company is marginally exposed to transactions denominated in MUR.

The following table details the Company's sensitivity to a 10% increase and decrease in the USD against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a 10% change in foreign currency rates. A positive number below indicates an increase in profit where USD strengthens 10% against the relevant currencies. There would be an equal and opposite impact on the results.

Material impact of a 10% appreciation of USD:	2024 USD	2023 USD
Profit		
INR	77,344	108,885
AED	(3,972)	(18,067)
ZAR	142,700	81,315
GBP	239,259	127,878

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties, as a means of mitigating the risk of financial loss from defaults. Credit exposure is controlled by counterparty limits that are approved and reviewed by key management on regular basis.

	2024 USD	2023 USD
Financial assets		
At amortised cost:		
Trade and other receivables	115,224,684	104,709,344
Cash and cash equivalents	7,307,358	8,326,353
Deposit with banks	8,640,000	8,640,000
	131,172,042	121,675,697

At 31 March 2024, the Company's credit risk is primarily attributable to trade and other receivables. The amounts presented in the statement of financial position are net of allowances for doubtful debts, estimated by management based on prior experience and represented the Company's maximum exposure to credit risk.

Except for those trade receivables which have already been provided (Note 8), the directors have assessed the recoverability of the remaining receivables which are mainly from related parties and are of the opinion that the related parties have strong capacity to meet their contractual obligations. As a result, no loss allowance has been recognised based on 12-month ECL, since no event of default is anticipated for the amount receivables from related parties.

The bank balances are held with reputable financial institutions and no history of default. As a result, the Company is not exposed to credit risk.

The Company does not have significant concentration of credit risk on trade receivables due from their large number of customers. The Company's credit risk is concentrated on the amounts from the holding company and related companies.

Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The maturity profile of the financial liabilities is summarised as follows:

2024	Repayable on demand USD	1-6 months USD	6 months to 1 year USD	Total USD
Financial liabilities				
Trade payables	3,883,638	3,023,330	-	6,906,968
Other payables	140,073,074	2,123,008	-	142,196,082
	143,956,712	5,146,338	-	149,103,050

2023	Repayable on demand USD	1-6 months USD	6 months to 1 year USD	Total USD
Financial liabilities				
Trade payables	2,916,926	2,975,907	-	5,892,833
Other payables	135,070,666	3,263,100	-	138,333,766
	137,987,592	6,239,007	-	144,226,599

22. ULTIMATE AND HOLDING COMPANY

The directors consider ATL Media Ltd, a company incorporated in the Republic of Mauritius, as the Company's holding company and Zee Entertainment Enterprises Limited, a company incorporated in the Republic of India, as the Company's ultimate holding company.

23. COMMITMENTS

As at 31 March 2024, the Company has extended its willingness to provide financial support, for the next twelve months as from the date of approval of financial statements to the subsidiaries, Z5X Global FZ-LLC and Asia TV Limited.

24. EVENTS AFTER THE REPORTING DATE

There have been no material events after reporting date which would require disclosures or adjustments to the financial statements for the year ended 31 March 2024.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ASIA TODAY SINGAPORE PTE. LTD.
(REGISTRATION NO. 201542704M)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

Our Opinion

In our opinion, the accompanying financial statements of **Asia Today Singapore Pte. Ltd.** ("the Company") are properly drawn up in accordance with the provisions of the Companies Act 1967 ("the Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at 31st March 2024 and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

What we have audited

The financial statements of the Company comprise:

- the statement of financial position as at 31st March 2024;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Our Audit Approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgments; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement included in pages 1 to 2 but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The directors' responsibilities include overseeing the Company's financial reporting process.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

STAMFORD ASSOCIATES LLP SINGAPORE T07LL0683E CA (Singapore)

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STAMFORD ASSOCIATES LLP
Public Accountants and
Chartered Accountants, Singapore.

Place : Singapore
Date : 25th April 2024

STATEMENT OF FINANCIAL POSITION
AS AT 31ST MARCH 2024

	Note	31 Mar 2024 US$	31 Mar 2023 US$
ASSETS			
Current assets			
Cash & cash equivalents	5	1,370,301	1,767,699
Trade & other receivables	6	2,249,182	2,009,712
Bank fixed deposits	7	14,335	14,335
Amount due from related parties	10	232,116	30,490
Total Current assets		3,865,934	3,822,236
Non-Current assets			
Investment in associate	9	-	-
		-	-
Total Assets		3,865,934	3,822,236
LIABILITIES			
Current liabilities			
Amount due to related parties	10	(76,807)	(855,057)
Trade and other payables	11	(1,112,025)	(665,620)
Provision for taxation	17	(62,423)	(68,016)
		(1,251,255)	(1,588,693)
Non-Current Liabilities			
Deferred tax	18	-	-
Total Non-Current Liabilities		-	-
Total Liabilities		(1,251,255)	(1,588,693)
NET ASSETS		**2,614,679**	**2,233,543**
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital	4	1,000,000	1,000,000
Accumulated profits		1,614,679	1,233,543
TOTAL EQUITY		**2,614,679**	**2,233,543**

(The annexed notes form an integral part of and should be read in conjunction with these financial statements.)

STATEMENT OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

	Note	31 Mar 2024 US$	31 Mar 2023 US$
Revenue	12	8,504,489	8,982,489
Cost of revenue	13	(5,460,702)	(5,715,849)
Gross profit		3,043,787	3,266,640
Other income	14	9,653	14,208
		3,053,440	3,280,848
Admin and other operating expenses	15	(2,610,015)	(2,825,666)
Profit before tax		443,425	455,182
Income tax expense	17	(62,289)	(60,000)
Deferred tax	18	-	-
Profit after tax		381,136	395,182
Profit / (Loss) from discontinued operations		-	-
Total Profit		381,136	395,182
Other comprehensive income:			
Items that will be reclassified subsequently to profit or loss		-	-
Items that will not be reclassified subsequently to profit or loss		-	-
		-	-
Total Comprehensive Income		**381,136**	**395,182**

(The annexed notes form an integral part of and should be read in conjunction with these financial statements.)

STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

	→ Attributable to equity holders of the Company ←		
	Share Capital US$	**Accumulated Profits US$**	**Total Equity US$**
Balance as at 31st March 2022	1,000,000	838,361	1,838,361
Total comprehensive income for the year	-	395,182	395,182
Balance as at 31st March 2023	1,000,000	1,233,543	2,233,543
Total comprehensive income for the year	-	381,136	381,136
Balance as at 31st March 2024	**1,000,000**	**1,614,679**	**2,614,679**

(The annexed notes form an integral part of and should be read in conjunction with these financial statements.)

STATEMENT OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

	Note	31 Mar 2024 US$	31 Mar 2023 US$
Cash flows from operating activities			
Profit before tax		443,425	455,182
Adjustments for non-cash & non-operating items:			
Loss on disposal of investment	9	-	18,593
Reversal of provision of doubtful accounts	14	(9,653)	(12,000)
		433,772	461,775
Change in working capital:			
Trade and other receivables	6	(229,817)	(82,715)
Amount due from related parties	10	(201,626)	52,664
Amount due to related parties	10	(778,250)	(1,141,804)
Trade and other payables	11	446,405	(171,583)
		(763,288)	(1,343,438)
Cash from operations		(329,516)	(881,663)
Income tax paid	17	(67,882)	(61,587)
Net cash flows from operating activities		(397,398)	(943,250)
Cash flows from investing activities			
Cash proceeds from sale of investment	9	-	11,457
Net cash flows from investing activities		-	11,457
		(397,398)	(931,793)
Cash flows from financing activities			
Net cash flows from financing activities		-	-
Net increase in cash and cash equivalents		(397,398)	(931,793)
Cash and cash equivalents at beginning of the financial year		1,767,699	2,699,492
Cash and cash equivalents at the end of financial year	5	**1,370,301**	**1,767,699**

(The annexed notes form an integral part of and should be read in conjunction with these financial statements.)

1. General information

Asia Today Singapore Pte. Ltd. (the "Company") is a company incorporated and domiciled in Singapore. The registered office is situated at 10 Collyer Quay, #10-01 Ocean Financial Centre, Singapore 049315 and the principal place of doing business is situated at Unit 03-03, 390 Havelock Road, King's Centre, Singapore 169662 with effect from 15th April 2024.

The principal activities of the Company are relating to carrying on the business of television programming and broadcasting (including cable, satellite, terrestrial television, internet and mobile) and sale of advertising airtime. There have been no significant changes in the nature of these activities during the financial year.

The immediate holding company of the Company is Asia Today Limited, a company incorporated in Mauritius and the ultimate holding company of the Company is Zee Entertainment Enterprises Ltd., a company incorporated in India.

2. Significant Accounting Policies

2.1 Basis of preparation

These financial statements are prepared in accordance with Singapore Financial Reporting Standards ("FRS") under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Company's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

Interpretations and amendments to published standards effective in 2023-24

On 1st April 2023, the Company adopted the new or amended FRS and Interpretations of FRS ("INT FRS") that are mandatory for application for the financial year. Changes to the Company's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The following are the new or amended Standards and Interpretations that are effective for annual periods beginning on or after 1 January 2023;

Amendments to:

- FRS 17 Insurance contracts
- FRS 1 and FRS Practice Statement 2: Disclosure of Accounting Policies
- FRS 8: Definition of Accounting Estimates
- FRS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- FRS 12: International Tax Reform—Pillar Two Model Rules

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

2.2 Leases

(i) When the Company is the lessee:

At the inception of the contract, the Company assesses if the contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Reassessment is only required when the terms and conditions of the contract are changed.

• *Right-of-use assets*

The Company recognised a right-of-use asset and lease liability at the date which the underlying asset is available for use. Right-of-use assets are measured at cost which comprises the initial measurement of lease liabilities adjusted for any lease payments made at or before the commencement date and lease incentive received. Any initial direct costs that would not have been incurred if the lease had not been obtained are added to the carrying amount of the right-of-use assets. These right-of-use assets is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. Right-of-use assets (except for those which meets the definition of an investment property) are presented within 'Property, plant and equipment' or as a separate line item on the statement of financial position. Right-of-use asset which meets the definition of an investment property is presented within 'Investment properties' and accounted for accordingly.

• *Lease liability*

The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Company shall use its incremental borrowing rate.

2. Significant Accounting Policies (Continued)

2.2 Leases (continued)

(i) When the Company is the lessee (continued):

• *Lease liability (continued)*

Lease payments include the following:

- Fixed payment (including in-substance fixed payments), less any lease incentives receivables;
- Variable lease payment that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amount expected to be payable under residual value guarantees
- The exercise price of a purchase option if is reasonably certain to exercise the option; and
- Payment of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

For contract that contain both lease and non-lease components, the Company allocates the consideration to each lease component on the basis of the relative stand-alone price of the lease and non-lease component. The Company has elected to not separate lease and non- lease component for property leases and account these as one single lease component.

Lease liability is measured at amortised cost using the effective interest method. Lease liability shall be remeasured when:

- There is a change in future lease payments arising from changes in an index or rate;
- There is a change in the Company's assessment of whether it will exercise an extension option; or
- There is modification in the scope or the consideration of the lease that was not part of the original term.

Lease liability is remeasured with a corresponding adjustment to the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

• *Short term and low value leases*

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

• *Variable lease payments*

Variable lease payments that are not based on an index or a rate are not included as part of the measurement and initial recognition of the lease liability. The Company shall recognise those lease payments in profit or loss in the periods that triggered those lease payments.

2.3 Revenue recognition

Revenue comprise the fair value of the consideration received or receivable for rendering of services in the ordinary course of the Company's activities. Revenue is presented, net of goods and services tax, rebates and discounts. Revenue is recognised on a pro-rata basis when the services are rendered and upon satisfaction of performance obligation to the customer in line with FRS 115 – Revenue from contracts with customers.

2.4 Government grants

Grants from the government are recognized as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Company will comply with all the attached conditions. Government grants receivable are recognized as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately as other income. Government grants relating to assets are deducted against the carrying amount of the assets.

2.5 Financial assets

(a) Classification and measurement

The Company classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income (FVOCI); and
- Fair value through profit or loss (FVPL).

2. Significant Accounting Policies (Continued)

2.5 Financial assets (continued)

(a) Classification and measurement (continued)

The classification depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

At initial recognition

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

At subsequent measurement

(i) Debt instruments

Debt instruments mainly comprise of cash and cash equivalents, trade and other receivables, listed and unlisted debt securities. There are three subsequent measurement categories, depending on the Company's business model for managing the asset and the cash flow characteristics of the asset:

Amortised cost:

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

FVOCI:

Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income (OCI) and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented in "other gains and losses". Interest income from these financial assets is recognised using the effective interest rate method and presented in "interest income".

FVPL:

Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other gains and losses".

(ii) Equity investments

The Company subsequently measures all its equity investments at their fair values. Equity investments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in "other gains and losses", except for those equity securities which are not held for trading. The Company has elected to recognise changes in fair value of equity securities not held for trading in other comprehensive income as these are strategic investments and the Company considers this to be more relevant. Movements in fair values of investments classified as FVOCI are presented as "fair value gains / losses" in Other Comprehensive Income. Dividends from equity investments are recognised in profit or loss as "dividend income".

(b) Impairment

The Company assesses on a forward-looking basis the expected credit loss associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, lease receivables and contract assets, the Company applies the simplified approach permitted by the FRS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2. Significant Accounting Policies (Continued)

2.5 Financial assets (continued)

(c) Recognition & Derecognition

Regular way purchases and sales of financial assets are recognized on trade date – the date on which the Company commits to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. On disposal of a financial asset, the difference between the carrying amount and the sale proceeds is recognized in profit or loss. Any amount previously recognized in other comprehensive income relating to that asset is reclassified to profit or loss. On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in other comprehensive income relating to that asset.

Trade receivables that are factored out to banks and other financial institutions with recourse to the Company are not derecognised until the recourse period has expired and the risks and rewards of the receivables have been fully transferred. The corresponding cash received from the financial institutions is recorded as borrowings.

(d) Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

2.6 Financial guarantees

Financial guarantee contracts are initially measured at fair value plus transaction costs and subsequently measured at the higher of:

(a) premium received on initial recognition less the cumulative amount of income recognised in accordance with the principles of FRS 115; and

(b) the amount of expected loss computed using the impairment methodology under FRS 109.

2.7 Financial liabilities

Financial liabilities include trade payables, other amounts payable and interest-bearing loans. Financial liabilities are recognized on the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are initially recognized at fair value of consideration received less directly attributable transaction costs and subsequently measured at amortized cost using the effective interest rate method.

Financial liabilities represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are represented as non-current liabilities. Gains and losses are recognized in the income and expenditures statement when the liabilities are derecognized as well as through the amortization process. The liabilities are derecognized when the obligation under the liability is discharges or cancelled or expired.

2.8 Borrowings

Borrowings are presented as current liabilities unless the Company has an unconditional right to defer settlement for at least 12 months after the statement of financial position date, in which case they are presented as non-current liabilities. Borrowings are initially recognized at fair value (net of transaction costs) and subsequently carried at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognized in profit or loss over the period of the borrowings using the effective interest method.

2.9 Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, which is probable of resulting in a future outflow of economic benefits that can be measured reliably.

2.10 Related Parties

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

2. Significant Accounting Policies (Continued)

2.11 Impairment of non- financial assets

Property, plant and equipment, right-of-use assets and investments in subsidiaries, associates and joint ventures are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs. If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss, unless the asset is carried at revalued amount, in which case, such impairment loss is treated as a revaluation decrease. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense, a reversal of that impairment is also recognized in profit or loss.

2.12 Income taxes

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction. A deferred income tax liability is recognised on temporary differences arising on investments in subsidiaries, associated companies and joint ventures, except where the Company is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(a) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the Statement of Financial Position date; and

(b) based on the tax consequence that will follow from the manner in which the Company expects, at the balance sheet date, to recover or settle the carrying amounts of its assets and liabilities except for investment properties. Investment property measured at fair value is presumed to be recovered entirely through sale.

Current and deferred income taxes are recognised as income or expense in profit or loss, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against goodwill on acquisition. The Company accounts for investment tax credits (for example, productivity and innovative credit) similar to accounting for other tax credits where deferred tax asset is recognised for unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax credit can be utilised.

2.13 Employee Compensation

Employee benefits are recognized as an expense unless the cost qualifies to be capitalized as an asset.

(a) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Company pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Company has no further payment obligations once the contributions have been paid.

2. Significant Accounting Policies (Continued)

2.13 Employee Compensation (continued)

(b) Termination benefits

Termination benefits are those benefits which are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits when it is demonstrably committed at the earlier of the following dates: (a) when the Company is terminating the employment of current employees according to a detailed formal plan without possibility of withdrawing the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of FRS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

2.14 Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Company are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in US Dollars, which is the functional currency of the Company.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency translation differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the statement of financial position date are recognized in profit or loss.

2.15 Associated Companies

Associated companies are entities over which the Company has significant influence, but not control, generally accompanied by a shareholding giving rise to voting rights of 20% and above but not exceeding 50%. Investments in associated companies are accounted for in the financial statements using the *equity method of accounting less impairment losses, if any.

(i) Acquisitions

Investments in associated companies are initially recognized at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

(ii) Equity method of accounting/ Exemption for applying the equity method*

In applying the equity method of accounting, the Company's share of its associated company's post-acquisition profits or losses are recognized in profit or loss and its share of post-acquisition other comprehensive income is recognized in other comprehensive income. These post-acquisition movements and distributions received from the associated companies are adjusted against the carrying amount of the investments.

When the Company's share of losses in an associated company equals to or exceeds its interest in the associated company, including any other unsecured non-current receivables, the Company does not recognize further losses, unless it has obligations to make or has made payments on behalf of the associated company. If the associated company subsequently reports profits, the Company resumes recognizing its share of those profits only after its share of the profits equals the share of losses not recognized.

Unrealized gains on transactions between the Company and its associated company are eliminated to the extent of the Company's interest in the associated companies. Unrealized losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The accounting policies of the associated companies have been changed where necessary to ensure consistency with the accounting policies adopted by the Company.

**Exemption for applying the equity method*

The company did not apply the equity method to its investment in an associate as it is parent that is exempt from preparing consolidated financial statement by the scope exception in paragraph 4 (a) of FRS 110.

2. Significant Accounting Policies (Continued)

2.15 Associated Companies (continued)

(iii) Disposals

Investments in associated companies are derecognized when the Group loses significant influence. If the retained equity interest in the former associated company is a financial asset, the retained equity interest is measured at fair value. The difference between the carrying amount of the retained interest at the date when significant influence is lost, and its fair value and any proceeds on partial disposal, is recognized in profit or loss.

2.16 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value. Bank overdrafts are presented as current borrowings on the statement of financial position. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.17 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities. Trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method.

2.18 Share capital & dividends

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new equity instruments are taken to equity as a deduction, net of tax, from the proceeds. Dividends to the Company's shareholders are recognized when the dividends are approved for payment.

3. Critical accounting estimates, assumptions and judgments

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

3.1 Critical accounting estimates and assumptions & Key Sources of estimation uncertainty

(a) Uncertain tax positions

The Company is subject to income taxes in Singapore jurisdiction. In determining the income tax liabilities, management has estimated the amount of capital allowances and the deductibility of certain expenses ("uncertain tax positions") at its tax jurisdiction. The Company has significant open tax assessments with a tax authority at the statement of financial position date. As management believes that the tax positions are sustainable, the Company has not recognized any additional tax liability on these uncertain tax positions.

(b) Provision for expected credit loss (ECL's) of trade receivables

Based on the Company's historical credit loss experience, trade receivables exhibited significantly different loss patterns for each revenue segment. Within each revenue segment, the Company has common customers across the different geographical regions and applies credit evaluations by customer. Accordingly, management has determined the expected loss rates by grouping the receivables across geographical regions in each revenue segment. Notwithstanding the above, the Company evaluates the expected credit loss on customers in financial difficulties separately.

(c) Critical judgement over the lease terms

Extension option is included in the lease term if the lease is reasonably certain to be extended. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise the extension option.

The Company considers other factors including its historical lease periods for similar assets, costs required to obtain replacement assets, and business disruptions. The assessment of reasonable certainty to exercise extension options is only revised if a significant change in circumstances occurs which affects this assessment, and that is within the control of the lessee.

4. Share capital

	Issued share capital	
As at 31st March 2024	No. of ordinary shares	Amount US$
Beginning of the financial year	1,000,000	1,000,000
Shares issued	-	-
End of the financial year	**1,000,000**	**1,000,000**
As at 31st March 2023		
Beginning of the financial year	1,000,000	1,000,000
Shares issued	-	-
End of the financial year	**1,000,000**	**1,000,000**

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. Fully paid ordinary shares carry one vote per share and a right to receive dividends as and when declared by the Company. The Company is not exposed to any externally imposed capital requirements and there are no restrictions to issue shares.

5. Cash and cash equivalents

	31 Mar 2024 US$	31 Mar 2023 US$
Cash at bank	1,370,301	1,767,699
Cash in hand	-	-
Cash & cash equivalents as per statement of cash flows	**1,370,301**	**1,767,699**

The cash & cash equivalents approximate its fair value as on the statement of financial position date and are denominated in the following currencies: -

	31 Mar 2024 US$	31 Mar 2023 US$
United States Dollars	1,253,663	1,569,852
Singapore Dollars	116,638	197,847
	1,370,301	**1,767,699**

6. Trade and other receivables

	31 Mar 2024 US$	31 Mar 2023 US$
Trade debtors [third parties]	2,186,808	2,113,698
Less; Provision for expected credit loss	(314,409)	(368,000)
	1,872,399	1,745,698
Other receivables		
T.D.S receivables	217,264	209,248
Advances & accruals	118,340	39,998
Deposits	41,179	14,768
	376,783	264,014
Total trade & other receivables	**2,249,182**	**2,009,712**

The credit period of trade receivables is 30 - 180 days. Trade & other receivables approximate its fair value as on the statement of financial position date and are denominated in the following currencies:

	31 Mar 2024 US$	31 Mar 2023 US$
United Stated dollars	2,208,003	1,954,946
Singapore dollars	41,179	54,766
	2,249,182	**2,009,712**

7. Bank fixed deposit

	31 Mar 2024 US$	31 Mar 2023 US$
Fixed deposit (DBS)	**14,335**	**14,335**

The fixed deposit bears a fixed interest rate of 0.35%. The bank has the right to set-off the fixed deposit against the application of corporate credit card under the Company's name. The fixed deposit approximates its fair value as at the statement of financial position date and is denominated in Singapore Dollars.

8. Contract liability / Contract asset

The Company recognizes the contract liability & contract asset on unfulfilled performance obligation based on the terms and conditions of the contracts entered in to with customers & service providers on case-to-case basis. However, there are no unfulfilled obligation in line with FRS 115 exists as at the date of statement of financial position.

9. Investment in Associate

	31 Mar 2024	31 Mar 2023
	US$	US$
Equity investment – At cost	-	**30,050**
Balance at the beginning	-	30,050
Cash consideration received upon disposal during the period	-	(11,457)
Loss on disposal of investment	-	(18,593)
Balance as at 31st March	-	-

The details of investment in associate held by the Company is as follows: -

Name of the associate	Country of Incorporation	Principal Activity	Equity Holding Mar 2024	Equity Holding Mar 2023
Asia Today Thailand	Thailand	Investment holding company	-	-

Pursuant to Para 17 of FRS 28, the Company has claimed exemption to apply the equity method to its investment in associate as the company is in compliance with all the four conditions as stipulated in FRS 28 (17) 'a to d' and also the ultimate holding company produces its consolidated financial statements available for public use.

Investment in associate approximates at its fair value as at the date of statement of financial position and is denominated in United States Dollars.

10. Amount due from / (to) related parties

	31 Mar 2024	31 Mar 2023
Due from related parties	US$	US$
Holding Company (Trade)	232,116	-
Related parties (non- trade)	-	30,490
	232,116	**30,490**
Due (to) related parties		
Related parties (non- trade)	(76,807)	-
Holding Company (Trade)	-	(855,057)
	(76,807)	**(855,057)**

The non-trade amount due from related party is unsecured, interest-free and with no fixed terms of repayment. The trade amount due to holding company is under normal trade credit terms. The non-trade amount due to related parties is unsecured, interest-free and with no fixed terms of repayment. The amount due from / (to) related parties approximates its fair value as on the statement of financial position date and are denominated in US dollars.

11. Trade and other payables

	31 Mar 2024	31 Mar 2023
	US$	US$
Trade creditors [third parties]	-	-
Other payables		
- Accruals for operating expenses	949,731	520,092
- Provision for leave encashments	65,496	52,962
- Advances received from customers	57,288	75,085
- GST payable	20,196	12,492
- Other creditors	19,314	4,989
	1,112,025	**665,620**

The credit period of trade payables is 30-180 days. Trade and other payables approximate its fair value as on the statement of financial position date and are denominated in the following currencies:

	31 Mar 2024	31 Mar 2023
	US$	US$
Singapore Dollars	1,035,423	585,546
United States Dollars	76,602	80,074
	1,112,025	**665,620**

12. Revenue

	31 Mar 2024	31 Mar 2023
Recognised at a point in time	US$	US$
Advertisement income	668,381	914,258
Less: Trade discount (Agency Commission)	(15,660)	(17,594)
Net Advertisement income	652,721	896,664
Subscription	7,087,643	6,841,837
Others	764,125	1,243,988
	8,504,489	**8,982,489**

12. Revenue (cont'd)

Revenue from the services is recognised upon successful satisfaction of performance obligation as per FRS 115 – Revenue from contracts with customers.

13. Cost of revenue

	31 Mar 2024	31 Mar 2023
	US$	US$
Service-related costs	**5,460,702**	**5,715,849**

14. Other income

	31 Mar 2024	31 Mar 2023
	US$	US$
Reversal of provision for doubtful accounts	9,653	-
Credit balances written back	-	14,208
	9,653	**14,208**

15. Admin and other operating expenses

	31 Mar 2024	31 Mar 2023
	US$	US$
Employee compensation [note 16]	1,506,603	1,626,751
Selling and marketing cost [note 15A]	583,487	571,315
Foreign income tax	210,000	188,000
Rent [short term]	98,381	90,922
Travelling & conveyance expenses	72,942	127,946
Auditor's remuneration	17,924	24,821
Legal and professional charges	16,251	41,174
Foreign exchange loss (net)	13,201	28,622
Management & administrative charges	-	22,288
Loss on sale of investment in associate [note 9]	-	18,593
Others	91,226	85,234
	2,610,015	**2,825,666**

15A. Selling and marketing cost

	31 Mar 2024	31 Mar 2023
	US$	US$
Gross expenditure	2,462,978	2,192,249
Less: Reimbursements	(1,879,491)	(1,620,934)
Sales and marketing cost [net]	**583,487**	**571,315**

16. Employee compensation

	31 Mar 2024	31 Mar 2023
	US$	US$
Salaries, wages, bonus and allowances - local	1,063,140	1,186,761
Salaries, wages, bonus and allowances - overseas	318,661	210,085
Incentives	43,192	107,283
Employer's contribution to defined contribution plans	29,599	46,662
Other benefits	52,011	75,960
	1,506,603	**1,626,751**

Directors' remuneration (key management personnel compensation) *recognized* within staff costs are as follows:

	31 Mar 2024	31 Mar 2023
	US$	US$
Salaries, bonus and allowances	362,860	465,792
Incentives	16,103	31,956
Employer's contribution to defined contribution plans	-	6,680
	378,963	**504,428**

17. Income tax

	31 Mar 2024	31 Mar 2023
	US$	US$
Balance at the beginning	68,016	69,603
Tax expense	62,289	60,000
Income tax refund / (paid) - net	(67,882)	(61,587)
Ending balance	**62,423**	**68,016**

The reconciliation of the tax expense and the product of accounting profit multiplied by the applicable rate are as follows:

	31 Mar 2024	31 Mar 2023
	US$	US$
Profit before income tax	443,425	455,182
Tax calculated at tax rate of 17%	75,382	77,381
Effects of:		
- income not subject to tax	-	-
- expenses not deductible for tax purposes	-	3,162
- tax exemptions and rebates	(13,093)	(20,543)
Tax expense	**62,289**	**60,000**

18. Deferred taxation

There is neither any movement nor any balance in this account as at the date of statement of financial position.

19. Significant related party transactions

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Company and related parties at terms agreed between the parties:

	31 Mar 2024	31 Mar 2023
	US$	US$
- Cost of revenue (program purchase)	5,279,165	5,502,341
- Amount due from Holding Company	232,116	-
- Amount due to Related Parties	76,807	-
- Amount due from Related Party	-	30,490
- Amount due to Holding Company	-	855,057
- Key management personnel compensation	378,963	504,428

20. Contingencies & commitments

Contingent liabilities, of which the probability of settlement is not remote at the statement of financial position date, are as none. Capital expenditures contracted for at the statement of financial position date but not recognized in the financial statements, are none.

21. Financial risk management

Financial risk factors

The Company's activities expose it to market risk (including currency risk, interest rate risk, etc.), credit risk and liquidity risk. The Company's overall risk management strategy seeks to minimize any adverse effects from the unpredictability of financial markets on the Company's financial performance. The management continuously monitors the Company's risk management process to ensure that an appropriate balance between risk and control is achieved.

21.1 Market risk

(a) Currency risk

The Company has limited exposure to foreign currency risk as part of its normal business. The functional currency of the Company is in United States Dollars (USD). As such the Company's Revenue and purchase transacted in identical currencies are hedged naturally. The Company's currency exposure based on the information provided to key management is as follows:

As at 31st March 2024	SGD	Others	Total
Financial assets	US$	US$	US$
Cash & cash equivalents	116,638	-	116,638
Trade & other receivables	41,179	-	41,179
Bank fixed deposits	14,335	-	14,335
	172,152	-	172,152
Financial liabilities			
Trade & other payables	1,035,423	-	1,035,423
	1,035,423	-	1,035,423

21. Financial risk management (Cont'd)

21.1 Market risk (cont'd)

a) Currency risk (cont'd)

Foreign currency sensitivity

If the relevant foreign currency change against USD by 10%, with all other variables including tax rate being held constant, the effects arising from the financial asset/liability position will be as follows: -

If the foreign currency *strengthens* by 10% against the functional currency of the Company, statement of comprehensive income and other equity will increase/ (decrease) by:

	Financial Assets		Financial Liabilities	
	31 Mar 2024	31 Mar 2023	31 Mar 2024	31 Mar 2023
(Net of tax @ 17%):	US$	US$	US$	US$
Profit/ (loss)	14,289	22,157	(85,940)	(48,600)
Other equity	-	-	-	-
	14,289	22,157	(85,940)	(48,600)

If the foreign currency *weakens* by 10% against the functional currency of the Company, statement of comprehensive income and other equity will have equal but opposite effect.

(b) Interest rate risk

The interest rate risk exposure is mainly on financial liabilities and financial assets. These financial instruments are both at fixed rate and floating rates. The following table analyses the breakdown of the financial assets and liabilities by the type of interest rate:

	31 Mar 2024	31 Mar 2023
Financial assets:	US$	US$
Fixed rate *(refer note 7)*	14,335	14,335
Floating rate	-	-
	14,335	14,335
Financial liabilities:	-	-

Interest rate sensitivity

The sensitivity is estimated that an increase / decrease of 100 basis point in interest rate at the reporting date would lead to an increase/reduction in the profit before tax. The interest rate risk and its sensitivity are not applicable to the Company as there are no floating interest-bearing financial assets and liabilities exists as at the date of statement of financial position.

21.2 Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The major classes of financial assets of the Company are trade receivables. For trade receivables, the Company adopts the policy of dealing only with customers of appropriate credit standing and history, and obtaining sufficient collateral or buying credit insurance where appropriate to mitigate credit risk. For other financial assets, the Company adopts the policy of dealing only with high credit quality counterparties. Credit exposure to an individual customer is restricted by credit limit approved by the credit controller. Customers' payment profile and credit exposure are continuously monitored by the credit controller and reported to the management and Board of Directors. As the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

The Company uses a provision matrix to measure the 12-month expected credit losses and/or lifetime expected credit loss allowance for trade receivables and contract assets. In measuring the expected credit losses, trade receivables and contract assets are grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Company considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking macro-economic factors affecting the ability of the customers to settle the receivables.

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where receivables are written off, the company continues to engage in enforcement activity to attempt to recover the receivables due.

21. Financial risk management (Cont'd)

21.2 Credit risk (cont'd)

Where recoveries are made, these are recognised in profit or loss. Trade receivables that are neither past due nor impaired are substantially companies with a good collection track record with the Company.

The Company's credit risk exposure in relation to trade receivables under FRS 109 as at *31 March 2024* are set out in the provision matrix as follows:

Description		0 - 60 days	61 - 120 days	121 - 180 days	181 days & above	TOTAL
		US$	US$	US$	US$	US$
Ageing for previous period	(A)	1,195,485	407,710	142,184	368,319	2,113,698
Bad debts / provision	(B)	-	-	-	(368,000)	(368,000)
Credit loss %	(C)=(B/A)	-	-	-	99%	17%
Ageing for current period	(D)	1,110,452	542,188	219,759	314,409	2,186,808
Credit loss expected in current period {(D x C) or actual provision, whichever is higher}		-	-	-	314,409	314,409
Credit loss %		-	-	-	100%	14.38%

The credit risk for trade receivables based on the information provided to key management is as follows: -

	31 Mar 2024	31 Mar 2023
By types of customers:	US$	US$
Non-related parties	1,872,399	1,745,698
Related parties	-	-
	1,872,399	1,745,698

	31 Mar 2024	31 Mar 2023
By geographical areas:	US$	US$
Bangladesh	694,112	187,200
Singapore	300,352	297,870
Malaysia	250,614	223,928
Sri Lanka	199,538	298,916
Maldives	143,000	93,000
Australia	96,603	300,273
Indonesia	93,607	171,388
Myanmar	45,000	59,725
Vietnam	15,437	-
Hong Kong	5,683	-
Others	28,453	113,398
	1,872,399	1,745,698

21.3 Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities, and the ability to close out market positions at a short notice. At the statement of financial position date, assets held by the Company for managing liquidity risk included cash and short-term deposits (Note 5 & 7).

The table below analyses non-derivative financial liabilities of the Company into relevant maturity group is based on the remaining period from the statement of financial position date to the contractual maturity date (contractual and undiscounted cash flows):-

31st MARCH 2024 Financial Liabilities	Maturity < 1 year	Maturity 2 - 5 years	Total	Applicable Interest Rate
	US$	US$	US$	
Trade and other payables	1,112,025	-	1,112,025	N/a
Amount due to related parties	76,807	-	76,807	N/a
Total	1,188,832	-	1,188,832	

Management monitors rolling forecasts of the liquidity reserve (comprises undrawn borrowing facility and cash and cash equivalents) of the Company on the basis of expected cash flow. This is generally carried out at local level in the operating companies of the Company in accordance with the practice and limits set by the Company. These limits vary by location to take into account the liquidity of the market in which the entity operates.

21. Financial risk management (Continued)

21.3 Liquidity risk (cont'd)

In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring liquidity ratios and maintaining debt financing plans.

21.4 Capital risk

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value. In order to maintain or achieve an optimal capital structure, the Company may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on a gearing ratio. The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables less cash and cash equivalents. Total capital is calculated as total equity plus net debt.

	31 Mar 2024	31 Mar 2023
	US$	US$
Net debt	(181,469)	(261,357)
Total equity	2,614,679	2,233,543
Total capital	2,433,210	1,972,186
Gearing ratio (%)	-	-

The Borrowers leverage ratio is calculated as total liability of the Company divided by tangible net worth of the Company.

	31 Mar 2024	31 Mar 2023
	US$	US$
Total liability	1,251,255	1,588,693
Tangible net worth	2,614,679	2,233,543
Leverage ratio (times)	0.48 times	0.71 times

21.5 Fair value measurements

The following represents assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

(a) Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
(b) Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and
(c) Inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3)

The fair value measurement is not applicable to the Company as there are no financial assets or liabilities of the types of level 1, 2 or 3 above exists as at the date of statement of financial position.

22. Subsequent events

The management has entered into a new lease agreement with CDL Kingtse Pte. Ltd., located at Unit #03-03, 390 Havelock Road, King's Centre, Singapore 169662. Although the possession date is on March 15, 2024, the right-of-use asset and lease liability will only be recognized in the financial year 2025, as the lease term of three years will commence from April 15, 2024, to April 14, 2027, with a monthly rent of SGD9,340/- and a monthly service charge of SGD2,502/-.

23. New or revised accounting standards and interpretations

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Company's accounting periods beginning on or after 1 April 2024 and which the Company has not early adopted.

Amendments to:
- FRS 1: Classification of Liabilities as Current or Non-current
- FRS 1: Non-current Liabilities with Covenants
- FRS 7 and FRS 107: Supplier Finance Arrangements
- FRS 116: Lease Liability in a Sale and Leaseback

24. Authorisation of financial statements

These financial statements of the Company as at 31st March 2024 and for the financial year then ended were authorized and approved for issuance in accordance with a resolution of the Board of Directors of **Asia Today Singapore Pte. Ltd**. 25th April 2024.

ASIA T.V. GmbH i.L., München

Anlage 1

Bilanz zum Zwischenabschluss 31. März 2024

Aktiva

	31.03.2024 EUR	31.03.2024 EUR	31.3.2023 TEUR
Umlaufvermögen			
I. Forderungen und sonstige Vermögensgegenstände			
1. Forderungen gegenüber verbundenen Unternehmen	100.457,58		96
2. Sonstige Vermögensgegenstände	172.961,51		192
		273.419,09	288
II. Kassenbestand und Guthaben bei Kreditinstituten		2.323,44	2
		275.742,53	290

Passiva

	31.03.2024 EUR	31.03.2024 EUR	31.3.2023 TEUR
A. Eigenkapital			
I. Gezeichnetes Kapital	25.000,00		25
- nicht eingeforderte ausstehende Einlagen	-12.500,00		-12
		12.500,00	13
II. Gewinnvortrag		220.084,53	220
III. Jahresüberschuss (Vj: Jahresfehlbetrag)		0,00	0
B. Rückstellungen			
Steuerrückstellungen		0,00	0
C. Verbindlichkeiten			
1. Verbindlichkeiten aus Lieferungen und Leistungen	5.950,00		7
2. Sonstige Verbindlichkeiten	37.208,00		50
- davon aus Steuern EUR 37.208,00 (Vj. TEUR 37,9)			
		43.158,00	57
		275.742,53	290

ASIA T.V. GmbH i.L., München

Anlage 2

Gewinn- und Verlustrechnung zum Zwischenabschluss vom 1. April 2023 bis 31. März 2024

		1.4.2023-31.03.2024	1.4.2022 - 31.03.2023
		EUR	TEUR
1.	Umsatzerlöse	0,00	0
2.	sonstige betriebliche Erträge	19.990,37	11
3.	sonstige betriebliche Aufwendungen	-7.732,21	-11
4.	Steuern vom Einkommen und vom Ertrag	-12.258,16	0
5.	**Ergebnis nach Steuern = Jahresüberschuss**	0,00	0

Anlage 3

ASIA T.V. GmbH i.L., München

Anhang für den Zwischenabschluss vom 1. April 2023 bis 31. März 2024

A. Allgemein

Die Gesellschaft firmiert unter ASIA T.V. GmbH i.L. mit Sitz in München und ist im Handelsregister des Amtsgerichts München in der Abteilung B Nr. 225027 eingetragen.

Der aktuelle Zwischenabschluss umfasst den Zeitraum 1. April 2023 bis 31. März 2024. Die Gesellschaft befindet sich seit dem 01. Februar 2021 in Liquidation.

Die Gesellschaft ist eine Kleinstkapitalgesellschaft gemäß den Größenklassen des § 267a Abs. 1 HGB.

B. Bilanzierungs- und Bewertungsmethoden

Die Bilanzierung und Bewertung erfolgen unverändert zum Vorjahr nach den Regelungen des HGB und des GmbHG in der für das Geschäftsjahr geltenden Fassung.

Die Bewertung erfolgt mit den fortgeführten Anschaffungskosten.

Umlaufvermögen

Forderungen und sonstige Vermögensgegenstände sind zu Anschaffungskosten abzüglich einer angemessenen Wertberichtigung für das einzelne und pauschale Ausfallrisiko angesetzt.

Kassenbestand und Guthaben bei Kreditinstituten sind mit dem Nennwert angesetzt.

Eigenkapital, Rückstellungen und Verbindlichkeiten

Das gezeichnete Kapital ist mit dem Nennwert angesetzt.

Verbindlichkeiten sind zu ihrem Erfüllungsbetrag angesetzt.

C. Angaben und Erläuterungen zur Bilanz

Forderungen und sonstige Vermögensgegenstände haben sämtlich eine Laufzeit von bis zu einem Jahr.

Die **Forderungen gegen verbundene Unternehmen** betreffen die Gesellschafterin.

Ausstehende, nicht eingeforderte Einlagen in Höhe von TEUR 12,5 sind offen vom **Nennkapital** abgesetzt.

Die **Sonstigen Vermögensgegenstände** betreffen im Wesentlichen Ansprüche aus Umsatzsteuerrückerstattungen. Die Ansprüche wurden geltend gemacht und dokumentiert; eine abschließende Prüfung durch die Finanzverwaltung steht aus. Aktuell kann nicht ausgeschlossen werden, dass die bilanzierte Forderung in Höhe von T€ 173 bzw. der Saldo aus Umsatzsteuerforderungen abzüglich Umsatzsteuerverbindlichkeiten in der Höhe von T€ 136 nicht/ nicht in voller Höhe seitens der Finanzverwaltung anerkannt wird; insoweit besteht eine Unsicherheit.

Bei den **sonstigen Verbindlichkeiten** handelt es sich im Wesentlichen um Verbindlichkeiten aus Steuern.

Alle Verbindlichkeiten haben eine Restlaufzeit von bis zu einem Jahr.

D. Sonstige Angaben

Konzernverhältnisse

Die Asia T.V. Limited mit Sitz in London, Großbritannien, stellt den Konzernabschluss für den kleinsten Kreis von Unternehmen auf. Der Abschluss, in den auch die ASIA T.V. GmbH i.L., München, einbezogen wird, wird jeweils zum 31. März eines Jahres aufgestellt und ist am Sitz dieser Gesellschaft erhältlich sowie unter https://www.gov.uk/government/organisations/companies-house HMRC Companies House/UK, dort sind die Berichte verfügbar.

Liquidatorin / Geschäftsführung

Der Geschäftsführung gehörten an:

Parul Goel, Ruislip/United Kingdom (01. April 2020 – 14. April 2021)

Liquidatorin:

Kornelia Kneissl, München (seit dem 14. April 2021)

Die Berufsbezeichnung der Geschäftsführer entspricht ihrer Organstellung.

Die im Geschäftsjahr durchschnittliche Anzahl der Arbeitnehmer betrug: 0 (Vj. 0).

München, 23. April 2024

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Kornelia Kneissl/ Liquidatorin

Bestätigungsvermerk des unabhängigen Abschlussprüfers

An die ASIA T.V. GmbH i.L.

Eingeschränktes Prüfungsurteil

Wir haben den Zwischenabschluss der ASIA T.V. GmbH i.L., München, – bestehend aus der Bilanz zum 31. März 2024 und der Gewinn- und Verlustrechnung für den Zeitraum vom 1. April 2023 bis 31. März 2024 sowie den Anhang für den Zeitraum vom 1. April 2023 bis 31. März 2024 einschließlich der Darstellung der Bilanzierungs- und Bewertungsmethoden – geprüft.

Nach unserer Beurteilung aufgrund der bei der Prüfung gewonnenen Erkenntnisse entspricht der beigefügte Zwischenabschluss mit Ausnahme der Auswirkungen des im Abschnitt „Grundlage für das eingeschränkte Prüfungsurteil“ beschriebenen Sachverhalts in allen wesentlichen Belangen den deutschen, für Kapitalgesellschaften geltenden handelsrechtlichen Vorschriften und vermittelt unter Beachtung der deutschen Grundsätze ordnungsmäßiger Buchführung ein den tatsächlichen Verhältnissen entsprechendes Bild der Vermögens- und Finanzlage der Gesellschaft zum 31. März 2024 sowie ihrer Ertragslage für den Zeitraum vom 1. April 2023 bis zum 31. März 2024.

Gemäß § 322 Abs. 3 Satz 1 HGB erklären wir, dass unsere Prüfung mit Ausnahme der genannten Einschränkung des Prüfungsurteils zum Jahresabschluss zu keinen Einwendungen gegen die Ordnungsmäßigkeit des Zwischenabschlusses geführt hat.

Grundlage für das eingeschränkte Prüfungsurteil

Die Gesellschaft weist unter den Sonstigen Vermögensgegenständen eine Forderung aus Umsatzsteuerrückerstattung in Höhe von T€ 173 und eine Umsatzsteuerverbindlichkeiten von T€ 37 unter den Sonstigen Verbindlichkeiten aus. Die Ansprüche wurden geltend gemacht und dokumentiert; eine abschließende Prüfung durch die Finanzverwaltung steht aus. Aktuell kann nicht ausgeschlossen werden, dass die bilanzierte Forderung in Höhe von T€ 173 bzw. der Saldo aus der Umsatzsteuerforderung und der Umsatzsteuerverbindlichkeit in Höhe von T€ 136 nicht/ nicht in voller Höhe seitens der Finanzverwaltung anerkannt wird und damit mit Unsicherheiten verbunden ist. Die zutreffende Bewertung können wir auf Basis der vorliegenden Informationen und Unterlagen nicht abschließend beurteilen. Es kann daher nicht ausgeschlossen werden, dass der Jahresabschluss insoweit fehlerhaft ist.

Wir haben unsere Prüfung des Zwischenabschlusses in Übereinstimmung mit § 317 HGB unter Beachtung der vom Institut der Wirtschaftsprüfer (IDW) festgestellten deutschen Grundsätze ordnungsmäßiger Abschlussprüfung durchgeführt. Unsere Verantwortung nach diesen Vorschriften und Grundsätzen ist im Abschnitt „Verantwortung des Abschlussprüfers für die Prüfung des Zwischenabschlusses“ unseres Bestätigungsvermerks weitergehend beschrieben. Wir sind von dem Unternehmen unabhängig in Übereinstimmung mit den deutschen handelsrechtlichen und berufsrechtlichen Vorschriften und wir haben unsere sonstigen deutschen Berufspflichten in Übereinstimmung mit diesen Anforderungen erfüllt. Wir sind der Auffassung, dass die von uns erlangten Prüfungsnachweise ausreichend und geeignet sind, um als Grundlage für unsere Prüfungsurteile zum Zwischenabschluss zu dienen.

Verantwortung der gesetzlichen Vertreter für den Zwischenabschluss

Die gesetzlichen Vertreter sind verantwortlich für die Aufstellung des Zwischenabschlusses, der den deutschen, für Kapitalgesellschaften geltenden handelsrechtlichen Vorschriften in allen wesentlichen Belangen entspricht, und dafür, dass der Zwischenabschluss unter Beachtung der deutschen Grundsätze ordnungsmäßiger Buchführung ein den tatsächlichen Verhältnissen entsprechendes Bild der Vermögens-, Finanz- und Ertragslage der Gesellschaft vermittelt. Ferner sind die gesetzlichen Vertreter verantwortlich für die internen Kontrollen, die sie in Übereinstimmung mit den deutschen Grundsätzen ordnungsmäßiger Buchführung als notwendig bestimmt haben, um die Aufstellung eines Zwischenabschlusses zu ermöglichen, der frei von wesentlichen – beabsichtigten oder unbeabsichtigten – falschen Darstellungen ist.

Bei der Aufstellung des Zwischenabschlusses sind die gesetzlichen Vertreter dafür verantwortlich, die Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit zu beurteilen. Des Weiteren haben sie die Verantwortung, Sachverhalte in Zusammenhang mit der Fortführung der Unternehmenstätigkeit, sofern einschlägig, anzugeben. Darüber hinaus sind sie dafür verantwortlich, auf der Grundlage des Rechnungslegungsgrundsatzes der Fortführung der Unternehmenstätigkeit zu bilanzieren, sofern dem nicht tatsächliche oder rechtliche Gegebenheiten entgegenstehen.

Verantwortung des Abschlussprüfers für die Prüfung des Zwischenabschlusses

Unsere Zielsetzung ist, hinreichende Sicherheit darüber zu erlangen, ob der Zwischenabschluss als Ganzes frei von wesentlichen – beabsichtigten oder unbeabsichtigten – falschen Darstellungen ist, sowie einen Bestätigungsvermerk zu erteilen, der unsere Prüfungsurteile zum Zwischenabschluss beinhaltet.

Hinreichende Sicherheit ist ein hohes Maß an Sicherheit, aber keine Garantie dafür, dass eine in Übereinstimmung mit § 317 HGB unter Beachtung der vom Institut der Wirtschaftsprüfer (IDW) festgestellten deutschen Grundsätze ordnungsmäßiger Abschlussprüfung durchgeführte Prüfung eine wesentliche falsche Darstellung stets aufdeckt. Falsche Darstellungen können aus Verstößen oder Unrichtigkeiten resultieren und werden als wesentlich angesehen, wenn vernünftigerweise erwartet werden könnte, dass sie einzeln oder insgesamt die auf der Grundlage dieses Zwischenabschlusses getroffenen wirtschaftlichen Entscheidungen von Adressaten beeinflussen.

Während der Prüfung üben wir pflichtgemäßes Ermessen aus und bewahren eine kritische Grundhaltung. Darüber hinaus

- identifizieren und beurteilen wir die Risiken wesentlicher – beabsichtigter oder unbeabsichtigter – falscher Darstellungen im Zwischenabschluss, planen und führen Prüfungshandlungen als Reaktion auf diese Risiken durch sowie erlangen Prüfungsnachweise, die ausreichend und geeignet sind, um als Grundlage für unsere Prüfungsurteile zu dienen. Das Risiko, dass wesentliche falsche Darstellungen nicht aufgedeckt werden, ist bei Verstößen höher als bei Unrichtigkeiten, da Verstöße betrügerisches Zusammenwirken, Fälschungen, beabsichtigte Unvollständigkeiten, irreführende Darstellungen bzw. das Außerkraftsetzen interner Kontrollen beinhalten können.

- gewinnen wir ein Verständnis von dem für die Prüfung des Zwischenabschlusses relevanten internen Kontrollsystem, um Prüfungshandlungen zu planen, die unter den gegebenen Umständen angemessen sind, jedoch nicht mit dem Ziel, ein Prüfungsurteil zur Wirksamkeit dieser Systeme der Gesellschaft abzugeben.

- beurteilen wir die Angemessenheit der von den gesetzlichen Vertretern angewandten Rechnungslegungsmethoden sowie die Vertretbarkeit der von den gesetzlichen Vertretern dargestellten Werte und damit zusammenhängenden Angaben.

- ziehen wir Schlussfolgerungen über die Angemessenheit des von den gesetzlichen Vertretern angewandten Rechnungslegungsgrundsatzes der Fortführung der Unternehmenstätigkeit sowie, auf der Grundlage der erlangten Prüfungsnachweise, ob eine wesentliche Unsicherheit im Zusammenhang mit Ereignissen oder Gegebenheiten besteht, die bedeutsame Zweifel an der Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit aufwerfen können. Falls wir zu dem Schluss kommen, dass eine wesentliche Unsicherheit besteht, sind wir verpflichtet, im Bestätigungsvermerk auf die dazugehörigen Angaben im Zwischenabschluss aufmerksam zu machen oder, falls diese Angaben unangemessen sind, unser jeweiliges Prüfungsurteil zu modifizieren. Wir ziehen unsere Schlussfolgerungen auf der Grundlage der bis zum Datum unseres Bestätigungsvermerks erlangten Prüfungsnachweise. Zukünftige Ereignisse oder Gegebenheiten können jedoch dazu führen, dass die Gesellschaft ihre Unternehmenstätigkeit nicht mehr fortführen kann.

- beurteilen wir die Gesamtdarstellung, den Aufbau und den Inhalt des Zwischenabschlusses einschließlich der Angaben sowie ob der Zwischenabschluss die zugrunde liegenden Geschäftsvorfälle und Ereignisse so darstellt, dass der Zwischenabschluss unter Beachtung der deutschen Grundsätze ordnungsmäßiger Buchführung ein den tatsächlichen Verhältnissen entsprechendes Bild der Vermögens-, Finanz- und Ertragslage der Gesellschaft vermittelt.

Anlage 4

Wir erörtern mit den für die Überwachung Verantwortlichen unter anderem den geplanten Umfang und die Zeitplanung der Prüfung sowie bedeutsame Prüfungsfeststellungen, einschließlich etwaiger Mängel im internen Kontrollsystem, die wir während unserer Prüfung feststellen.

Mannheim, 23. April 2024

Moore Treuhand Kurpfalz GmbH
Wirtschaftsprüfungsgesellschaft
Steuerberatungsgesellschaft

Dr. Matthias Ritzi
Wirtschaftsprüfer

Stefan Hambsch
Wirtschaftsprüfer

Allgemeine Auftragsbedingungen

für
Wirtschaftsprüferinnen, Wirtschaftsprüfer und Wirtschaftsprüfungsgesellschaften

vom 1. Januar 2024

1. Geltungsbereich

(1) Die Auftragsbedingungen gelten für Verträge zwischen Wirtschaftsprüferinnen, Wirtschaftsprüfern oder Wirtschaftsprüfungsgesellschaften (im Nachstehenden zusammenfassend „Wirtschaftsprüfer" genannt) und ihren Auftraggebern über Prüfungen, Steuerberatung, Beratungen in wirtschaftlichen Angelegenheiten und sonstige Aufträge, soweit nicht etwas anderes ausdrücklich in Textform vereinbart oder gesetzlich zwingend vorgeschrieben ist.

(2) Dritte können nur dann Ansprüche aus dem Vertrag zwischen Wirtschaftsprüfer und Auftraggeber herleiten, wenn dies vereinbart ist oder sich aus zwingenden gesetzlichen Regelungen ergibt. Im Hinblick auf solche Ansprüche gelten diese Auftragsbedingungen auch diesen Dritten gegenüber. Einreden und Einwendungen aus dem Vertragsverhältnis mit dem Auftraggeber stehen dem Wirtschaftsprüfer auch gegenüber Dritten zu.

2. Umfang und Ausführung des Auftrags

(1) Gegenstand des Auftrags ist die vereinbarte Leistung, nicht ein bestimmter wirtschaftlicher Erfolg. Der Auftrag wird nach den Grundsätzen ordnungsmäßiger Berufsausübung ausgeführt. Der Wirtschaftsprüfer übernimmt im Zusammenhang mit seinen Leistungen keine Aufgaben der Geschäftsführung. Der Wirtschaftsprüfer ist für die Nutzung oder Umsetzung der Ergebnisse seiner Leistungen nicht verantwortlich. Der Wirtschaftsprüfer ist berechtigt, sich zur Durchführung des Auftrags sachverständiger Personen zu bedienen.

(2) Die Berücksichtigung ausländischen Rechts bedarf – außer bei betriebswirtschaftlichen Prüfungen – der ausdrücklichen Vereinbarung in Textform.

(3) Ändert sich die Sach- oder Rechtslage nach Abgabe der abschließenden beruflichen Äußerung, so ist der Wirtschaftsprüfer nicht verpflichtet, den Auftraggeber auf Änderungen oder sich daraus ergebende Folgerungen hinzuweisen.

3. Mitwirkungspflichten des Auftraggebers

(1) Der Auftraggeber hat dafür zu sorgen, dass dem Wirtschaftsprüfer alle für die Ausführung des Auftrags notwendigen Unterlagen und weiteren Informationen rechtzeitig übermittelt werden und ihm von allen Vorgängen und Umständen Kenntnis gegeben wird, die für die Ausführung des Auftrags von Bedeutung sein können. Dies gilt auch für die Unterlagen und weiteren Informationen, Vorgänge und Umstände, die erst während der Tätigkeit des Wirtschaftsprüfers bekannt werden. Der Auftraggeber wird dem Wirtschaftsprüfer geeignete Auskunftspersonen benennen.

(2) Auf Verlangen des Wirtschaftsprüfers hat der Auftraggeber die Vollständigkeit der vorgelegten Unterlagen und der weiteren Informationen sowie der gegebenen Auskünfte und Erklärungen in einer vom Wirtschaftsprüfer formulierten Erklärung in gesetzlicher Schriftform oder einer sonstigen vom Wirtschaftsprüfer bestimmten Form zu bestätigen.

4. Sicherung der Unabhängigkeit

(1) Der Auftraggeber hat alles zu unterlassen, was die Unabhängigkeit der Mitarbeiter des Wirtschaftsprüfers gefährdet. Dies gilt für die Dauer des Auftragsverhältnisses insbesondere für Angebote auf Anstellung oder Übernahme von Organfunktionen und für Angebote, Aufträge auf eigene Rechnung zu übernehmen.

(2) Sollte die Durchführung des Auftrags die Unabhängigkeit des Wirtschaftsprüfers, die der mit ihm verbundenen Unternehmen, seiner Netzwerkunternehmen oder solcher mit ihm assoziierten Unternehmen, auf die die Unabhängigkeitsvorschriften in gleicher Weise Anwendung finden wie auf den Wirtschaftsprüfer, in anderen Auftragsverhältnissen beeinträchtigen, ist der Wirtschaftsprüfer zur außerordentlichen Kündigung des Auftrags berechtigt.

5. Berichterstattung und mündliche Auskünfte

Soweit der Wirtschaftsprüfer Ergebnisse im Rahmen der Bearbeitung des Auftrags in gesetzlicher Schriftform oder Textform darzustellen hat, ist allein diese Darstellung maßgebend. Entwürfe solcher Darstellungen sind unverbindlich. Sofern nicht anders gesetzlich vorgesehen oder vertraglich vereinbart, sind mündliche Erklärungen und Auskünfte des Wirtschaftsprüfers nur dann verbindlich, wenn sie in Textform bestätigt werden. Erklärungen und Auskünfte des Wirtschaftsprüfers außerhalb des erteilten Auftrags sind stets unverbindlich.

6. Weitergabe einer beruflichen Äußerung des Wirtschaftsprüfers

(1) Die Weitergabe beruflicher Äußerungen des Wirtschaftsprüfers (Arbeitsergebnisse oder Auszüge von Arbeitsergebnissen – sei es im Entwurf oder in der Endfassung) oder die Information über das Tätigwerden des Wirtschaftsprüfers für den Auftraggeber an einen Dritten bedarf der in Textform erteilten Zustimmung des Wirtschaftsprüfers, es sei denn, der Auftraggeber ist zur Weitergabe oder Information aufgrund eines Gesetzes oder einer behördlichen Anordnung verpflichtet.

(2) Die Verwendung beruflicher Äußerungen des Wirtschaftsprüfers und die Information über das Tätigwerden des Wirtschaftsprüfers für den Auftraggeber zu Werbezwecken durch den Auftraggeber sind unzulässig.

7. Mängelbeseitigung

(1) Bei etwaigen Mängeln hat der Auftraggeber Anspruch auf Nacherfüllung durch den Wirtschaftsprüfer. Nur bei Fehlschlagen, Unterlassen bzw. unberechtigter Verweigerung, Unzumutbarkeit oder Unmöglichkeit der Nacherfüllung kann er die Vergütung mindern oder vom Vertrag zurücktreten; ist der Auftrag nicht von einem Verbraucher erteilt worden, so kann der Auftraggeber wegen eines Mangels nur dann vom Vertrag zurücktreten, wenn die erbrachte Leistung wegen Fehlschlagens, Unterlassung, Unzumutbarkeit oder Unmöglichkeit der Nacherfüllung für ihn ohne Interesse ist. Soweit darüber hinaus Schadensersatzansprüche bestehen, gilt Nr. 9.

(2) Ein Nacherfüllungsanspruch aus Abs. 1 muss vom Auftraggeber unverzüglich in Textform geltend gemacht werden. Nacherfüllungsansprüche nach Abs. 1, die nicht auf einer vorsätzlichen Handlung beruhen, verjähren nach Ablauf eines Jahres ab dem gesetzlichen Verjährungsbeginn.

(3) Offenbare Unrichtigkeiten, wie z.B. Schreibfehler, Rechenfehler und formelle Mängel, die in einer beruflichen Äußerung (Bericht, Gutachten und dgl.) des Wirtschaftsprüfers enthalten sind, können jederzeit vom Wirtschaftsprüfer auch Dritten gegenüber berichtigt werden. Unrichtigkeiten, die geeignet sind, in der beruflichen Äußerung des Wirtschaftsprüfers enthaltene Ergebnisse infrage zu stellen, berechtigen diesen, die Äußerung auch Dritten gegenüber zurückzunehmen. In den vorgenannten Fällen ist der Auftraggeber vom Wirtschaftsprüfer tunlichst vorher zu hören.

8. Schweigepflicht gegenüber Dritten, Datenschutz

(1) Der Wirtschaftsprüfer ist nach Maßgabe der Gesetze (§ 323 Abs. 1 HGB, § 43 WPO, § 203 StGB) verpflichtet, über Tatsachen und Umstände, die ihm bei seiner Berufstätigkeit anvertraut oder bekannt werden, Stillschweigen zu bewahren, es sei denn, dass der Auftraggeber ihn von dieser Schweigepflicht entbindet.

(2) Der Wirtschaftsprüfer wird bei der Verarbeitung von personenbezogenen Daten die nationalen und europarechtlichen Regelungen zum Datenschutz beachten.

9. Haftung

(1) Für gesetzlich vorgeschriebene Leistungen des Wirtschaftsprüfers, insbesondere Prüfungen, gelten die jeweils anzuwendenden gesetzlichen Haftungsbeschränkungen, insbesondere die Haftungsbeschränkung des § 323 Abs. 2 HGB.

(2) Sofern weder eine gesetzliche Haftungsbeschränkung Anwendung findet noch eine einzelvertragliche Haftungsbeschränkung besteht, ist der Anspruch des Auftraggebers aus dem zwischen ihm und dem Wirtschaftsprüfer bestehenden Vertragsverhältnis auf Ersatz eines fahrlässig verursachten Schadens, mit Ausnahme von Schäden aus der Verletzung von Leben, Körper und Gesundheit sowie von Schäden, die eine Ersatzpflicht des Herstellers nach § 1 ProdHaftG begründen, gemäß § 54a Abs. 1 Nr. 2 WPO auf 4 Mio. € beschränkt. Gleiches gilt für Ansprüche, die Dritte aus oder im Zusammenhang mit dem Vertragsverhältnis gegenüber dem Wirtschaftsprüfer geltend machen.

(3) Leiten mehrere Anspruchsteller aus dem mit dem Wirtschaftsprüfer bestehenden Vertragsverhältnis Ansprüche aus einer fahrlässigen Pflichtverletzung des Wirtschaftsprüfers her, gilt der in Abs. 2 genannte Höchstbetrag für die betreffenden Ansprüche aller Anspruchsteller insgesamt.

(4) Der Höchstbetrag nach Abs. 2 bezieht sich auf einen einzelnen Schadensfall. Ein einzelner Schadensfall ist auch bezüglich eines aus mehreren Pflichtverletzungen stammenden einheitlichen Schadens gegeben. Der einzelne Schadensfall umfasst sämtliche Folgen einer Pflichtverletzung ohne Rücksicht darauf, ob Schäden in einem oder in mehreren aufeinanderfolgenden Jahren entstanden sind. Dabei gilt mehrfaches auf gleicher oder gleichartiger Fehlerquelle beruhendes Tun oder Unterlassen als einheitliche Pflichtverletzung, wenn die betreffenden Angelegenheiten miteinander in rechtlichem oder wirtschaftlichem Zusammenhang stehen. In diesem Fall kann der Wirtschaftsprüfer nur bis zur Höhe von 5 Mio. € in Anspruch genommen werden.

(5) Ein Schadensersatzanspruch erlischt, wenn nicht innerhalb von sechs Monaten nach der in Textform erklärten Ablehnung der Ersatzleistung Klage erhoben wird und der Auftraggeber auf diese Folge hingewiesen wurde. Dies gilt nicht für Schadensersatzansprüche, die auf vorsätzliches Verhalten zurückzuführen sind, sowie bei einer schuldhaften Verletzung von Leben, Körper oder Gesundheit sowie bei Schäden, die eine Ersatzpflicht des Herstellers nach § 1 ProdHaftG begründen. Das Recht, die Einrede der Verjährung geltend zu machen, bleibt unberührt.

(6) § 323 HGB bleibt von den Regelungen in Abs. 2 bis 5 unberührt.

10. Ergänzende Bestimmungen für Prüfungsaufträge

(1) Ändert der Auftraggeber nachträglich den durch den Wirtschaftsprüfer geprüften und mit einem Bestätigungsvermerk versehenen Abschluss oder Lagebericht, darf er diesen Bestätigungsvermerk nicht weiterverwenden.

Hat der Wirtschaftsprüfer einen Bestätigungsvermerk nicht erteilt, so ist ein Hinweis auf die durch den Wirtschaftsprüfer durchgeführte Prüfung im Lagebericht oder an anderer für die Öffentlichkeit bestimmter Stelle nur mit in gesetzlicher Schriftform erteilter Einwilligung des Wirtschaftsprüfers und mit dem von ihm genehmigten Wortlaut zulässig.

(2) Widerruft der Wirtschaftsprüfer den Bestätigungsvermerk, so darf der Bestätigungsvermerk nicht weiterverwendet werden. Hat der Auftraggeber den Bestätigungsvermerk bereits verwendet, so hat er auf Verlangen des Wirtschaftsprüfers den Widerruf bekanntzugeben.

(3) Der Auftraggeber hat Anspruch auf fünf Berichtsausfertigungen. Weitere Ausfertigungen werden besonders in Rechnung gestellt.

11. Ergänzende Bestimmungen für Hilfeleistung in Steuersachen

(1) Der Wirtschaftsprüfer ist berechtigt, sowohl bei der Beratung in steuerlichen Einzelfragen als auch im Falle der Dauerberatung die vom Auftraggeber genannten Tatsachen, insbesondere Zahlenangaben, als richtig und vollständig zugrunde zu legen; dies gilt auch für Buchführungsaufträge. Er hat jedoch den Auftraggeber auf von ihm festgestellte wesentliche Unrichtigkeiten hinzuweisen.

(2) Der Steuerberatungsauftrag umfasst nicht die zur Wahrung von Fristen erforderlichen Handlungen, es sei denn, dass der Wirtschaftsprüfer hierzu ausdrücklich den Auftrag übernommen hat. In diesem Fall hat der Auftraggeber dem Wirtschaftsprüfer alle für die Wahrung von Fristen wesentlichen Unterlagen, insbesondere Steuerbescheide, so rechtzeitig vorzulegen, dass dem Wirtschaftsprüfer eine angemessene Bearbeitungszeit zur Verfügung steht.

(3) Mangels einer anderweitigen Vereinbarung in Textform umfasst die laufende Steuerberatung folgende, in die Vertragsdauer fallenden Tätigkeiten:

a) Ausarbeitung und elektronische Übermittlung der Jahressteuererklärungen, einschließlich E-Bilanzen, für die Einkommensteuer, Körperschaftsteuer und Gewerbesteuer, und zwar auf Grund der vom Auftraggeber vorzulegenden Jahresabschlüsse und sonstiger für die Besteuerung erforderlichen Aufstellungen und Nachweise
b) Nachprüfung von Steuerbescheiden zu den unter a) genannten Steuern
c) Verhandlungen mit den Finanzbehörden im Zusammenhang mit den unter a) und b) genannten Erklärungen und Bescheiden
d) Mitwirkung bei Betriebsprüfungen und Auswertung der Ergebnisse von Betriebsprüfungen hinsichtlich der unter a) genannten Steuern
e) Mitwirkung in Einspruchs- und Beschwerdeverfahren hinsichtlich der unter a) genannten Steuern.

Der Wirtschaftsprüfer berücksichtigt bei den vorgenannten Aufgaben die wesentliche veröffentlichte Rechtsprechung und Verwaltungsauffassung.

(4) Erhält der Wirtschaftsprüfer für die laufende Steuerberatung ein Pauschalhonorar, so sind mangels anderweitiger Vereinbarungen in Textform die unter Abs. 3 Buchst. d) und e) genannten Tätigkeiten gesondert zu honorieren.

(5) Sofern der Wirtschaftsprüfer auch Steuerberater ist und die Steuerberatervergütungsverordnung für die Bemessung der Vergütung anzuwenden ist, kann eine höhere oder niedrigere als die gesetzliche Vergütung in Textform vereinbart werden.

(6) Die Bearbeitung besonderer Einzelfragen der Einkommensteuer, Körperschaftsteuer, Gewerbesteuer und Einheitsbewertung sowie aller Fragen der Umsatzsteuer, Lohnsteuer, sonstigen Steuern und Abgaben erfolgt auf Grund eines besonderen Auftrags. Dies gilt auch für

a) die Bearbeitung einmalig anfallender Steuerangelegenheiten, z.B. auf dem Gebiet der Erbschaftsteuer und Grunderwerbsteuer,
b) die Mitwirkung und Vertretung in Verfahren vor den Gerichten der Finanz- und der Verwaltungsgerichtsbarkeit sowie in Steuerstrafsachen,
c) die beratende und gutachtliche Tätigkeit im Zusammenhang mit Umwandlungen, Kapitalerhöhung und -herabsetzung, Sanierung, Eintritt und Ausscheiden eines Gesellschafters, Betriebsveräußerung, Liquidation und dergleichen und
d) die Unterstützung bei der Erfüllung von Anzeige- und Dokumentationspflichten.

(7) Soweit auch die Ausarbeitung der Umsatzsteuerjahreserklärung als zusätzliche Tätigkeit übernommen wird, gehört dazu nicht die Überprüfung etwaiger besonderer buchmäßiger Voraussetzungen sowie die Frage, ob alle in Betracht kommenden umsatzsteuerrechtlichen Vergünstigungen wahrgenommen worden sind. Eine Gewähr für die vollständige Erfassung der Unterlagen zur Geltendmachung des Vorsteuerabzugs wird nicht übernommen.

12. Elektronische Kommunikation

Die Kommunikation zwischen dem Wirtschaftsprüfer und dem Auftraggeber kann auch per E-Mail erfolgen. Soweit der Auftraggeber eine Kommunikation per E-Mail nicht wünscht oder besondere Sicherheitsanforderungen stellt, wie etwa die Verschlüsselung von E-Mails, wird der Auftraggeber den Wirtschaftsprüfer entsprechend in Textform informieren.

13. Vergütung

(1) Der Wirtschaftsprüfer hat neben seiner Gebühren- oder Honorarforderung Anspruch auf Erstattung seiner Auslagen; die Umsatzsteuer wird zusätzlich berechnet. Er kann angemessene Vorschüsse auf Vergütung und Auslagenersatz verlangen und die Auslieferung seiner Leistung von der vollen Befriedigung seiner Ansprüche abhängig machen. Mehrere Auftraggeber haften als Gesamtschuldner.

(2) Ist der Auftraggeber kein Verbraucher, so ist eine Aufrechnung gegen Forderungen des Wirtschaftsprüfers auf Vergütung und Auslagenersatz nur mit unbestrittenen oder rechtskräftig festgestellten Forderungen zulässig.

14. Streitschlichtungen

Der Wirtschaftsprüfer ist nicht bereit, an Streitbeilegungsverfahren vor einer Verbraucherschlichtungsstelle im Sinne des § 2 des Verbraucherstreitbeilegungsgesetzes teilzunehmen.

15. Anzuwendendes Recht

Für den Auftrag, seine Durchführung und die sich hieraus ergebenden Ansprüche gilt nur deutsches Recht.

Independent Auditor's Report

To the Member of Asia TV Limited

Opinion

We have audited the financial statements of Asia TV Limited (the 'company') for the year ended 31 March 2024 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The director is responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Director's Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the director's report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the director's report and from the requirement to prepare a strategic report.

Responsibilities of director

As explained more fully in the Director's Responsibilities Statement, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

The objectives of our audit in respect of fraud, are; to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks; and to respond appropriately to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory requirements applicable to the company and considered that the most significant are the Companies Act 2006, UK financial reporting standards as issued by the Financial Reporting Council, and UK taxation legislation.
- We obtained an understanding of how the company complies with these requirements by discussions with management and those charged with governance.
- We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.
- We inquired of management and those charged with governance as to any known instances of non-compliance or suspected non-compliance with laws and regulations.
- Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Use of our report

This report is made solely to the company's member in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to the member in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's member, for our audit work, for this report, or for the opinions we have formed.

Moore Kingston Smith

Amanda Settle (Senior Statutory Auditor)
for and on behalf of Moore Kingston Smith LLP

Date: 26 April 2024

Chartered Accountants
Statutory Auditor

Betchworth House
57-65 Station Road
Redhill
Surrey
RH1 1DL

Asia TV Limited

Profit and Loss Account

For the year ended 31 March 2024

	Notes	2024 £	2023 £
Turnover		7,125,728	8,121,396
Administrative expenses		(6,905,126)	(7,681,863)
Other operating income		646,953	349,087
Operating profit		867,555	788,620
Interest payable and similar expenses		(8,607)	(5,250)
Profit before taxation		858,948	783,370
Tax on profit	**4**	(236,923)	(95,674)
Profit for the financial year		622,025	687,696

Asia TV Limited

Balance Sheet

As at 31 March 2024

	Notes	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Tangible assets	5		5,007		2,135
Investments	6		13,138		13,138
			18,145		15,273
Current assets					
Debtors	8	23,834,075		22,443,192	
Cash at bank and in hand		1,097,789		1,818,643	
		24,931,864		24,261,835	
Creditors: amounts falling due within one year	9	(9,645,855)		(9,594,979)	
Net current assets			15,286,009		14,666,856
Net assets			15,304,154		14,682,129
Capital and reserves					
Called up share capital	11		14,466,232		16,438,900
Profit and loss reserves			837,922		(1,756,771)
Total equity			15,304,154		14,682,129

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 25 April 2024 and are signed on its behalf by:

P Goel
Director

Company Registration No. 2716006

Asia TV Limited

Statement of Changes in Equity

For the year ended 31 March 2024

	Notes	Share capital £	Profit and loss reserves £	Total £
Balance at 1 April 2022		16,438,900	(2,444,467)	13,994,433
Year ended 31 March 2023:				
Profit and total comprehensive income for the year		-	687,696	687,696
Balance at 31 March 2023		16,438,900	(1,756,771)	14,682,129
Year ended 31 March 2024:				
Profit and total comprehensive income for the year		-	622,025	622,025
Reduction of share capital	**11**	(1,972,668)	1,972,668	-
Balance at 31 March 2024		14,466,232	837,922	15,304,154

1 Accounting policies

Company information

Asia TV Limited is a private company limited by shares incorporated in England and Wales. The registered office is Devonshire House, 582 Honeypot Lane, Stanmore, Middlesex, United Kingdom, HA7 1JS.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues: Interest income/expense and net gains/losses for financial instruments not measured at fair value; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment': Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Zee Entertainment Enterprises Limited. These consolidated financial statements are available from its registered office, 18th Floor, A Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai, 400 013, India.

Consolidated accounts have not been prepared because the company's results are consolidated in the publicly available accounts of Zee Entertainment Enterprises Limited, a company incorporated in India. Accordingly, these financial statements represent information about the company as an individual undertaking and not about the group.

1.2 Going concern

At the time of approving the financial statements, the director has a reasonable expectation that, with the support of its immediate parent company, Asia TV Limited has adequate resources to continue in operational existence for the foreseeable future. Thus the director continues to adopt the going concern basis of accounting in preparing the financial statements.

1 Accounting policies (Continued)

1.3 Turnover

Turnover represents subscriptions earned for services rendered during the period stated net of value added tax and net of discounts. Subscriptions paid in advance are recognised as deferred income in the balance sheet. Advertising revenues are recognised upon the telecast of advertisements and subscription revenue on a time basis on the provision of television broadcasting to subscribers. Syndication income is recognised upon the delivery of the content with consideration to whether Asia TV Limited is acting as an agent or principle in a transaction and therefore recognises income net or gross respectively.

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	20% straight line
Computer equipment	33% straight line
Computers - Servers & networks	17% straight line
Studio and equipment	20% straight line
Office equipment	10% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1 Accounting policies (Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Cash at bank and in hand

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

1 Accounting policies (Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting period end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting period end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1 Accounting policies (Continued)

1.12 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the director is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The critical judgements that the directors have made in the process of applying the company's accounting policies and that the most significant effects on the amounts recognised in the financial statements are is respect of:

- the judgement surrounding whether Asia TV Limited acts as the principal or agent in the trading relationship and is therefore able to recognise gross or net receipts for royalty and licence income received from third parties and subsidiaries.

- The judgement regarding the collectability and need for a provision in respect of certain trade receivables.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Subscription management cost

Zee 5 subscription income is collected by a third party with an administration charge applied. The charge is estimated based on the difference between billings and receipts.

Accrued income

At the date of preparation of the accounts March 2024 invoices had not been raised for some streams of income. As a result, income for March 2024 has been estimated based on prior month invoices.

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2024 Number	2023 Number
Total	6	6

4 Taxation

	2024 £	2023 £
Current tax		
UK corporation tax on profits for the current period	123,350	229,594
Deferred tax		
Origination and reversal of timing differences	113,573	(133,920)
Total tax charge	236,923	95,674

5 Tangible fixed assets

	Plant and machinery etc £	Studio and equipment £	Office equipment £	Total £
Cost				
At 1 April 2023	33,731	121,945	16,306	171,982
Additions	5,415	-	-	5,415
Disposals	-	(121,945)	-	(121,945)
At 31 March 2024	39,146	-	16,306	55,452
Depreciation and impairment				
At 1 April 2023	31,596	121,945	16,306	169,847
Depreciation charged in the year	2,543	-	-	2,543
Eliminated in respect of disposals	-	(121,945)	-	(121,945)
At 31 March 2024	34,139	-	16,306	50,445
Carrying amount				
At 31 March 2024	5,007	-	-	5,007
At 31 March 2023	2,135	-	-	2,135

6 Fixed asset investments

	2024	2023
	£	£
Investments in subsidiaries	13,118	13,118
Unlisted investments	20	20
	13,138	13,138

7 Subsidiaries

Details of the company's subsidiaries at 31 March 2024 are as follows:

Name of undertaking	Registered office	% Held Direct	Indirect
Zee CIS Holdings	Russia	100	-
Asia Multimedia Distribution Inc.	Canada	100	-
Zee TV South Africa Proprietary Ltd	South Africa	100	-
Asia TV USA Ltd	USA	100	-
Asia TV GmbH	Germany	100	-
Zee CIS LLC	Russia	49	51

Other than Zee CIS Holdings, the subsidiary companies have the same principal activities being a distributor of TV and digital products, earnings revenues, holding various ground events, production of local content, sale of programmes and other marketing and promotional activities. The principal activity of Zee CIS Holdings is a holding company. Investments in subsidiaries are accounted at cost. The company is exempt from the obligation to prepare group accounts as the accounts are consolidated in the accounts of the ultimate parent company.

Zee CIS LLC - Room 01, Building 18/11, Novoryazanskaya Str, Moscow. 107078, Russia

Zee CIS Holdings - Room 19, Building 18/2, Novoryazanskaya Str, Moscow, 107078, Russia

Asia Multimedia Distribution Inc - 3660 Hurontario Street, Suite 303, Mississauga, Ontario, L5B 3C4

Zee TV South Africa Proprietary Ltd - Two Eglin Road, Sunninghill, 2157

Asia TV USA Ltd - 200 Middlesex-Essex Turnpike, Suite 202, Iselin, NJ 08830

Asia TV GmbH - K2K GmbH, Handlestrasse 1, Munich 81675

8 Debtors

Amounts falling due within one year:	2024 £	2023 £
Trade debtors	899,125	1,116,334
Amounts due from group undertakings	22,550,715	20,873,213
Other debtors	244,902	258,425
Prepayments and accrued income	118,986	61,300
	23,813,728	22,309,272
Deferred tax asset (note 10)	20,347	133,920
	23,834,075	22,443,192

9 Creditors: amounts falling due within one year

	2024 £	2023 £
Trade creditors	413,129	527,189
Amounts owed to group undertakings	8,081,117	8,081,761
Corporation tax	60,850	117,559
Other taxation and social security	139,609	116,030
Other creditors	144,508	60,371
Accruals and deferred income	806,642	692,069
	9,645,855	9,594,979

10 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

Balances:	Assets 2024 £	Assets 2023 £
Fixed asset timing differences	9,852	12,635
Short term timing differences	10,495	121,285
	20,347	133,920

10 Deferred taxation (Continued)

Movements in the year:	2024 £
Asset at 1 April 2023	(133,920)
Charge to profit or loss	113,573
Asset at 31 March 2024	(20,347)

11 Called up share capital

Ordinary share capital	2024 Number	2023 Number	2024 £	2023 £
Issued and fully paid				
Ordinary shares of £1 each	16,438,900	16,438,900	14,466,232	16,438,900

On 13 February 2024, by way of a solvency statement, the company reduced the nominal value of its ordinary shares by 12p from £1 to £0.88. The reduction has been transferred to the profit and loss reserve.

12 Operating lease commitments

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2024 £	2023 £
Within one year	140,715	136,420
Between two and five years	82,215	11,520
	222,930	147,940

There are no capital commitments contracted for but not provided (2023: nil).

13 Related party transactions

The company has taken the exemption, in accordance with FRS 102 - Section 33 "Related Party Disclosures", from disclosing related party transactions entered into between members of a group, provided that any subsidiary which is party to the transaction is wholly owned by such a member.

14 Parent company

The parent undertaking of the largest group which includes the company and for which group financial statements are prepared is Zee Entertainment Enterprises Ltd, a company incorporated in India. The parent undertaking of the smallest group is Asia Today Limited, a company incorporated in Mauritius.

Copies of the group financial statements for both companies are available from Zee Entertainment Enterprises Ltd, 18th Floor, A Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai, 400 013, India.

The directors regard Zee Entertainment Enterprises Ltd as the ultimate controlling party which is also the ultimate parent undertaking. Asia Today Limited is the immediate parent company.

PKF - Chartered Accountants (Dubai Br)
بيه كي إف – تشارترد اكاونتنتس (فرع دبي)

Accountants &
business advisers

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www.pkfuae.com

INDEPENDENT AUDITOR'S REPORT

To the Shareholder of ATL MEDIA FZ-LLC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **ATL MEDIA FZ-LLC** (the "Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in the UAE, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs, and for their compliance with the applicable provisions of the Dubai Creative Clusters Private Companies Regulations 2016, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

continued...

INDEPENDENT AUDITOR'S REPORT
(continued)

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

continued

PKF
Accountants &
business advisers

INDEPENDENT AUDITOR'S REPORT
(continued)

Report on Other Legal and Regulatory Requirements
We further confirm that the financial statements comply with the applicable provisions of Implementing Regulation issued by the DCC Private Companies Regulations 2016 issued under Law No. (15) of 2014 concerning the creative clusters in the Emirate of Dubai.

As required by the applicable provisions of DCC Private Companies Regulations 2016, we report that:

- the financial statements have been prepared in accordance with International Financial Reporting Standards;
- the financial statements have been prepared in accordance with these Regulations;
- the financial statements give a true and fair view of the profit or loss of the Company for the financial year;
- the financial statements give a true and fair view of the state of the Company's affairs at the end of the financial year; and

For PKF

AUDITORS PKF U.A.E.

S.D. Pereira
Partner
Registration no. 552
Dubai
United Arab Emirates
19 April 2024

ATL MEDIA FZ-LLC

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2024

	Notes	2024 AED	2023 AED
ASSETS			
Non-current assets			
Property, plant and equipment	6	13,804	3,717
Current assets			
Financial assets:			
Trade and other receivables	7	55,501,147	42,073,935
Cash and cash equivalents	8	6,962,011	13,764,228
Other financial assets	9	70,000	70,000
Other current assets	10	8,279,540	2,645,297
		70,812,698	58,553,460
Total assets		70,826,502	58,557,177
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	11	50,000	50,000
Retained earnings		38,132,299	35,845,907
Shareholder's funds		38,182,299	35,895,907
Non-current liabilities			
Provision for staff end-of-service benefits	12	488,633	395,155
Current liabilities			
Financial liabilities:			
Trade payables	13	26,973,350	19,111,814
Other financial liabilities	14	2,543,292	1,062,260
Other current liabilities	15	2,460,482	1,951,573
Provisions	16	178,446	140,468
		32,155,570	22,266,115
Total liabilities		32,644,203	22,661,270
Total equity and liabilities		70,826,502	58,557,177

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

We confirm that we are responsible for these financial statements, including selecting the accounting policies and making the judgments underlying them. We confirm that we have made available all relevant accounting records and information for their compilation.

Approved, authorised for issue and signed by the director, Mr. Adil Adam Memon on 18 April 2024.

For **ATL MEDIA FZ-LLC**

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Mr. Adil Adam Memon
DIRECTOR

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2024

	Notes	2024 AED	2023 AED
REVENUE			
Revenue	19	**27,874,662**	33,749,379
Other income	20	**41,301**	784,650
Total	**(A)**	**27,915,963**	34,534,029
EXPENSES			
Cost of programmes, service and other related costs	21	**12,677,097**	9,409,573
Staff costs	22	**2,898,681**	2,167,751
Marketing expenses	23	**12,414**	38,699
Other expenses	24	**10,083,513**	12,156,973
(Reversal of impairment)/impairment of financial assets	25	**(42,134)**	56,247
Total	**(B)**	**25,629,571**	23,829,243
PROFIT FOR THE YEAR	**(A-B)**	**2,286,392**	10,704,786
Other comprehensive income:			
Other comprehensive income for the year		**--**	--
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**2,286,392**	10,704,786

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

ATL MEDIA FZ-LLC

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2024

	Share capital AED	Retained earning AED	Total AED
Balance at 1 April 2022	50,000	25,141,121	25,191,121
Total comprehensive income for the year	--	10,704,786	10,704,786
Balance at 31 March 2023	50,000	35,845,907	35,895,907
Total comprehensive income for the year	--	2,286,392	2,286,392
Balance at 31 March 2024	**50,000**	**38,132,299**	**38,182,299**

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

ATL MEDIA FZ-LLC

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2024

	2024 AED	2023 AED
Cash flows from operating activities		
Profit for the year	2,286,392	10,704,786
Adjustments for:		
Depreciation	3,413	2,041
Interest income	--	(2,644)
(Reversal of impairment) / impairment of financial assets	(42,134)	56,247
Credit balances written back	(41,301)	(782,006)
Provision for end-of-service benefits	93,478	75,292
	2,299,848	10,053,716
Changes in:		
– Trade and other receivables	(13,385,078)	(12,207,117)
– Other current assets	(5,634,243)	567,115
– Trade payables	7,902,837	4,363,861
– Other financial liabilities	1,481,032	(607,967)
– Other current liabilities	508,909	1,923,067
– Provisions	37,978	27,707
Net cash (used in)/from operating activities	(6,788,717)	4,120,382
Cash flows from investing activities		
Payment for property, plant and equipment	(13,500)	(2,495)
Interest received	--	2,644
Net cash (used in)/from investing activities	(13,500)	149
Net (decrease)/increase in cash and cash equivalents	(6,802,217)	4,120,531
Cash and cash equivalents at beginning of year	13,764,228	9,643,697
Cash and cash equivalents at end of year (note 8)	6,962,011	13,764,228

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

1. **LEGAL STATUS AND BUSINESS ACTIVITY**

a) **ATL MEDIA FZ-LLC** (the "Company") is a Free Zone Company with limited liability registered in Dubai, United Arab Emirates, in accordance with the provision of the Dubai Technology & Media Free Zone Private Companies Regulations 2003 issued under Law No. 1 of 2000 of the Emirate of Dubai establishing the Dubai Technology & Media Free Zone (repealed by the provision of the Dubai Creative Clusters Private Companies Regulations 2016). Dubai Creative Clusters Authority is known as Dubai Development Authority since 19 September 2018. The principal place of business is Office No. 203, Zee Tower, Dubai Media City, Dubai, UAE. The Company was registered on 12 February 2014 under commercial license number 92035 issued by Dubai Development Authority, Dubai.

b) The Company is licensed to provide media support services and production (Film / TV and radio). The Company also acts as an agent to solicit advertisements and market the television channels of the principal, Zee Entertainment Middle East FZ LLC and Cartoon Network Arabia FZ LLC in the Middle East and North African territory (MENA). Further, the Company has sold television programmes which was jointly produced with a third party. The Company also acts as an administrator to administer content rights and to promote and market these rights.

c) The parent company is Asia Today Limited, Mauritius and the ultimate parent company is Zee Entertainment Enterprises Limited, India.

2. **BASIS OF PREPARATION**

a) **Statement of compliance**

The financial statements are prepared in accordance with International Financial Reporting Standards issued or adopted by the International Accounting Standards Board (IASB) and which are effective for accounting periods beginning 1 April 2023 and the requirements of the Dubai Creative Clusters Private Companies Regulations 2016.

b) **Basis of measurement**

The financial statements are prepared using historical cost.

Historical cost is based on the fair value of the consideration given to acquire the asset or cash or cash equivalents expected to be paid to satisfy the liability.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) **Going concern**

The financial statements are prepared on a going concern basis.

When preparing the financial statements, management makes an assessment of the Company's ability to continue as a going concern. Financial statements are prepared on a going concern basis unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

d) **Adoption of new International Financial Reporting Standards**

Standards, amendments, improvements and interpretations effective for the current period

The following amendments, improvements and interpretations which became effective for current period, did not have any significant impact on the Company's financial statements:

- Amendments to IAS 1 - Classification of Liabilities as Current or Non-current
- Amendments to IAS 1 and IFRS Practice Statement 2 - Disclosure of Accounting Policies
- Amendments to IAS 8 - Definition of Accounting Estimates
- Amendments to IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to IAS 12 - International Tax Reform – Pillar Two Model Rules
- Amendments to IAS 1 – Non-current Liabilities with Covenants (1 January 2024)
- Amendments to IAS 7 and IFRS 7 – Supplier Finance Arrangement (1 January 2024)
- Amendments to IFRS 16 – Lease Liability in a Sale and Leaseback (1 January 2024)

New and revised IFRSs in issue but not yet effective:

The following *International Financial Reporting Standards,* amendments, improvements and interpretations that are assessed by management as likely to have an impact on the financial statements, have been issued by the IASB prior to the date the financial statements were authorised for issue, but have not been applied in these financial statements as their effective dates of adoption are for future accounting periods.

- Amendments to IAS 21 – Lack of Exchangeability (1 January 2025)
- Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture. The amendments address the conflict between IFRS 10 and IAS 28 in dealing with the loss of control of a subsidiary that is sold to an associate or a joint venture (The IASB postponed the effective date of this amendment indefinitely - Early adoption is permitted)
- IFRS S1 General Requirements for Disclosure of Sustainability Related Financial Information and IFRS S2 Climate Related Disclosures (Effective upon adoption by applicable regulatory)

e) **Functional and presentation currency**

The financial statements are presented in UAE Dirhams ("AED") which is also the Company's functional currency.

3. **SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies adopted, and which have been consistently applied, are as follows:

a) **Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost less estimated residual value, where material, is depreciated from the date the asset is available for use until it is derecognised, using the straight-line method over the estimated useful lives of the assets as follows:

Office equipment	3 years

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the expenditure will flow to the Company and such cost can be measured reliably. Such cost includes the cost of replacing part of the property, plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company recognises such parts as individual assets with specific useful lives and depreciates them accordingly. The carrying amount of replaced parts is derecognised.

All other repairs and maintenance costs are charged to profit or loss during the financial period in which they are incurred.

An assessment of depreciation method, useful lives and residual values is undertaken at each reporting date and, where material, if there is a change in estimate, an appropriate adjustment is made to the depreciation charge.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are recognised within 'other operating income/expenses' in profit or loss.

b) **Impairment of tangible assets**

At each reporting date, the management reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the acquirer estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

c) **Value added tax**

As per the Federal Decree-Law No. (08) of 2017, Value Added Tax (VAT), is charged at 5% standard rate or 0% (as the case may be) on every taxable supply and deemed supply made by the taxable person.

The Company charges and recovers Value Added Tax (VAT) on every taxable supply and deemed supply, in accordance with the applicable commercial VAT laws. Irrecoverable VAT for which Company cannot avail the credit is charged to the relevant expenditure category or included in costs of non-current assets. The Company files its VAT returns and computes the payable tax (which is output tax less input tax) for the allotted tax periods and deposits the same within the prescribed due dates of filing VAT return and tax payment. VAT receivable and VAT Payable are offset and the net amount is reported in the statement of financial position as the Company has a legally enforceable right to offset the recognised amounts and has the intention to settle the same on net basis.

d) **Income and deferred tax**

Tax expense for the year comprises of current tax and deferred tax. Current tax is measured by the amount of tax expected to be paid to the taxation authorities on the taxable profits after considering tax allowances and exemptions and using applicable tax rates and laws. Deferred tax is recognised on temporary differences between the accounting base and the tax base for the year and quantified using the tax rates and tax laws enacted or substantively enacted as on the balance sheet date.

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in the financial statements, except when the deferred tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax asset is recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax liabilities are recognised for all taxable temporary differences.

Current tax and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off the recognised amount and there is an intention to settle the asset and liability on a net basis.

e) **Staff benefits**

The Company provides staff end-of-service benefits to its non-UAE national employees as per the applicable local laws, the entitlement to these benefits is based on the employees' last drawn salary and length of services which is accrued over the period of employment. Provision for staff end of services benefits are disclosed as non-current liability.

Provision is also made for employees' entitlement to annual leave and air fare for eligible employees as per the policy of the Company. Provision relating to annual leave is disclosed as current liability as employees are entitled to redeem these benefits at any point of time after the reporting period.

f) **Revenue recognition**

The Company is in the business of providing media support services and production (Film / TV and radio).

Revenue from contracts with customers is recognised when the control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company recognises revenue from contracts with customers based on a five-step model as set out in IFRS 15:

1. Identify the contracts with customers: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.
2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.
3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.
5. Recognise revenue when (or as) the Company satisfies a performance obligation at a point in time or over time.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied. The Company is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method of recognising revenue.

Sale of programmes represents the amount invoiced for programs sold during the year. This revenue is recognised at a point in time on delivery of the content.

Commission on advertisement represents commission earned in the capacity as an agent for soliciting advertisements on the principals' channels and is recognised at a point in time when the related advertisement or commercial appears before the public i.e., on telecast and the Company has determined that the advertisement income is collectible.

Other media support service fee representing fee earned towards administration of content rights on behalf of rights' holder, is recognised at a point in time when the services are rendered.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of transaction price needs to be allocated. In determining the transaction price for the sale of goods/services, the Company considers the effect of volume rebates and significant financing components.

i) Volume rebates give rise to variable consideration. The Company provides volume rebates to certain customers once the target during a period exceeds a threshold specified in the contract. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

ii) Significant financing component
The Company receives short-term advance from its customers. As the period between the transfer of promised goods or services to the customer and when the customer pays for those goods or services is expected to be less than one year, the Company has used the practical expedient in IFRS 15 and not adjusted the consideration for significant financing component.

Principal v/s agent considerations
The Company has concluded that it is a principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer., except for:

- commission earned in the capacity of an agent for soliciting advertisements on the principals' channels and;
- fee earned towards administration of content rights on behalf of rights' holder;

g) ***Interest income***
Interest income is recognised as the interest accrues using the effective interest method, under which the rate used exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

h) **Leases**
The Company leases office premises. Rental contracts are typically made for fixed period of 1 year but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Short-term leases
The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

i) **Cash and cash equivalents**
Cash and cash equivalents comprise cash, bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit.

j) **Foreign currency transactions**
Transactions in foreign currencies are translated into UAE Dirhams at the rate of exchange ruling on the date of the transactions.

Monetary assets and liabilities expressed in foreign currencies are translated into UAE Dirhams at the rate of exchange ruling at the reporting date.

Gains or losses resulting from foreign currency transactions are taken to profit or loss.

k) **Provisions**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

l) **Contingencies and commitments**

Contingent liabilities are not recognised in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is not recognised in the financial statements but disclosed when an inflow of economic benefits is probable.

m) **Current versus non-current classification**

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

n) **Financial instruments**

Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; debt investment at fair value through other comprehensive income, equity investment at fair value through other comprehensive income; or fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial assets' contractual cash flow characteristics and the Company's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are "solely payments of principal and interest" on the principal amount outstanding. This assessment is performed at an instrumental level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cashflows, selling the financial assets, or both.

Financial liabilities are classified as financial liabilities at fair value through profit or loss or at amortised cost. The Company determines the classification of its financial liabilities at initial recognition.

Recognition

Financial assets and financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the instrument. Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset.

Derecognition

Financial assets are de-recognised when, and only when,

- The contractual rights to receive cash flows expire or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  (a) the Company has transferred substantially all the risks and rewards of the asset, or
  (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities are de-recognised when, and only when, they are extinguished i.e. when obligation specified in the contract is discharged, cancelled or expired.

Measurement

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition. Transactions costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

The following accounting policies apply to the subsequent measurement of financial assets and liabilities.

Financial assets

Financial assets at amortised cost

Financial assets that meet the following conditions are subsequently measured at amortised cost less impairment loss and deferred income, if any (except for those assets that are designated as at fair value through other comprehensive income on initial recognition) using the effective interest method.

1. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
2. the contractual terms of the instrument give rise to cash flows on specified dates that are solely payments of principal and profit on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

The financial assets at amortised cost comprise of trade and other receivables, other financial assets and cash and cash equivalents.

Financial liabilities
All financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit or loss.

Financial liabilities at amortised cost comprise of trade payables and other financial liabilities.

Impairment of financial assets
The Company recognised an allowance for expected credit losses for all financial assets not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Loss allowances are measured on either of the following basis:
- 12-month expected credit losses: expected credit losses that result from possible default events within 12 months after the reporting date; and
- Lifetime expected credit losses: expected credit losses that result from all possible default events over the expected life of a financial instrument.

The Company measures the loss allowance at an amount equal to lifetime expected credit losses, except for the following which are measured as 12-month expected credit losses:
- Bank balances and other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Company has elected to measure loss allowances for trade receivables at an amount equal to lifetime expected credit losses. The Company applies a simplified approach in calculating expected credit losses. The Company does not track changes in credit risk, but instead recognised a loss allowance based on lifetime expected credit losses at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Further, in addition to the historical pattern of credit loss, the Company has considered the likelihood of increased credit risk. This assessment is not based on any mathematical model but an assessment considering the nature of businesses of customers, impact immediately seen in the demand outlook of these businesses, geographical areas of the customers and the financial strength of the customers from whom amounts are receivable. The Company has specifically evaluated the potential impact with respect to individual customers which could have an immediate impact and the rest which could have an impact with a lag. The Company closely monitors its customers who are going through financial stress and assesses actions such as change in payment terms, recognition of revenue only when it is highly probable that a significant reversal will not occur, depending on severity of each case.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportive information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- The borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- The financial asset is more than 360 days past due.

The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the asset. For financial assets carried at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income, instead of reducing the carrying amount of the asset.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

Equity

Share capital is recorded at the value of proceeds received towards interest in share capital of the Company.

o) **Fair value measurement**

The Company discloses the fair value of financial instruments measured at amortised cost.

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using assumptions that the market participants would use when pricing the asset or liability, assuming that the market participants act in their best economic interests.

The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

4. SIGNIFICANT JUDGMENTS EMPLOYED IN APPLYING ACCOUNTING POLICIES

The significant judgments made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

Classification of financial assets

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them.

Impairment

At each reporting date, management conducts an assessment of property, plant and equipment to determine whether there are any indications that they may be impaired. In the absence of such indications, no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made.

The Company applies expected credit loss model to measure loss allowance in case of financial assets on the basis of 12-month expected credit losses or Lifetime expected credit losses depending on credit risk characteristics and how changes in economic factors affect expected credit losses, which are determined on a probability-weighted basis.

Recognition of revenue and allocation of transaction price

Identification of performance obligations

The Company determined that the sale of goods/services are provided as a single component to customers and accordingly it becomes single performance obligation in respect of the goods/services being sold.

Revenue is recognised at a point in time as performance obligations are fulfilled in accordance with IFRS 15 – Revenue from Contracts with Customers.

Determine timing of satisfaction of performance obligation

The Company concluded that the revenue from sale of programmes, commission on advertisement and administration of content rights is to be recognised at a point in time when the control of the goods/service has transferred to the customers. Payment of the transaction price is due immediately at the point the customer purchases the goods/ receives the service.

5. **KEY SOURCES OF ESTIMATION UNCERTAINTY**

Key assumptions made concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are as follows:

Carrying values of property, plant and equipment

Residual values are assumed to be zero unless a reliable estimate of the current value can be obtained for similar assets of ages and conditions that are reasonably expected to exist at the end of the asset's estimated useful life.

Impairment

Assessments of net recoverable amounts of property, plant and equipment are based on assumptions regarding future cash flows expected to be received from the related assets.

Impairment of financial assets

The loss allowance for financial assets are based on assumptions about the risk of default and expected loss rates. The management uses judgement in making these assumptions and selecting the inputs to the impairment calculations based on the past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 3(n).

Deferred tax:

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

Staff end-of-service benefits

The Company computes the provision for the liability to staff end-of-service benefits stated at AED 488,633 (previous year AED 395,155), assuming that all employees were to leave as of the reporting date. The management is of the opinion that no significant difference would have arisen had the liability been calculated on an actuarial basis as salary inflation and discount rates are likely to have approximately equal and opposite effects.

6. PROPERTY, PLANT AND EQUIPMENT

	Office equipment AED
Cost	
At 1 April 2022	3,650
Additions	2,495
At 31 March 2023	6,145
Additions	13,500
At 31 March 2024	**19,645**
Accumulated depreciation	
At 1 April 2022	387
Depreciation	2,041
At 31 March 2023	2,428
Depreciation	3,413
At 31 March 2024	**5,841**
Carrying amount	
At 1 April 2022	3,263
At 31 March 2023	3,717
At 31 March 2024	**13,804**

7. TRADE AND OTHER RECEIVABLES

	2024 AED	2023 AED
Agency receivables[a]	**19,761,752**	13,105,224
Administrator receivables[b]	**40,829,778**	36,852,565
Sale of programmes' receivables[c]	**2,697,017**	--
	63,288,547	49,957,789
Less: Allowance for expected credit losses for agency receivables	**(7,878,975)**	(7,921,109)
	55,409,572	42,036,680
Staff advances	**91,575**	37,255
	55,501,147	42,073,935

(a) Agency receivables represent amounts to be collected on behalf of the principals and are payable to the principals after deduction of commission as per the agency agreements entered into between the Company and the principals. Corresponding liability has been recorded and classified as trade payables (note 13).

(b) Administrator receivables represent amounts to be collected on behalf of the rights' holder and are payable to the rights' holder after deduction of revenue share as per the rights administration agreement entered into between the Company and the rights' holder. Corresponding liability has been recorded and classified as trade payables (note 13).

(c) Sale of programmes' receivables represent amounts to be collected on direct sale of television programmes and movies which are jointly produced with third-parties.

A reconciliation of the movements in the allowance for expected credit losses of trade receivables is as follows:

	2024 AED	2023 AED
Opening balance	**7,921,109**	8,073,399
Provisions made during the year	**--**	56,247
Amount written off	**--**	(208,537)
Provision no longer required reversed during the year	**(42,134)**	--
Closing balance	**7,878,975**	7,921,109

The information about credit exposure is disclosed in note 26.

At the reporting date, the Company does not hold any collateral against trade receivables (previous year Nil).

8. CASH AND CASH EQUIVALENTS

	2024	2023
Cash on hand	**12,233**	10,333
Bank balances:		
Current accounts[(a)]	**3,951,572**	3,596,090
Call deposits	**2,998,206**	10,157,805
	6,962,011	13,764,228

(a) These include AED 3,297,430 (previous year AED 2,430,795) in bank accounts held in the joint name of the Company and its parent.

9. OTHER FINANCIAL ASSETS

	2024	2023
Deposits	**70,000**	70,000

10. OTHER CURRENT ASSETS

	2024	2023
Advances to suppliers	**8,201,838**	2,572,329
Prepayments	**77,702**	72,968
	8,279,540	2,645,297

		2024 AED	2023 AED
11.	**SHARE CAPITAL**		
	Paid up		
	50 shares of AED 1,000 each held by Asia Today Limited, Mauritius	50,000	50,000

		2024 AED	2023 AED
12.	**PROVISION FOR STAFF END-OF-SERVICE BENEFITS**		
	Opening balance	395,155	319,863
	Provision for the year	93,478	75,292
	Closing balance	488,633	395,155

		2024 AED	2023 AED
13.	**TRADE PAYABLES**		
	Agency payables [note 7 (a)]	14,823,390	7,004,301
	Administrator payables [note 7 (b)]	12,068,709	12,068,709
		26,892,099	19,073,010
	Administration expense vendors	81,251	38,804
		26,973,350	19,111,814

The entire trade payables are due for settlement within one year from the reporting date.

		2024 AED	2023 AED
14.	**OTHER FINANCIAL LIABILITIES**		
	Accrued expenses	2,543,292	1,062,260

		2024 AED	2023 AED
15.	**OTHER CURRENT LIABILITIES**		
	Advance received from customers	58,123	215,471
	Employee benefits payable	335,663	295,226
	Statutory dues payable[(a)]	2,066,696	1,440,876
		2,460,482	1,951,573

(a) Includes withholding tax amounting to AED 1,553,812 (previous year AED 1,382,476) payable on other media support service fee (see note 24).

		2024 AED	2023 AED
16.	**PROVISIONS**		
	Provision for employee benefits:		
	- Leave salary	178,446	140,468

17. **RELATED PARTIES**

The Company enters into transactions with entities that fall within the definition of a related party as contained in International Accounting Standard 24. The management considers such transactions to be in the normal course of business and are at prices determined by the management.

Related parties comprise ultimate parent company, parent company, fellow subsidiaries and companies under common management control.

At the reporting date, significant balances with related parties were as follows:

	Ultimate parent company	Fellow subsidiaries	Companies under common management control	Total 2024	Total 2023
	AED	AED	AED	AED	AED
Included in trade and other receivables – Rights monetisation	40,829,778	--	--	**40,829,778**	
	36,852,565	--	--		36,852,565
Included in trade payables	--	12,012,608	--	**12,012,608**	
	--	4,407,201	--		4,407,201
Included in other current liabilities	1,553,812	--	--	**1,553,812**	
	1,382,476	--	--		1,382,476

All balances are unsecured and are expected to be settled in cash. Repayment and other terms are set out in note 13,15 and 26.

Significant transactions with related parties during the year were as follows:

	Ultimate parent company	Fellow subsidiaries	Companies under common management and control	Total 2024	Total 2023
	AED	AED		AED	AED
Commission on advertisements	--	5,895,527	--	**5,895,527**	
	--	7,147,311	--		7,147,311
Right monetisation fees	6,240,598	--	--	**6,240,598**	
	7,020,948	--	--		7,020,948
Short-term lease expenses	--	--	264,128	**264,128**	
	--	--	264,128		264,128
Repairs and maintenance	--	--	12,285	**12,285**	
	--	--	12,285		12,285

The Company is using facilities and administrative services provided by related parties as per agreed rates.

18. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to ensure that the Company continues as a going concern and to provide the shareholder with a rate of return on their investment commensurate with the level of risk assumed.

Capital, which is unchanged from the previous year, comprises equity funds as presented in the statement of financial position. Debt comprises total amounts owed by the Company, net of cash and cash equivalents.

The Company is not subject to externally imposed capital requirements.

Funds generated from internal accruals together with funds received from related parties net of funds provided to related parties if any are retained in the business according to the business requirements and maintain capital at desired levels.

19. REVENUE

The Company generates revenue from the sale of programmes, commission on advertisements and administration of content rights at a point in time. The disaggregated revenue from contracts with customers by geographical segments, type of revenue and timing of revenue is presented below. The management believes that this best depicts the nature, amount, timing and uncertainty of the Company's revenue and cash flows.

	2024 AED	2023 AED
Primary geographical segments		
- UAE	**11,119,117**	11,074,228
- Other Middle East countries	**2,534,702**	740,501
- Africa	**14,690**	--
- Asia	**14,131,151**	21,934,650
	27,799,660	33,749,379
Type of revenue		
- Commission on advertisement (net)[(a)&(b)]	**5,818,145**	8,299,224
- Sale of programmes (net)	**7,850,364**	3,515,505
- Other media support service fee©	**14,131,151**	21,934,650
	27,799,660	33,749,379
Timing of revenue recognition		
- At a point in time	**27,799,660**	33,749,379

(a) Commission on advertisement is net of annual volume rebate of AED 2,145,395 (previous year AED 443,056).

(b) The total value of advertisement services rendered during the year amounted to AED 28 million approximately (previous year AED 33 million approximately).

(c) This represents revenue share earned towards administration of content rights.

		2024 AED	2023 AED
20.	**OTHER INCOME**		
	Interest income	--	2,644
	Credit balances written back	41,301	782,006
		41,301	784,650
21.	**COST OF PROGRAMMES, SERVICE AND OTHER RELATED COSTS**		
	Media sales representati'es' commission	220,701	--
	Programming expenses	6,215,798	2,388,625
	Right monetisation fees	6,240,598	7,020,948
		12,677,097	9,409,573
22.	**STAFF COSTS**		
	Salaries and allowances	2,320,871	1,704,837
	Staff incentives	233,352	204,158
	Medical benefits	220,996	170,592
	Staff welfare expenses	29,984	12,872
	Staff end-of-service benefits	93,478	75,292
		2,898,681	2,167,751
23.	**MARKETING EXPENSES**		
	Business promotion expenses	12,414	38,699
24.	**OTHER OPERATING EXPENSES**		
	Short-term lease expenses	264,128	264,128
	Depreciation	3,413	2,041
	License fees	35,017	35,020
	Repairs and maintenance	142,453	97,230
	Communication expenses	67,102	57,982
	Travelling expenses	100,847	103,298
	Legal and professional charges	345,692	152,910
	Bank charges	12,983	13,185
	Vehicle expenses	22,002	20,700
	Statutory dues[(a)]	6,254,315	7,020,948
	Exchange loss (net)	2,811,030	4,370,001
	Miscellaneous expenses	24,531	19,530
		10,083,513	12,156,973

(a) Represents withholding tax expense on other media support service fee (see note 15).

	2024 AED	2023 AED
25. (REVERSAL OF IMPAIRMENT)/ IMPAIRMENT OF FINANCIAL ASSETS		
On trade receivables	(42,134)	56,247

26. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments

Classification and fair values

The net carrying amounts as at the reporting date of financial assets and financial liabilities are as follows:

	At amortised cost	
	2024 AED	2023 AED
Financial assets		
Trade and other receivables	55,501,147	42,073,935
Cash and cash equivalents	6,962,011	13,764,228
Other financial assets	70,000	70,000
	62,533,158	55,908,163
Financial liabilities		
Trade payables	26,973,350	19,111,814
Other financial liabilities	2,543,292	1,062,260
	29,516,642	20,174,074

Fair value measurement and disclosures

The management assesses the fair values of all its financial assets and financial liabilities at each reporting date.

The fair values of cash and cash equivalents, trade and other receivables, other financial assets, trade payables and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Financial risk management

Risk management objectives

Risk is inherent in the Company's activities but is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability. The Company's risk management focusses on actively securing short to medium term cash flows by minimizing the exposure to financial markets.

The Company does not actively engage in trading of financial assets for speculative purpose.

The primary risks to which the business is exposed, which are unchanged from the previous year, comprise credit risks, liquidity risks and market risks (including currency risks and fair value interest rate risks).

The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

Credit risk is managed by assessing the creditworthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up.

Financial assets that potentially expose the Company to concentrations of credit risk comprise principally cash and cash equivalents, deposits with banks and trade and other receivables.

The Company's bank accounts are placed with high credit quality financial institutions and hence have low credit risk.

Current financial assets representing investments in deposits are placed with high credit quality institutions.

The management assesses the credit risk arising from trade receivables taking into account their financial position, past experience and other factors. Based on the assessment individual risk limits are determined.

At the reporting date, the Company's maximum exposure to credit risk from such receivables situated outside the UAE is as follows:

	2024	2023
	AED	AED
Middle East countries	21,385,181	12,534,388
Asian countries	40,829,778	36,852,565
African countries	1,073,588	570,835

At the reporting date, bank balances of AED 3,297,430 (previous year AED 2,430,795) are with a bank in Egypt.

At the reporting date, 65% of trade receivables was due from one customer (previous year 84% due from one customer).

At the reporting date, there is no significant concentration of credit risk from any particular industry as the Company's customers are from diverse industries.

The Company uses an allowance matrix to measure the expected credit losses of trade receivables, which comprise a number of balances. Loss rates are calculated using a 'flow rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Flow rates are calculated separately for exposures in different segments based on the following common credit risk characteristics – geographic region, age of customer relationship and type of product purchased.

The following table provides information about the exposure to credit risk and expected credit losses for trade receivables from individual customers as at the reporting date.

	Loss rate		Gross carrying amount		Loss allowance	
	2024	2023	**2024**	2023	**2024**	2023
	%	%	**AED**	AED	**AED**	AED
Not past due	**--**	--	**35,717,720**	23,180,926	**--**	--
0-180 days past due	**--**	--	**19,319,495**	18,653,137	**--**	--
181-365 days past due	**--**	--	**260,514**	161,470	**--**	--
More than 365 days past due	**99**	99	**7,990,818**	7,962,256	**7,878,975**	7,921,109
			63,288,547	49,957,789	**7,878,975**	7,921,109

Loss rates are based on actual credit loss experience over the past years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the Company's view of economic conditions over the expected lives of the receivables.

Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and financial liabilities.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages liquidity risk by monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturities of the Company's undiscounted financial liabilities at the reporting date, based on contractual payment dates.

	Less than one year	
	2024	2023
	AED	AED
Trade payables	**26,973,350**	19,111,814
Other financial liabilities	**2,543,292**	1,062,260

Market risk
Market risk is the risk that the changes in market prices, such as foreign currency exchange rates, interest rates and prices, will affect the Company's income or the value of its holdings of financial instrument. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the returns.

Currency risk
Currency risk is the risk that the values of financial instruments will fluctuate because of changes in foreign exchange rates.

The Company provides services in foreign currencies. Exposure is minimised where possible by denominating such transactions in US dollars to which the UAE Dirhams is pegged.

There are no significant currency risks as substantially all financial assets and financial liabilities are denominated in UAE Dirhams or US Dollars to which the Dirham is fixed except for the following:

	2024	2023
	AED	AED
Trade receivables		
- Egyptian Pound	**1,058,898**	570,835
- Indian Rupee	**40,829,778**	36,852,565
Bank balances		
- Egyptian Pound	**3,290,802**	2,424,097

At the reporting date, if the above-mentioned currencies had been weaker or stronger against the Dirhams by 1%, profit for the year and equity would have been higher or lower by AED 451,795 (previous year AED 398,475).

Interest rate risk
Interest rate risk is the risk that the value of financial instruments will fluctuate because of changes in market interest rates.

Call deposit accounts are subject to fixed interest rates at levels generally obtained in the UAE and are therefore exposed to cash flow interest rate risk.

27. **COMPARATIVE INFORMATION**

Previous year's figures have been regrouped/reclassified wherever necessary to make them comparable to those of the current year.

28. **CORPORATE TAX**

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the 'CT Law') to enact a Federal corporate tax ('CT') regime in the UAE. The CT Law is effective for the financial years beginning on or after 1 June 2023. Decision No. 116 of 2022 specifies the threshold of income (as AED 375,000) over which a corporate tax of 9% would apply and accordingly, the CT Law is now considered to be substantively enacted.

For the Company, current taxes shall be accounted for as appropriate in the financial statements for the accounting period beginning after 1 April 2024. In accordance with IAS 12 Income Taxes, the related deferred tax accounting impact has been considered for the financial year ended 31 March 2024.

Based on the information available to date, the Company has assessed the deferred tax implications for the year ended 31 March 2024 and, after considering its interpretations of applicable tax law, official pronouncements, cabinet decisions and ministerial decisions (especially with regard to transition rules), it has been concluded that deferred tax implications are not expected to be material.

The Company shall continue to monitor critical Cabinet Decisions to determine the impact on the Company, from deferred tax perspective.

For **ATL MEDIA FZ-LLC**

Mr. Adil Adam Memon
DIRECTOR

ATL MEDIA LTD

AUDITED FINANCIAL STATEMENTS

FOR YEAR ENDED

31 MARCH 2024

Grant Thornton

Independent auditors' report
To the member of ATL Media Ltd

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **ATL Media Ltd**, the "Company", which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements on pages 8 to 38 give a true and fair view of the financial position of the Company as at 31 March 2024 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board, as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to Note 29 of the financial statements, where the directors explained the reasons for not accounting for the Put Option liability.

In view of the above and based on current available information and legal advice received, the financial statements do not include any adjustments that may be deemed necessary in respect of the fair value of the Put Option liability (including any impact in the prior year) in the financial statements of the Company.

Our conclusion is not qualified in respect of this matter.

Independent auditors' report (Continued)
To the member of ATL Media Ltd

Report on the Audit of the Financial Statements (Continued)

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises mainly of information included under the Corporate Data and Commentary of the Directors sections, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board, as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Independent auditors' report (Continued)
To the member of ATL Media Ltd

Report on the Audit of the Financial Statements (Continued)

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Independent auditors' report (Continued)
To the member of ATL Media Ltd

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Other Matter

Our report is made solely to the member of the Company as a body. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton

Grant Thornton
Chartered Accountants

K Ramchurun

K RAMCHURUN, FCCA
Licensed by FRC

Date: 09 MAY 2024

Ebène 72201, Republic of Mauritius

ATL MEDIA LTD
STATEMENT OF FINANCIAL POSITION AT 31 MARCH

	Notes	2024 USD	2023 USD
ASSETS			
Non-current			
Right-of-use assets	11	126,270	158,366
Investments in subsidiaries	6	18,569,328	21,166,541
Deferred tax assets	23	731,633	736,744
Total non-current assets		19,427,231	22,061,651
Current			
Inventories	7	-	3,402,005
Trade receivables	8(a)	15,889,989	16,920,489
Other receivables	8(b)	109,949,441	105,836,009
Cash and cash equivalents	9	1,089,245	1,021,457
Other assets	8(c)	1,762,760	2,000,774
Current tax assets	22	12,339,601	11,609,067
Total current assets		141,031,036	140,789,801
Total assets		160,458,267	162,851,452
EQUITY AND LIABILITIES			
EQUITY			
Stated capital	10	583	583
Retained earnings		128,561,939	131,467,549
Total equity		128,562,522	131,468,132
LIABILITIES			
Non-current			
Retirement gratuities	12	106,375	78,172
Lease liabilities	14	91,362	109,516
Total non-current liabilities		197,737	187,688
Current			
Lease liabilities	14	37,579	52,172
Trade payables	15(a)	4,512,073	6,537,106
Other payables	15(b)	27,139,385	24,605,705
Current tax liabilities	22	8,971	649
Total current liabilities		31,698,008	31,195,632
Total liabilities		31,895,745	31,383,320
Total equity and liabilities		160,458,267	162,851,452

The financial statements were approved by the board of directors and authorised for issue on 09 MAY 2024 and signed on its behalf by:

Director

Director

The notes on pages 12 to 38 form an integral part of these financial statements.

ATL MEDIA LTD
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
REVENUE	16	9,244,395	13,762,569
FINANCE INCOME	18(i)	57	5
OTHER INCOME	17	17,048	2,178,844
OTHER LOSSES	19	(279,436)	(2,273,001)
EXPENSES:			
Amortisation of inventories	7	(4,260,748)	(8,829,552)
Other operating expenses		(3,475,983)	(1,172,335)
Transmission charges		(873,431)	(1,814,844)
Advertising and selling costs		(215,212)	(353,195)
Employee benefit expenses	20	(281,800)	(232,508)
Finance costs	18(ii)	(9,592)	(810,074)
Administrative expenses	21	(123,764)	(220,474)
Depreciation on right-of-use assets	11	(32,096)	(46,988)
Depreciation on plant and equipment	5	-	(141)
		(9,272,626)	(13,480,111)
OPERATING (LOSS)/PROFIT		(290,562)	188,306
(Impairment)/reversal on investment	6	(2,597,213)	2,337,500
(LOSS)/PROFIT BEFORE TAX		(2,887,775)	2,525,806
TAX EXPENSE	22	(17,835)	(21,312)
(LOSS)/PROFIT FOR THE YEAR		(2,905,610)	2,504,494
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR		(2,905,610)	2,504,494

ATL MEDIA LTD
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH

	Stated capital USD	Retained earnings USD	Total USD
At 01 April 2022	**583**	**128,963,055**	**128,963,638**
Profit for the year	-	2,504,494	2,504,494
Other comprehensive income	-	-	-
Total comprehensive income	-	2,504,494	2,504,494
At 31 March 2023	**583**	**131,467,549**	**131,468,132**
Loss for the year	-	(2,905,610)	(2,905,610)
Other comprehensive loss	-	-	-
Total comprehensive loss	-	(2,905,610)	(2,905,610)
At 31 March 2024	**583**	**128,561,939**	**128,562,522**

The notes on pages 12 to 38 form an integral part of these financial statements.

ATL MEDIA LTD
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss)/profit for the year before tax		(2,887,775)	2,525,806
Adjustments for:			
Depreciation on plant and equipment	5	-	141
Depreciation on right-of-use assets	11	32,096	46,988
Movement in retirement gratuities	12	28,204	(12,839)
Net exchange loss or gain	19	(279,436)	(2,273,001)
Reversal of provision for impairment of investment	6	(2,597,213)	2,337,500
Interest income	18(i)	57	(5)
Interest expense	18(ii)	9,592	810,074
OPERATING CASH FLOWS BEFORE MOVEMENTS IN WORKING CAPITAL		(5,694,475)	3,434,664
Decrease in inventories		3,402,005	2,812,983
Decrease in trade and other receivables		2,911,208	19,637,031
Decrease in trade and other payables		(508,647)	(4,155,439)
CASH FROM OPERATING ACTIVITIES		110,091	21,729,239
Tax paid		-	(965,882)
NET CASH FROM OPERATING ACTIVITIES		110,091	20,763,357
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest paid		-	(2,364,093)
Interest received		35	2
NET CASH GENERATED FROM/(USED IN) INVESTING ACTIVITIES		35	(2,364,091)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of lease liabilities	14	(42,338)	(38,690)
Repayment of loan from a related company	13	-	(30,276,288)
NET CASH GENERATED USED IN INVESTING ACTIVITIES		(42,338)	(30,314,978)
NET INCREASE IN CASH AND CASH EQUIVALENTS		67,788	(11,915,712)
CASH AND CASH EQUIVALENTS AT 01 APRIL		1,021,457	12,937,169
CASH AND CASH EQUIVALENTS AT 31 MARCH		1,089,245	1,021,457

The notes on pages 12 to 38 form an integral part of these financial statements.

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS AS ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD ("IASB')

ATL Media Ltd (the "Company") was originally incorporated in the British Virgin Islands under the name of Winterheath Company Limited ("WCL") and it migrated to the Republic of Mauritius on 25 August 2004. On 17 February 2005, Asia Today Limited, a private company incorporated in the Republic of Mauritius and a 100% subsidiary of WCL, merged its activities with WCL, pursuant to an amalgamation under Section 244 of the Mauritius Companies Act 2001. The Company has been granted a Global Business Licence under the Financial Services Act 2007 and WCL had changed its name to Asia Today Limited. On 06 November 2015, Asia Today Limited further changed its name to ATL Media Ltd.

The principal activity of the Company is in satellite television broadcasting in India and theatrical film distribution around the world.

Pursuant to a Board Meeting, dated 09 November 2023, ATL Media Ltd and Zee Entertainment Enterprises Limited ("ZEEL") agreed to realign their satellite television broadcasting business such that ATL Media Ltd would discontinue their broadcasting.

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

2. ADOPTION OF NEW AND AMENDED STANDARDS

In the current year, the Company has applied all of the new and amended Standards and Interpretations issued by the International Accounting Standards Board ("IASB") and the International Financial Reporting Interpretations Committee ("IFRIC") of the IASB that are relevant to its operations and effective for accounting periods beginning on 01 April 2023.

New and amended Standards that are effective for the current year

The Company has applied the following Standards and Interpretations to existing Standards for the first time for the financial year commencing on 01 April 2023:

IFRS 17	Insurance contracts: Amendments to IFRS 17 Insurance Contracts
IFRS 4	Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)
IFRS 17	Initial Application of IFRS 17 and IFRS 9 - Comparative Information (Amendments to IFRS 4)
IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments IAS 12)
IAS 8	Definition of Accounting Estimates (Amendments to IAS 8)
IAS 1	Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2)
IAS 12	International Tax Reform - Pillar Two Model Rules (Amendments to IAS 12)
IFRS for SMEs	International Tax Reform - Pillar Two Model Rules (Amendments to the IFRS for SMEs Standard)

Management has assessed the impact of these revised amendments and concluded that only IAS 1: Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2) has an impact on these financial statements.

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided as follows:

2. ADOPTION OF NEW AND AMENDED STANDARDS (CONT'D)

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company (Cont'd)

IAS 1	Classification of Liabilities as Currrent or Non-current (Amendments to IAS 1)
IAS 1	Non-current Liabilities with Covenants (Amendments to IAS 1)
IFRS 16	Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
IAS 7 and IFRS 7	Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)
IAS 21	Lack of Exchangeability (Amendments to IAS 21)
IFRS S1	General Requirements for Disclosure of Sustainability-related Financial Information
IFRS S2	Climate-related Disclosures

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted by the Company are as follows:

(a) Overall considerations

The financial statements have been prepared using the material accounting policies and measurement bases summarised below.

(b) Consolidated financial statements

The financial statements are separate financial statements which contain information about ATL Media Ltd as an individual company and do not contain consolidated financial information as the parent of a group.

The Company holds a Global Business Licence issued by the Financial Services Commission and has taken advantage of the exemption given in section 12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 from the requirement to prepare consolidated financial statements as it is a wholly-owned subsidiary of Zee Entertainment Enterprises Limited, an unquoted company incorporated in the Republic of India.

(c) Investments in subsidiaries

A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A subsidiary is fully consolidated from the date on which control is transferred to the Company.It is deconsolidated from the date that control ceases.

Investment in subsidiary is initially shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(d) Plant and equipment

Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is calculated on the straight line basis at annual rates estimated to write off the cost of the assets less their estimated residual values over their expected useful lives. The annual rates used are:

Transmission and studio equipment	16.67% - 20%
Computer equipment	33%

The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting date, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss arising on the disposal or retirement of an item of plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

During the previous year, the plant and equipment has been fully depreciated.

(e) Inventories

Inventories are stated at the lower of cost less accumulated amortisation and estimated net realisable value. Cost comprises the original purchase price/direct production costs. Net realisable value is determined by the directors who regularly assess the estimated future revenue (net of commissions and other costs) that the media content will generate.

Inventories are amortised as follows:

1. *Programme and films rights*

   Programme and film rights, which are purchased, are capitalised and amortised to profit or loss on a straight line basis over the period of the licences.

2. *Programme and films produced*

   Programme and films, which are financed and produced on behalf of the Company, are amortised at 80% and charged to profit or loss upon first telecast. Remaining costs are amortised to profit or loss over a two year period on a straight line basis.

3. *Theatrical film distribution rights*

   Theatrical film distribution rights, which are acquired/produced, is fully amortised in profit or loss when it is released and viewed in cinema.

(f) Cash and cash equivalents

Cash comprises cash at bank and in hand and demand deposits net of bank overdrafts. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(g) Revenue recognition

To determine whether to recognise revenue, the Company ensures that the following 5 conditions are satisfied:

1. Identifying the contract with a customer.
2. Identifying the performance obligations.
3. Determining the transaction price.
4. Allocating the transaction price to the performance obligations.
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers.

The Company recognises revenue from the following sources:

1. *Advertisement and subscription services*

Advertising revenue is recognised, net of discount and sales tax, at a point in time upon telecast of advertisement or commercial i.e spots.

Subscription revenue is recognised based on Channel Subscription Agreement between the Company and the holding company whereby a Channels Subscription Revenue Rate has been mutually agreed between the two parties upon broadcasting of television channels to subscribers.

2. *Syndication of broadcasting rights*

Revenue from syndication of broadcasting rights is recognised at a point in time when control of the services has been transferred and the media content has been delivered to the customers in accordance with the agreed terms.

3. *Theatrical film distribution services*

Theatrical film distribution takes place where the Company makes film available for viewing by an audience in cinema. Revenue is recognised at a point in time when control of the services has transferred to the customers in accordance with the agreed terms.

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer.

(h) Expenses

All expenses are reported for in the statement of profit or loss and other comprehensive income on an accrual basis.

(i) Related parties

Related parties are individuals and companies where the individual or company has the ability directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties also include management entities providing key management personnel services to the Company.

(j) Foreign currencies

In preparing the financial statements, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities denominated in foreign currencies are retranslated into the entity's functional currency at the rates of exchange prevailing on the reporting date.

Exchange differences arising on the settlement and the retranslation of monetary items are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in a foreign currency are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated using exchange rate at the date of the transaction.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(k) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting date.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised, based on tax laws and rates that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax assets and liabities reflects the tax consequences that would follow from the manner in which the company expects, at the reporting date, to recover or settle the carrying amount of its assets or liabilities.

Current tax and deferred tax

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Withholding tax

Advertising and subscriptions remittances from India are net of withholding tax. The amount of tax withheld is accounted for as advances and is adjusted with actual tax due when filing the tax return.

(l) Financial instruments

(i) *Recognition and derecognition*

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

(ii) *Classification and initial measurement of financial assets*

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI)

In the current year, the Company does not have any financial assets categorised as FVOCI and FVTPL.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(l) Financial instruments (Cont'd)

(ii) *Classification and initial measurement of financial assets (Cont'd)*

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of comprehensive income.

(iii) *Subsequent measurement of financial assets*

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows.
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After the initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's trade receivables, other receivables and cash and cash equivalents fall into this category of financial instruments.

(iv) *Impairment of financial assets*

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaces IAS 39: *incurred loss model.* For the Company, instruments within the scope of the new requirements included its trade receivales, other receivables and cash and cash equivalents.

Recognition of credit losses is no longer dependent on the Company's first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1"); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2").

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognized for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(l) Financial instruments (Cont'd)

(v) *Subsequent measurement of financial liabilities*

The Company's financial liabilities consist of lease liabilities, trade payables and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest rate

(vi) *Offsetting financial instruments*

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

(m) Impairment of plant and equipment

At each reporting date, the Company reviews the carrying amounts of its plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cashflows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

At the reporting date, the Company's plant and equipment are fully depreciated.

(n) Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(n) Leases (Cont'd)

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Company did not make any such adjustments during the year under review.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37: *Provisions, Contingent Liabilities and Contingent Assets*. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

3. **MATERIAL ACCOUNTING POLICIES (CONT'D)**

(n) Leases (Cont'd)

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies IAS 36: *Impairment of assets* to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

(o) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Whereas provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(p) Employee benefits

Employee entitlement to annual leave, long services and other benefits are recognised when they accrue to the employees. Contributions to the National Pension Scheme are expensed to the statement of profit or loss and other comprehensive income in the period in which they fall due.

(q) Retirement benefits

Under The Workers' Right Act 2019

The present value of retirement gratuity as provided under the Workers' Right Act 2019 is recognised in the statement of financial position as a non-current liability.

State Plan
Contributions to the National Pension Scheme are expensed to profit or loss in the period in which they fall due.

(r) Comparitives

Where necessary, comparitive figures have been adjusted to confirm to changes in presentation in the current year.

4. **SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY**

The preparation of financial statements in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board ("IASB"), requires the directors and management to exercise judgement in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that may affect the reported amounts and disclosures in the financial statements. Judgements and estimates are continuously evaluated and are based on historical experience and other factors, including expectations and assumptions concerning future events that are believed to be reasonable under the circumstances. The actual results could, by definition therefore, often differ from the related accounting estimates.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY (CONT'D)

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following are significant management judgements in applying the accounting policies of the Company that have the most significant effect on the financial statements:

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising thereon are dependent on the functional currency selected. The directors have considered those factors therein and have determined the functional currency of the Company as United States Dollar ("USD").

Going concern

Directors have made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, the directors are not aware of any material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. Hence, the financial statements continue to be prepared on the going concern basis.

Lease term

In determining the lease term, management considers all fact and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension options or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are provided below. Actual results may be substantially different.

Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting date.

Impairment of investments in subsidiaries

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. The directors have assessed the recoverable amount of the investments and confirmed that the carrying amounts have not suffered any impairment in value at the reporting date.

Amortisation of inventories

Inventories are amortised over the period over which revenue is expected to be generated. In order to perform this assessment of amortisation profile, the directors consider the expected number of viewers a programme is likely to achieve on repeat brocadcast, the alternative programming available to the programming scheduler, the potential marketing benefits relating to the scheduling of certain programmes and the Company's assessment of its competitors' scheduling intentions when determing the amount of programme expense to recognise for each broadcast.

During the year under review, the inventory of the Company was transferred to ZEEL, as described in Note 7.

Impact of Russia/Ukraine conflict

In February 2022, a military conflict arose between Russia and Ukraine, with the latter being supported by countries in the NATO alliance as well as others around the globe, including imposition of financial and trade sanctions against Russia. Although the length, impact and outcome of the ongoing military conflict in Ukraine is highly unpredictable, this conflict could lead to significant market and other disruptions, including significant volatility in commodity prices, supply of energy resources, instability in financial markets, supply chain interruptions, political and social instability, changes in consumer or purchaser preferences as well as increase in cyberattacks and espionage. The military conflict does not have any impact on the operation of the Company at the reporting date.

5. **PLANT AND EQUIPMENT**

	Transmission and studio equipment USD	Computer equipment USD	Total USD
COST			
At 01 April 2022	**3,500,100**	**2,034**	**3,502,134**
At 31 March 2023	**3,500,100**	**2,034**	**3,502,134**
At 31 March 2024	**3,500,100**	**2,034**	**3,502,134**
ACCUMULATED DEPRECIATION			
At 01 April 2022	**3,500,011**	**1,983**	**3,501,994**
Charge for the year	89	51	141
At 31 March 2023	**3,500,100**	**2,034**	**3,502,135**
At 31 March 2024	**3,500,100**	**2,034**	**3,502,134**
CARRYING AMOUNT			
At 31 March 2024	-	-	-
At 31 March 2023	-	-	-

6. INVESTMENTS IN SUBSIDIARIES

	2024 USD	2023 USD
At 01 April	21,166,541	18,829,049
Reversal of impairment (Note 6 (i))	62,500	2,400,000
Impairment of investment (Note 6 (i))	(2,597,213)	(62,500)
Investment written off (Note 6(ii))	(62,500)	(8)
At 31 March	18,569,328	21,166,541

Details on the subsidiaries are as follows:

Name of companies	Cost 2024	Cost 2023	Country of incorporation	Principal activity
Expand Fast Holdings (Singapore) Pte Ltd	-	62,500	Singapore	Transponder services
Asia Today Limited	100,000	100,000	Mauritius	Media broadcasting
Taj TV Ltd	24,769,328	24,769,328	Mauritius	Broadcasting

The Company has 100% holdings in the above mentioned Companies, except for Expand Fast Holdings (Singapore) Pte Ltd (Note 6(ii) below).

(i) Movement for impairment loss

	2024 USD	2023 USD
At 01 April	3,765,287	6,102,787
Reversal of impairment during the year	(62,500)	(2,400,000)
Impairment during the year	2,597,213	62,500
At 31 March	6,300,000	3,765,287

During the year under review, Management assessed that the investment value in Taj TV Ltd decreased to USD 18,515,844. Consequently, an impariment of USD 2,597,213 had been recorded during the year ended 31 March 2024. The directors are of the opinion that the remaining investment in subsidiary is fairly stated at cost and has not suffered any impairment loss for the year under review.

(ii) During the year under review, Expand Fast Holdings (Singapore) Pte Ltd was wound up in Singapore and the investment was written off in these financial statements.

7. INVENTORIES

	2024 USD	2023 USD
Recoverable within one year	-	3,107,007
Recoverable after more than one year	-	294,998
	-	3,402,005

The cost of inventories recognised as an expense for the year in respect of continuing operations is USD 4,260,748 (2023: USD 8,829,552).

The Company has transferred inventories aggregating to USD 2,070,349 to ZEEL, by way of a Licence Agreement, dated 29 March 2024. The amount is still receivable at the reporting date.

The movement is as per below

	2024 USD	2023 USD
At 01 April	3,402,005	6,214,988
Additions	858,743	6,016,569
Amortisation during the year	(2,190,399)	(8,829,552)
Transfer during the year	(2,070,349)	-
At 31 March	-	3,402,005

8. TRADE AND OTHER RECEIVABLES

(a) *Trade receivables*

	2024 USD	2023 USD
Trade receivables	2,090,450	2,296,474
Loss allowance	(2,090,450)	(2,113,600)
	-	182,874
Amount due from holding company (Note 24)	5,634,799	8,064,024
Amount due from subsidiaries (Note 24)	10,255,190	8,673,591
	15,889,989	16,920,489

The average credit period is 90 days. No interest is charged on outstanding trade receivables. The Company assesses the potential customer's credit quality before accepting any new customer. The receivable balances relate to diverse customers.

In determining the recoverability of a trade receivable, the Company considers any change in the credit quality of the receivables from the date credit was initially granted up to the reporting date.

The Company has recognised a loss allowance of 100% against trade receivables over 180 days past due where historical experience has indicated that these receivables are generally not recoverable.

Included in the Company's trade receivables are debtors with a carrying amount of USD 2,090,450 (2023: USD 2,113,600) which are past due at reporting date.

The Directors have made an assessment on the trade receivable and full provision was made, at the reporting date.

Included in trade receivables is an amount of USD 2,017,916 (2022: USD 2,017,916) which is receivable from a related company. This amount is fully provided for.

At 31 March 2024, 88% (31 March 2023: 88%) of credit risk is concentrated on related parties with respect to the total trade receivables balance.

Movement in loss allowance	Individually assessed	
	2024 USD	2023 USD
At 01 April	2,113,600	2,113,600
Amount written back during the year	(23,150)	-
At 31 March	2,090,450	2,113,600

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8. TRADE AND OTHER RECEIVABLES (CONT'D)

(b) Other receivables

	2024 USD	2023 USD
Other receivables	4,743	127,295
Unbilled revenue	-	757,944
Receivables from subsidiary (Note 24)	109,944,698	104,950,770
	109,949,441	105,836,009

(c) Other assets

	2024 USD	2023 USD
Advance to suppliers	4,356,595	4,593,061
Loss allowance	(2,608,063)	(2,608,063)
Net advance to suppliers	1,748,532	1,984,998
Prepayments and others	14,228	15,776
	1,762,760	2,000,774

9. CASH AND CASH EQUIVALENTS

	2024 USD	2023 USD
Cash in hand	1,047	289
Cash at bank	1,088,198	1,021,168
	1,089,245	1,021,457

10. STATED CAPITAL

	2024 USD	2023 USD
Issued and fully paid		
583 ordinary shares of USD 1 each	583	583

The above shares shall confer to its holder the following rights:
(a) the right to vote at a meeting of the Company on any resolution;
(b) the right to dividends authorised by the Board; and
(c) the right to the distribution of the surplus assets of the Company, on winding up.

11. RIGHT-OF-USE ASSETS

	2024 USD	2023 USD
COST		
At 01 April	279,632	181,309
Remeasurement during the year	-	98,323
Closing balance	279,632	279,632
ACCUMULATED DEPRECIATION		
At 01 April	121,266	74,278
Charge for the year	32,096	46,988
Closing balance	153,362	121,266
CARRYING AMOUNT		
At 31 March	126,270	158,366

11. RIGHT-OF-USE ASSETS (CONT'D)

The Company leases office spaces and parkings under operating lease. The average lease term is 5 years and the Company does not have the option to purchase the asset at the end of the lease term. The maturity analysis of lease liabilities is presented in Note 14.

12. RETIREMENT GRATUITIES

	2024	2023
Under the Workers' Rights Act 2019	USD	USD
At 01 April	78,171	91,011
Charge to profit or loss (included in staff costs) (Note 20)	28,204	(12,839)
Closing balance	106,375	78,172

The principal assumptions used for accounting purposes are:-

	2024	2023
	%	%
Discount rate	5.16	6.20
Expected rate of salary increase	6.00	6.00

The weighted average duration of the retirement benefit obligations is 29 years (2022: 30 years).

13. BORROWINGS

	2024	2023
	USD	USD
Opening balance	-	30,276,288
Repayment during the year	-	(30,276,288)
Closing balance	-	-

The loan from related company was unsecured, with interest at LIBOR + 4% and was fully repaid during the year ended 31 March 2023.

14. LEASE LIABILITIES

	2024	2023
	USD	USD
Analysed as:		
Non-current	91,362	109,516
Current	37,579	52,172
	128,941	161,688

	2024	2023
	USD	USD
Maturity analysis:		
Year 1	37,579	52,172
Year 2	39,581	37,579
Year 3	41,689	39,581
Year 4	10,092	25,196
Year 5	-	7,160
	128,941	161,688

The Company does not face a significant liquidity risk with regard to its lease liabilities. All lease obligations are denominated in Mauritian Rupee.

15. TRADE AND OTHER PAYABLES

	2024 USD	2023 USD
(a) *Trade payables*		
Trade payables	831,571	2,085,932
Amount due to immediate holding company (Note 24)	1,245,084	1,809,839
Amount due to subsidiaries (Note 24)	2,255,706	2,461,623
Amount due to other related companies (Note 24)	179,712	179,712
	4,512,073	6,537,106

	2024 USD	2023 USD
(b) *Other payables*		
Other payables and accruals	261,090	-
Advance received from customers	95,547	786,018
Amount due to related company (Note 24)	26,782,748	23,819,687
	27,139,385	24,605,705

The average credit period on purchases is 45 days. The Company has financial risk management policies to ensure that all payables are paid within the credit timeframe.

16. REVENUE

	2024 USD	2023 USD
Disaggregation of revenue:		
Advertisement services	302,763	717,508
Trade discount - agency	(10,283)	22,303
Advertisement services - net	292,480	739,811
Subscription services	3,971,020	11,416,735
Theatrical film distribution services	929,765	417,161
Syndication of broadcasting rights	4,051,130	1,188,862
	9,244,395	13,762,569

17. OTHER INCOME

	2024 USD	2023 USD
Dividend income	-	2,042,911
Balances written back (Note 17(i))	17,048	135,933
	17,048	2,178,844

(i) Several amounts payable were written back during the year under review, since the amounts are long outstanding and for which no claims were made as of date.

18. (i) FINANCE INCOME

	2024 USD	2023 USD
Interest income	57	5

18. (ii) FINANCE COSTS

	2024 USD	2023 USD
Interest expense of lease liabilities	9,592	9,073
Interest on loan from related company	-	801,001
	9,592	810,074

19. OTHER LOSSES

	2024 USD	2023 USD
Loss on exchange difference	(279,436)	(2,273,001)
	(279,436)	(2,273,001)

Loss on exchange consist mainly of balances held with related parties in different currencies which are retranslated as and when incurred.

20. EMPLOYEE BENEFIT EXPENSES

	2024 USD	2023 USD
Salaries and allowances	273,157	222,560
Staff welfare	8,643	9,948
	281,800	232,508

21. ADMINISTRATIVE EXPENSES

	2024 USD	2023 USD
Bank charges	11,465	11,813
Rates & taxes	-	50,296
Repairs and maintenance costs	1,104	400
Insurance	9,091	9,182
Electricity and water charges	4,011	2,982
Communication expenses	3,485	5,840
Travelling and conveyance expenses	6,407	11,154
Legal and professional charges	103,548	124,213
Investment written off (Net)	-	8
Provision for doubtful debts (Net)	(23,150)	-
Printing and stationery expenses	1,755	1,564
Miscellaneous expenses	6,048	3,022
	123,764	220,474

22. TAXATION

Mauritian income tax

The Company is liable to income tax in Mauritius on its net income, as adjusted for tax purposes, at 15% (2023: 15%). It is entitled to a tax credit equivalent to the higher of the actual foreign tax suffered and 80% (2023: 80%) of the tax payable on its foreign source income, thereby giving a maximum effective tax rate of 15% (2023: 15%).

Any dividends paid are exempt from Mauritian income tax in the hands of its shareholder. Capital gains of the Company are exempt from tax in Mauritius. The foregoing is based on current interpretation and practice and is subject to any future charges in Mauritian tax laws.

22. TAXATION (CONT'D)

Mauritian income tax (Cont'd)

At 31 March 2024, the Company has accumulated tax losses of USD 30,306,358 (2023: USD 33,923,458) out of which USD 5,564,503 (2023: USD 5,563,784) are attributable to capital losses and can be carried forward indefinitely and is therefore not liable to income tax in Mauritius.

The tax losses will expire as follows:

Financial year	Tax Loss USD	Expiry date
Year ended 31 March 2020	2,265,600	2025
Year ended 31 March 2021	18,758,756	2026
Year ended 31 March 2022	2,779,657	2027
Year ended 31 March 2023	937,842	2028
	24,741,855	

Indian income tax

Per an order under section 197 of the Income Tax Act 1961, the Assistant Director of Income Tax (International Taxation) has established that the Company's advertisement, subscription and syndication revenues are taxable in India, on the basis of its profitability and therefore, the Company was making Indian tax provision every year. However, the Company contested the Indian tax provision to the Indian tax authorities.

The directors assessed that ATL Media Ltd does not have a Permanent Establishment in India and therefore decided that no new India tax provision will be made in the financial statements as from 01 April 2018.

Advertising revenue / Subscription revenue / Syndication revenue:

Tax on these revenues during the year ended 31 March 2024 was calculated at the rate of Nil (2023: Nil).

Australian income tax

The Company has established a representative branch in Australia for undertaking film distribution activities. Revenue from Australia is taxable on the basis of its profitability and as at 31 March 2024, tax was calculated at the rate of 2.1% (2023: 2.1%).

Income tax (asset)/liability	2024 USD	2023 USD
Mauritian income tax		
Provision for the year	-	-
	-	-
Indian income tax		
At 01 April	(11,609,067)	(11,708,818)
TDS paid during the year	(930,534)	(951,249)
Exchange difference	200,000	1,051,000
At 31 March	(12,339,601)	(11,609,067)
Australian income tax		
At 01 April	649	4,905
Tax provision during the year	14,297	8,620
Excess provision written back	(1,573)	-
Short provision in respect of prior year	-	1,757
Tax paid during the year	(4,402)	(14,633)
At 31 March	8,971	649
Total	(12,330,630)	(11,608,418)

22. TAXATION (CONT'D)

Income tax (asset)/liability (Cont'd)

	2024 USD	2023 USD
Analysed as follows:		
Tax asset	(12,339,601)	(11,609,067)
Tax payable	8,971	649
	(12,330,630)	(11,608,418)

Tax charge / (credit)

	2024 USD	2023 USD
Australian income tax		
Tax provision for the year	14,297	8,620
Excess provision written back	(1,573)	-
Short provision in respect of prior year	-	1,757
	12,724	10,377
Deferred tax movement (Note 23)	5,111	10,935
Tax charge	17,835	21,312

Tax reconciliation

The tax credit for the year can be reconciled to the loss before tax as follows:

	2024 USD	2023 USD
(Loss)/profit for the year	(2,887,775)	2,525,806
Taxed at 15%	-	378,871
Effect of:		
Different basis of tax in Australia	14,297	8,620
Excess provision written back	(1,573)	-
Non allowable expenses	-	126,528
Exempt income	-	(41,273)
Short provision in respect of prior year	-	1,757
Utilization of brought forward losses	-	(464,126)
Deferred tax asset recognised during the year	5,111	10,935
Tax credit	17,835	21,312

23. DEFERRED TAXATION

Deferred tax is calculated at the maximum effective income tax rate of 15% (2022: 15%) in respect of temporary differences.

23. DEFERRED TAXATION (CONT'D)

The movement in deferred tax asset is as follows:

	2024 USD	2023 USD
At 01 April	736,744	747,679
Movement for the year	(5,111)	(10,935)
At 31 March	731,633	736,744

Deferred tax assets arise from the following:

2024	At 01 April 2023 USD	Charge to P&L for the year USD	At 31 March 2024 USD
Deferred tax assets			
Loss allowance	708,249	(3,473)	704,776
Retirement gratuities	11,726	4,231	15,957
Deferred tax liability			
Accelerated capital allowances	16,769	(5,869)	10,900
	736,744	(5,111)	731,633

2023	At 01 April 2022 USD	Charge to P&L for the year USD	At 31 March 2023 USD
Deferred tax assets			
Loss allowance	708,249	-	708,249
Retirement gratuities	13,652	(1,926)	11,726
Deferred tax liability			
Accelerated capital allowances	25,778	(9,009)	16,769
	747,679	(10,935)	736,744

Accumulated tax losses have not been included in deferred tax assets as it is not probable that the Company will make future sufficient taxable profit against which they can be utilised.

24. RELATED PARTY TRANSACTIONS

The Company is making the following disclosures in accordance with IAS 24 (Related Party Disclosures):

Transactions	2024 USD	2023 USD
(a) **Revenue**		
Theatrical distribution		
Zee Entertainment Enterprises Limited	966,438	401,141
Revenue from syndication of broadcasting rights		
Zee Entertainment Enterprises Limited	3,906,801	1,061,581
Subscription revenue		
Zee Entertainment Enterprises Limited	3,971,020	11,416,735
Dividend income		
Expand Fast Holdings (Singapore) Pte Ltd	-	2,042,911

24. RELATED PARTY TRANSACTIONS (CONT'D)

	2024 USD	2023 USD
Transactions (Cont'd)		
(b) **Expenses**		
Transmission charges		
Zee Entertainment Enterprises Limited	541,537	936,854
Expand Fast Holdings (Singapore) Pte Ltd	-	24,956
	541,537	961,810
Purchase of Content		
Zee Entertainment Enterprises Limited	2,549,863	5,189,018
Commissions expense		
Zee Entertainment Enterprises Limited	35,291	80,886
Asia TV Limited	185,885	4,563
Asia Today Singapore Pte. Ltd	8,998	198
	230,174	85,647
Advertising expenses		
Zee Entertainment Enterprises Limited	182,703	744,497
Administrative expenses		
Management Company	8,660	8,460
Impairment loss / (Reversal) on investment in subsidiary		
Taj TV Ltd	2,597,213	(2,400,000)
Expand Fast Holdings (Singapore) Pte Ltd	-	62,500
Zee Studios International Limited	-	8
	2,597,213	(2,337,492)
Interest expense		
Zee Multimedia Worldwide (Mauritius) Limited (note 18(ii))	-	801,001
Balances		
(a) **Receivables from related companies**		
Amount due from holding company		
Zee Entertainment Enterprises Limited (Note 8(a))	5,634,799	8,064,024

24. RELATED PARTY TRANSACTIONS (CONT'D)

Balances (cont'd)

(a) Receivables from related companies (cont'd)

	2024 USD	2023 USD
Amount due from subsidiaries		
Asia Today Limited (Note 8(b))	109,944,698	104,950,770
Asia TV Limited (Note 8(a))	10,178,383	8,673,591
Asia Today Singapore Pte. Ltd (Note 8(a))	76,807	-
	120,199,888	113,624,361

(b) Payables to related companies

	2024 USD	2023 USD
Amount due to holding company		
Zee Entertainment Enterprises Limited (Note 15(a))	1,245,084	1,809,839
Amount due to subsidiary (Note 15(a))		
Taj TV Ltd	2,255,706	2,441,133
Asia Today Singapore Pte. Ltd	-	30,490
	2,255,706	2,471,623
Amount due to related companies		
Zee Multimedia Worldwide (Mauritius) Limited (Note 15(b))	26,782,748	23,819,687
Zee Turner Ltd (Note 15(a))	179,712	179,712
	26,962,460	23,999,399

Compensation paid to key management personnel

	2024 USD	2023 USD
Short term employee benefits	47,527	41,062

25. FINANCIAL INSTRUMENTS RISK

In its ordinary operations, the Company is exposed to various risks such as capital risk, foreign currency risk, interest rate risk, credit risk and liquidity risk. The Company has devised on a central basis a set of specific policies for managing these exposures.

Fair values

Except where stated elsewhere, the carrying amounts of the Company's financial assets and financial liabilities approximate their fair values due to the short-term nature of the balances involved.

Categories of financial instruments

	2024 USD	2023 USD
Financial assets		
At amortised cost		
Trade and other receivables	125,839,430	122,756,655
Cash and bank balances	1,089,245	1,021,457
	126,928,675	123,778,112
Financial liabilities		
At amortised cost		
Lease liabilities	128,941	161,688
Trade and other payables	31,651,458	31,142,810
	31,780,399	31,304,498

Foreign currency risk management

The Company is exposed to the risk that the exchange rate of the United States Dollar relative to other currencies may change in a manner which has a material effect on the reported values of the Company's assets and liabilities.

25. FINANCIAL INSTRUMENTS RISK (CONT'D)

Foreign Currency risk management (Cont'd)

Currency profile

The currency profile of the Company's financial assets and financial liabilities are summarised as follows:

	2024 USD	2023 USD
Financial assets		
United States Dollar	112,958,596	106,850,151
Indian Rupee	3,640,222	8,153,220
Great Britain Pound	10,178,383	8,673,591
Mauritian Rupee	15,630	19,828
Australian Dollar	135,775	81,254
Euro	69	68
	126,928,675	123,778,112

	2024 USD	2023 USD
Financial liabilities		
United States Dollar	31,612,780	31,062,661
Indian Rupee	38,678	80,149
Mauritian Rupee	128,941	161,688
	31,780,399	31,304,498

Foreign currency sensitivity analysis

The Company is mainly exposed to the Indian Rupee (INR) and the Great Britain Pounds (GBP), whilst the exposure to the other currencies, as stated, above are very limited due to less volume of transactions.

The table below details the Company's sensitivity to a 10% increase and decrease in the USD against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number below indicates an increase in profit or a decrease in loss where the USD strengthens 10% against the relevant currency. For a 10% weakening of the USD against the relevant currency, there would be an equal and opposite impact on the results.

Material impact of a 10% appreciation of USD:

	2024 USD	2023 USD
INR Impact		
(Loss)/profit	(360,154)	807,307
GBP Impact		
(Loss)/profit	(1,017,838)	867,359

25. FINANCIAL INSTRUMENTS RISK (CONT'D)

Foreign Currency risk management (Cont'd)

Foreign currency sensitivity analysis (Cont'd)

The profit or loss is mainly attributable to the exposure outstanding on INR and GBP receivables and payables at year end in the Company.

The Company manages foreign exchange exposures through regular monitoring of foreign exchange rates movements and ensuring that foreign currency denominated outgoing payments and inflows are reviewed and approved before processing the transactions.

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties, as a means of mitigating the risk of financial loss from defaults. Credit exposure is controlled by counterparty limits that are approved and reviewed by key management on regular basis.

Categories of financial instruments	2024 USD	2023 USD
Financial assets		
At amortised cost		
Trade and other receivables	125,839,430	122,756,655
Cash and bank balances	1,089,245	1,021,457
	126,928,675	123,778,112

The Company's credit risk is primarily attributable to trade receivables. The amounts presented in the statement of financial position are net of allowances for doubtful receivables, estimated by management based on prior experience and represents the Company's maximum exposure to credit risk.

Majority of the Company's trade and other receivables are due from related companies and the directors have assessed the recoverability of the receivables from related parties and are of the opinion that the related parties have strong capacity to meet their contractual obligations. As a result, no loss allowance has been recognised based on 12-month ECL, since no event of default is anticipated for the amount receivables from related parties.

The credit risk for the bank balance is considered neglible, since the counterparties are reputable banks with high quality external credit risks.

Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

ATL MEDIA LTD
NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 31 MARCH 2024

25. FINANCIAL INSTRUMENTS RISK (CONT'D)

Liquidity risk management (Cont'd)

The maturity profile of the financial liabilities is summarised as follows:

2024	On demand USD	1-6 months USD	6 months to 1 year USD	More than 1 year USD	Total USD
Financial liabilities					
Lease liabilities	-	18,790	18,790	91,362	128,941
Trade and other payables	26,782,748	4,868,710	-	-	31,651,458
	26,782,748	4,887,500	18,790	91,362	31,780,399
2023					
Financial liabilities					
Lease liabilities	-	17,840	17,840	126,009	161,688
Trade and other payables	23,819,687	7,323,123	-	-	31,142,810
	23,819,687	7,340,963	17,840	126,009	31,304,498

26. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financial activities are those for which cash flows were, or future cash flows will be, classified in the Company's statement of cash flows from financing activities.

	At 1 April 2023 USD	Remeasurement of lease liabilities USD	Finance charges USD	Repayment during the year USD	Exchange gain USD	At 31 March 2024 USD
Lease liabilities	161,688	-	9,592	(42,338)	-	128,941

	At 1 April 2022 USD	Remeasurement of lease liabilities USD	Finance charges USD	Repayment during the year USD	Exchange gain USD	At 31 March 2023 USD
Lease liabilities	92,982	98,323	9,073	(38,690)	-	161,688

27. CAPITAL RISK MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from 2020.

The capital structure of the Company consists of debt, which includes the borrowings disclosed in Note 13 and lease liabilities disclosed in Note 14, net of cash and cash equivalents and equity comprising issued capital and retained earnings as disclosed in the statement of changes in equity.

Gearing ratio

	2024 USD	2023 USD
The gearing ratio at the year end was as follows:		
Debt	128,941	161,688
Less: Cash and cash equivalents	(1,089,245)	(1,021,457)
Net debt	(960,304)	(859,769)
Equity	128,562,522	131,468,132
Net debt to equity ratio	-	-

The Company is not geared as at the reporting date.

28. HOLDING COMPANY

The directors consider Zee Entertainment Enterprises Limited, a company incorporated in India, as the holding company.

29. PUT OPTION AGREEMENT

During the financial year ended 31 March 2016, the Company had entered into a Put Option agreement with Living Entertainment Limited (LEL), a related party of the holding company, to acquire the issued share capital to the extent of 64.38% held by LEL in Veria International Limited (VIL) (another related party of the holding company) at an exercise price of USD 105 million. The exercise period of the Put Option was from the agreement date till the expiry date, that is, 30 July 2019. In order to secure financing, from Axis Bank Limited and Yes Bank Limited (Banks), LEL had assigned all its rights, titles, benefits and interests under the said Put Option agreement in favour of Axis Bank DIFC branch, the security trustee for the benefit of Axis Bank Limited and Yes Bank Limited. The Put Option agreement was amended and renewed by the parties (Company and LEL) on 29 July 2019 and extended till 30 December 2026 based on certain representations made by LEL and the exercise price was set at USD 52.50 million for the same quantum of shares as per the earlier Put Option agreement. LEL also extended the assignment of the Put Option to the security trustee.

During the financial year ended 31 March 2020, the Banks invoked the Put Option agreement and demanded the Company to pay the exercise price. Subsequently, upon inquiry, the Company became aware of certain misrepresentations made by LEL at the time of renewal of the Put Option agreement and consequently, the Company rescinded the Put Option from the renewal date of the Put Option agreement and also filed a suit against LEL and the security trustee of the said Bank (security trustee subsequently excluded in the amended plaint filed during the quarter ended on 30 September 2021) in the Honorable Supreme Court of Mauritius for inter-alia declaration that the amended Put Option agreement has been properly rescinded and is no longer binding and enforceable. The matter is now sub-judice in the courts in Mauritius.

The Company has also sought legal advice in respect of this situation and the below mentioned response was considered by the directors:

(a) The Company has an arguable case to the effect that the Put Option Amendment Deed has been properly rescinded by the Company and is no longer binding and enforceable against the Company, and

(b) The Company has a reasonable chance of success in this respect in the Amended Plaint.

31. EVENTS AFTER THE REPORTING DATE

There have been no material events after the reporting date which would require disclosures or adjustments to the financial statements for the year ended 31 March 2024.

Auditors' report to member of TAJ TV LTD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of TAJ TV LTD (the Company), which comprise the statement of financial position as at 31 March 2024 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies, as set out on pages 7 to 41.

In our opinion, these financial statements give a true and fair view of the financial position of TAJ TV LTD as at 31 March 2024 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and in compliance with the requirements of the Mauritius Companies Act 2001.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information as required by the Companies Act 2001. The other information comprises the Directors' Report and Secretary's certificate. The other information does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibility for the Financial Statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards and in compliance with the requirements of the Mauritius Companies Act, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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Auditors' report to member of TAJ TV LTD (continued)

Report on the Audit of the Financial Statements (continued)

Directors' Responsibility for the Financial Statements (continued)

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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Auditors' report to member of TAJ TV LTD (continued)

Report on the Audit of the Financial Statements (continued)

Report on Other Legal and Regulatory Requirements

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matter

This report is made solely to the Company's member, in accordance with Section 205 of the Mauritius Companies Act. Our audit work has been undertaken so that we might state to the Company's member, those matters that we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member, for our audit work, for this report, or for the opinions we have formed.

Report on Other Legal and Regulatory Requirements

Mauritius Companies Act 2001

We have no relationship with or interests in the Company other than in our capacities as auditors and tax advisors.

We have obtained all the information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Kanhiya Associates

Kanhiya Associates
Licensed Auditors
Quatre-Bornes

Jeewala Kanhiya FCCA
Licensed by FRC

Date: 15. 04. 2024

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TAJ TV LTD

Statement of profit or loss and other comprehensive income
for the year ended 31 March 2024

	Note	**2024 USD**	2023 USD
Revenue			
Revenue from Operations	5	-	-
Other Income	6	**1,116,172**	3,095,598
		1,116,172	3,095,598
Expenses			
Employee benefits expense	7	-	122
Finance Costs	8	**273,794**	3,616
Administration Expenses	9	**128,417**	395,040
		402,211	398,778
Profit before Tax		**713,961**	2,696,820
Taxation	10	**(3,383,765)**	(404,874)
(Loss)/Profit for the year		**(2,669,804)**	2,291,946
Other Comprehensive income, net of income tax			
Item that will not be reclassified subsequently to profit or loss		-	-
Other Comprehensive Income		-	-
Total Comprehensive (loss)/income for the year		**(2,669,804)**	2,291,946

The notes on pages 12 to 41 form part of these financial statements

TAJ TV LTD

Statement of financial position
at 31 March 2024

	Note	2024 USD	2023 USD
Assets			
Non-current assets			
Other Financial Assets	12 & 13	-	-
Income Tax Assets	23	**3,622,301**	18,844,222
Deferred Tax assets	11	-	-
Total non-current assets		**3,622,301**	18,844,222
Current assets			
Financial Assets			
Other Financial Assets	13	**2,259,055**	2,432,493
Trade Receivables	14	-	-
Loan	15	-	-
Other Current Assets	16	**8,141**	6,156
Cash and Cash Equivalents	17	**13,186,849**	549,361
Total current assets		**15,454,045**	2,988,010
Total assets		**19,076,346**	21,832,232

Approved by the Board of Directors on 15-04-2024 and signed in its behalf by:

Director

V. Ramphul
Director

The notes on pages 12 to 41 form part of these financial statements

TAJ TV LTD

Statement of financial position (continued)
at 31 March 2024

	Note	**2024 USD**	2023 USD
Equity			
Stated capital	18	**3,896,000**	3,896,000
Retained earnings		**14,619,844**	17,289,648
Total equity		**18,515,844**	21,185,648
Current liabilities			
Financial Liabilities:			
Trade Payables	19	**322,810**	325,473
Other Financial Liabilities	20	**130,451**	147,425
Other Current Liabilities	21	-	958
Current Tax Liabilities	10a.	**107,241**	172,728
Total current liabilities		**560,502**	646,584
Total liabilities		**560,502**	646,584
Total equity and liabilities		**19,076,346**	21,832,232

Approved by the Board of Directors on ....15 - 04 - 2024.... and signed on its behalf by:

....
Director

V. Ramphul
....
Director

The notes on pages 12 to 41 form part of these financial statements.

TAJ TV LTD
Statement of changes in equity
for the year ended 31 March 2024

A. Equity Share Capital

	Shares	Amount USD	Total Stockholders' Equity (deficit) USD
As at 01 April 2023	**3,896**	**1,000**	**3,896,000**
Buy-back of shares	-	-	-
As at 31 March 2024	**3,896**	**1,000**	**3,896,000**

B. Other Equity

	Stated capital USD	Accumulated Losses USD	Total USD
Balance at 1 April 2022	3,896,000	14,774,346	18,670,346
Total comprehensive income			
Profit for the year	-	2,291,946	2,291,946
Balance at 31 March 2023	3,896,000	17,289,648	21,185,648
Balance at 1 April 2023	**3,896,000**	**17,289,648**	**21,185,648**
Total comprehensive income			
Loss for the year	-	**(2,669,804)**	**(2,669,804)**
Balance at 31 March 2024	**3,896,000**	**14,619,844**	**18,515,844**

The notes on pages 12 to 41 form part of these financial statements

TAJ TV LTD

Statement of cash flows

for the year ended 31 March 2024

	2024 USD	2023 USD
Cash flow from operating activities		
Profit before taxation	**713,961**	2,696,819
Adjustments for:		
Other interest income	**(1,044,190)**	(3,095,294)
Interest income	**(69,664)**	(304)
Creditors W/back	**2,318**	-
Operating profit before working capital changes	**(397,575)**	(398,779)
Change in prepaid and other current assets	**171,452**	301,596
Change in other current liabilities	**(17,935)**	(2,036)
Change in trade and other payables	**(4,982)**	8,665
	2,490,040	(90,554)
Tax refund/(paid)	**11,772,674**	(43,081)
Net cash used in operating activities	**11,523,634**	(133,635)
Cash flows from investing activities		
Interest paid	**1,113,854**	304
Net cash from investing activities	**1,113,854**	304
Net decrease in cash and cash equivalents	**12,637,488**	(133,331)
Cash and cash equivalents at the beginning of the year	**549,361**	682,692
Cash and cash equivalents at the end of the year	**13,186,849**	549,361
Cash and cash equivalents at the end of the year consist of:		
Cash in hand	**9**	9
Cash at bank	**13,186,840**	549,352
	13,186,849	549,361

The notes on pages 12 to 41 form part of these financial statements

Notes to and forming part of the financial statements
for the year ended 31 March 2024

1. General information

The Company was incorporated as a private limited company on 21 June 2000 in the British Virgin Islands. The Company was redomiciled in the Republic of Mauritius on 12 July 2002 as evidenced by the certificate of registration by continuation dated 12 July 2002 and was granted a Category 1 Global Business Licence on 15 July 2002. The main activities of the Company include broadcast support services, TV/radio sales and marketing and renting out its building.

The Company has a Branch in Dubai, United Arab Emirates, whose results are incorporated within these financial statements. The Branch was set up in December 2000 and has obtained a trade licence from Dubai Media City, whose registered office is at Dubai Technology Electronic Commerce and Media Free Zone in Dubai, United Arab Emirates. The registered address of the Branch is PO Box 502018, situated in the Dubai Media City, Dubai, United Arab Emirates.

During the financial year 2016-17, the Company has transferred/disposed major part of its Sports Broadcasting Business on 'slump sale' basis. During the financial year 2017-18, the Company has also transferred/disposed its Pakistan business.

The Company holds a Global Business Licence under the Financial Services Act 2007. Since the Company operates in an international environment and conducts most of its transactions in foreign currencies, the Company has chosen to retain the United States Dollar (USD) as its reporting currency.

2. Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and in compliance with the requirements of the Mauritius Companies Act 2001.

2.2 Basis of measurement

The financial statements have been prepared under the historical cost convention, except that the financial assets and liabilities are carried at fair value.

2.3 Functional and presentation currency

The Company's functional currency is United Arab Emirates Dirham (AED) and the financial statements are presented in United States Dollar (USD), which is the Company's presentation currency.

2.4 Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

2. Basis of preparation (continued)

2.4 Use of estimates and judgements (continued)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Assumption and estimation uncertainties

Information about assumptions and estimation uncertainties (if any) that have a significant risk of resulting in a material adjustment in the year ended 31 March 2023 is included in the relevant notes as follows:

- Recognition of deferred tax assets: availability of future taxable profit against which carry forward tax losses can be used;
- Impairment test: key assumptions underlying recoverable amounts, including the recoverability of development costs;
- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements mainly comprise provision for uncollectible trade receivables (refer note 14), recognition of claims receivable (refer note 12) and provision towards potential income tax liability (refer note 10(a).

Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting year during which the change has occurred.

2. Basis of preparation (continued)

2.4 Use of estimates and judgments (continued)

Claim for compensation

The Company has filed a case against a broadcaster in India, for recovery of the telecast rights money, which is currently being heard by the Supreme Court of India. A substantial part of the amount claimed from this competing broadcaster was included in the revenue during the financial year 2003-2004 and 2004-2005. The directors of the Company, on the basis of their review of the current status of this case and their review of the opinion received from the lawyers representing the Company in this legal matter, are confident that the ultimate outcome of the legal dispute with the competing broadcaster will be in favour of the Company. Consequently, in the opinion of the Company's directors, the total amount recognised in these financial statements is considered recoverable.

Impairment losses on receivables

The Company reviews its receivables to assess impairment at least on an annual basis. The Company's credit risk is primarily attributable to its trade receivables. In determining whether impairment losses should be reported in the statement of profit or loss and other comprehensive income, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for impairment is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

2.5 Changes to accounting policies and disclosures

(i) Standards, Amendments to Published Standards and Interpretations effective in the reporting period

The following relevant new and revised IFRSs have been applied in these financial statements. The application of these new and revised IFRSs has not had any material impact on the amounts reported and/or disclosed for the current year but may affect the accounting for future transactions or arrangements.

IFRS 17 Insurance Contract (including the June 2020 and December 2021 Amendments to IFRS 17

The Company has adopted IFRS 17 and the related amendments for the first time in the current year. IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts and supersedes IFRS 4 *Insurance Contracts.* IFRS 17 outlines a general model, which is modified for insurance contracts with direct participation features, described as the variable fee approach. The general model is simplified if certain criteria are met by measuring the liability for remaining coverage using the premium allocation approach. The general model uses current assumptions to estimate the amount, timing and uncertainty of future cash flows and it explicitly measures the cost of that uncertainty. It takes into account market interest rates and the impact of policyholders' options and guarantees.

The Company does not have any contracts that meet the definition of an insurance contract under IFRS 17.

2. Basis of preparation (continued)

2.5 Changes to accounting policies and disclosures (continued)

(i) *Standards, Amendments to Published Standards and Interpretations effective in the reporting period (continued)*

Amendments to IAS 1 *Presentation of Financial Statements* and IFRS Practice Statement 2 *Making Materiality Judgements* - Disclosure of Accounting Policies

The Company has adopted the amendments to IAS 1 for the first time in the current year. The amendments change the requirements in IAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The supporting paragraphs in IAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. The IASB has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in IFRS Practice Statement 2.

Amendments to IAS 12 *Income Taxes*—Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The Company has adopted the amendments to IAS 12 for the first time in the current year. The amendments introduce a further exception from the initial recognition exemption. Under the amendments, an entity does not apply the initial recognition exemption for transactions that give rise to equal taxable and deductible temporary differences. Depending on the applicable tax law, equal taxable and deductible temporary differences may arise on initial recognition of an asset and liability in a transaction that is not a business combination and affects neither accounting profit nor taxable profit. Following the amendments to IAS 12, an entity is required to recognise the related deferred tax asset and liability, with the recognition of any deferred tax asset being subject to the recoverability criteria in IAS 12.

(ii) New and revised IFRS Accounting Standards in issue but not yet effective

At the date of authorisation of these financial statements, the Company has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective.

Amendments to IFRS 10 and IAS 28	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
Amendments to IAS 1	*Classification of Liabilities as Current or Non-current*
Amendments to IAS 1	*Non-current Liabilities with Covenants*
Amendments to IAS 7 and IFRS 7	*Supplier Finance Arrangements*
Amendments to IFRS 16	*Lease Liability in a Sale and Leaseback*

Where relevant, the Company is still evaluating the effect of these Standards, Amendments to published Standards and Interpretations issued but not yet effective, on the presentation of its financial statements.

3. Significant accounting policies

The accounting policies set out below have been applied consistently to all years presented in these financial statements:

Financial Instruments

Financial assets and financial liabilities are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.
Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

(i) Classification and measurement of financial assets

All recognised financial assets that are within the scope of IFRS 9 are required to be measured subsequently at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Specifically:

- debt instruments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest of the principal amount outstanding, are measured subsequently at amortised cost;

- Debt instruments that are held within a business model whose objective is both to collect the contractual cash flows and to sell the debt instruments, and that have the contractual cash flows that are solely payments and principal and interest on the principal amount outstanding are measured subsequently at fair value through other comprehensive income (FVTOCI).

- by default, all other debt investments and equity investments are measured subsequently at fair value through profit or loss (FVTPL).

  Despite the aforegoing, the Company may make the following irrecoverable election/designation at initial recognition of a financial asset:

- the Company may irrecoverably elect to present subsequent changes in fair value of an equity investment that is neither held for trading nor contingent consideration recognised by an acquirer in a business combination in other comprehensive income; and

- the Company may irrevocably designate a debt investment that meets the amortised cost of FVTOCI criteria as measured at FVTPL.

In the current year, the Company has not designated any debts investments that meet the amortised cost or FVTOCI criteria as measured at FVTPL.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(i) Classification and measurement of financial assets (continued)

Debt instruments that are measured subsequently at amortised cost are subject to impairment. See (ii) below.
The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in gains/(losses) on FVTPL in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

The Company has classified trade and other receivables and cash and cash equivalents as financial assets at amortised cost.

(ii) Impairment of financial assets

In relation to the impairment of financial assets, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition, or if the financial instrument is a purchased or originated credit-impaired financial asset. However, if the credit risk on a financial instrument has not increased significantly since initial recognition (except for a purchased or originated credit-impaired financial asset), the Company is required to measure the loss allowance for that financial instrument at an amount equal to 12-months ECL.

The Company also applies a simplified approach for measuring the loss allowance at an amount equal to lifetime ECL for trade receivables, contract assets and lease receivables in certain circumstances. The expected credit losses on these financial assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(ii) Impairment of financial assets (continued)

Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Company's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Company's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor; and
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Company presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

- the financial instrument has a low risk of default;
- the debtor has a strong capacity to meet its contractual cash flow obligations in the near term; and
- adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(ii) Impairment of financial assets (continued)

Significant increase in credit risk (continued)

The Company considers a financial asset to have low credit risk when the asset has external credit rating of investment grade in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of performing. Performing means that the counterparty has a strong financial position and there is no past due amounts.

The Company regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Definition of default

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the debtor; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- The disappearance of an active market for that financial asset because of financial difficulties.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(iii) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the

cash flows that the Company expects to receive, discounted at the original effective interest rate.

If the Company has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Company measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which the simplified approach was used.

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in an equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(iv) Financial Liabilities

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at FVTPL.

Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is contingent consideration of an acquirer in a business combination, held for trading or designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been acquired principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative, except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration of an acquirer in a business combination may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and IFRS 9 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are measured at fair value, with any gains or losses arising on changes in fair value recognised in profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

However, for financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

3. Significant accounting policies (continued)

Financial Instruments (continued)

(iv) Financial Liabilities

Financial liabilities measured subsequently at amortised cost

Financial liabilities that are not contingent consideration of an acquirer in a business combination, held for trading, or designated as at FVTPL, are measured subsequently at amortised cost using the effective interest method.The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

(v) *Derecognition of financial liabilities*

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

When the Company exchanges with the existing lender one debt instrument into another one with the substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Company accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability. It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between: (1) the carrying amount of the liability before the modification; and (2) the present value of the cash flows after modification is recognised in profit or loss as the modification gain or loss.

Revenue

To determine whether to recognise revenue, the Company follows a 5-step process:
1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised services to its customers.

The Company recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial

3. Significant accounting policies (continued)

***Revenue* (continued)**

position. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

Revenue from these services is recognised on a time-and-materials basis as the services are provided. Customers are invoiced when services are rendered. Any amounts remaining unbilled at the end of a reporting period are presented in the statement of financial position as accounts receivable as only the passage of time is required before payment of these amounts will be due.

Revenue generated in the course of ordinary activities is measured at fair value of the consideration received or receivable, net of trade discounts.

If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

Revenue from cable distribution, syndication of broadcasting rights and production services are recognised when the significant risks and rewards have been transferred to the customers and no significant uncertainties remain regarding the consideration and associated costs. Revenue earned from the sale of advertisement spots is recognised at the time of broadcasting and the related advertisement or commercial appears before the public i.e. on telecast, and is stated net of commission in the statement of profit or loss and other comprehensive income.

A significant portion of advertising revenue is earned by the Company from two Asian countries. The invoices for the advertising revenue in these countries are raised by the Company. Accordingly, the related revenue is accounted in the books of accounts of the Company being the principal place of business of the Company.

Expenses

All expenses are recognised in the statement of profit or loss and other comprehensive income on an accrual basis.

Taxation

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items directly in equity or in OCI.

Current tax comprises the expected tax payable on the taxable income for the year and any adjustment to the tax payable in respect of prior years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also include any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

3. Significant accounting policies (continued)

***Taxation* (continued)**

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;

- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflect the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if certain criteria are met.

Finance income

Interest income is recognised on a time proportion basis, using the effective interest method.

Finance costs

Finance costs include interest expense, foreign exchange differences and bank charges. Interest expense is recognised on an accrual basis.

3. Significant accounting policies (continued)

Withholding tax

The Company has advertisement and distribution agents in India and Pakistan. Advertisement and distribution remittances from India are net of withholding tax. The amount of tax withheld is accounted for as advances and is adjusted with actual tax due when filing the tax return.

Long term advances

The Company has agreements with distributors for the rights to telecast over contract periods which generally run from one year to seven years. Program costs consists of costs incurred in acquiring rights to television programming of live and non-live/tape events.

Amortisation of rights costs in respect of live events

In the case of live events, the cost of the rights related to each event is amortized as a program cost in the year in which the event takes place.

The cost of the rights acquired for non live/tape events is amortized as a program cost of the episode in the year in which the first telecast of the episode takes place in accordance with the license agreement. The amount payable in relation to the amortized cost is disclosed as acquired program costs payable.

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currency of the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are not translated. Foreign currency differences arising on retranslation are recognised in profit or loss.

Cost of production

Costs relating to production of program for the purpose of maintaining an archive are expensed in the year in which they are incurred as part of production costs. Costs relating to the production of programs relating to specific events to be held in future are deferred and expensed when such events are held.

3. Significant accounting policies (continued)

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provision for end of service benefits

The Company provides end of service benefits to its employees. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment.

Long term advance received from customers

This includes advances received for sub-licensing of broadcasting rights of cricket which is expected to be amortized post 12 months.

Operating lease payments

The Company enters into operating leases as lessee. Lease of assets under which all the risk and rewards of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease. Lease incentives received are recognised as an integrated part of the total lease expense, over the term of the lease.

4. Financial risk management

Overview

The Company has exposure to the following risks from its use of financial instruments:

- Market risk
- Credit risk
- Liquidity risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

Risk management framework

The Management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company,

4. Financial risk management (continued)

***Risk management framework* (continued)**

through its training and management standards and procedures, aims to develop a disciplined and constructive control environment, in which all employees understand their roles and obligations.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, and interest rates will affect the Company's income or the value of its holdings of financial instruments.

The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

- *Currency risk*

Currency risk is the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to currency risk on sales and purchases that are denominated in a currency other than the functional currency of the Company, primarily the Indian Rupees (INR), Pakistan Rupees (PKR) and United Arab Emirate Dirham (AED).

Exposure to currency risk

	USD	INR	PKR	TOTAL
31 March 2024				
Cash and cash equivalent	**13,186,849**	-	-	**13,186,849**
Other financial assets	**2,259,055**	-	-	**2,259,055**
Trade Payables	**(278,245)**	-	**(44,566)**	**(322,811)**
Other financial liabilities	**(130,451)**	-	-	**(130,451)**
Other current liabilities	-	-	-	-
Net exposure	**15,037,208**	-	**(44,566)**	**14,992,642**

	USD	INR	PKR	TOTAL
31 March 2023				
Cash and cash equivalent	549,361	-	-	549,361
Other financial assets	2,432,493	-	-	2,432,493
Trade payables	(269,761)	(11,146)	(44,566)	(325,473)
Other financial liabilities	(147,425)	-	-	(147,425)
Other current liabilities	(958)	-	-	(958)
Net exposure	2,563,710	(11,146)	(44,566)	2,507,998

4. Financial risk management (continued)

Market risk (continued)

- *Currency risk (continued)*

The following exchange rates applied during the year:

	2024	2023
	USD	USD
INR 1	**0.012**	0.0122
PKR 1	**0.0036**	0.0035

Sensitivity Analysis:

A 10% strengthening of USD against the following currencies at 31 March would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that, all other variables, in particular interest rates, remain constant.

	Profit/(loss)	Profit/(loss)
	USD	USD
	2024	2023
INR	**-**	1,115
PKR	**4,457**	4,457

Conversely, a 10 % weakening of the USD against the above currencies at 31 March will have had the exact reverse effect.

In each of the above cases, the impact on equity would be the same values as the above amounts.

- *Interest rate risk*

Interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk in respect of its short term loans.

The Company's related party loan carries interest at normal commercial rates.

The Company did not have any variable rate instruments and is therefore not exposed to any interest rate risk.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from Company's receivables from third parties, due from related parties, loan to related parties, long term deposits and advances, other receivables and cash at bank. Credit risk is mainly attributable to trade receivables. The exposure to credit risk on the trade receivables is monitored on an ongoing basis.

4. Financial risk management (continued)

Credit risk **(continued)**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Company's customer base have high influence on credit risk.

The management has established a credit policy under which each new customer is analysed for creditworthiness before the Company's terms and conditions are offered. The Company's review can include external ratings, when available, customer segmentation, and in some cases bank references.

In monitoring customer credit risk, customers are classified according to their credit characteristics, including whether they are an individual or legal entity, projected business volumes, new or established businesses and existence of previous financial relationships with the Company.

The Company may require deposit or collateral in respect of granting credit for trade and other receivables, subject to results of risk assessment and the nature and volumes contemplated by the customer.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main component of this allowance is a collective loss component established in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets.

The credit risk associated with investment in bank and cash balances is limited as the counter parties are reputable and regulated institutions.

Exposure to credit risk

At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. Credit risk with respect to trade receivables is limited considering the profile of the parties comprising the Company's customer base. The exposure to credit risk on the trade receivables is monitored on an ongoing basis.

	2024	2023
	USD	USD
Trade receivables	-	-
Other financial assets	**2,259,055**	2,431,134
Cash at bank	**13,186,849**	549,361
	15,445,904	2,980,495

TAJ TV LTD

Notes to and forming part of the financial statements
for the year ended 31 March 2024

4. Financial risk management (continued)

Credit risk (continued)

Exposure to credit risk (continued)

Trade receivables:	**2024**		2023	
	Gross USD	**Impairment USD**	Gross USD	Impairment USD
Up to 60 days	-	-	-	-
61- 180 days	-	-	-	-
More than 180 days	**4,487,901**	**4,487,901**	4,487,901	4,487,901
Total	**4,487,901**	**4,487,901**	4,487,901	4,487,901

	2024		2023	
	Gross	**Impairment**	Gross	Impairment
Due from related parties:	**USD**	**USD**	USD	USD
Up to 60 days	-	-	-	-
61- 180 days	-	-	-	-
More than 180 days	**2,259,055**	-	2,432,493	-
Total	**2,259,055**	-	2,431,493	-

	2024		2023	
	Gross USD	**Impairment USD**	Gross USD	Impairment USD
Loan Receivables				
Up to 60 days	-	-	-	-
61- 180 days	-	-	-	-
More than 180 days	-	-	-	-
	-	-	-	-

The movement in the allowances for impairment in respect of trade receivables and other receivables during the year was as follows:

	2024 USD	**2023 USD**
Balance at 1 April	**4,487,901**	**4,487,901**
Impairment loss recognised	-	-
Write off	-	-
Balance at 31 March	**4,487,901**	**4,487,901**

There was no movement in the allowances for impairment in respect of due from related parties during the year (2023: USD Nil).

4. Financial risk management (continued)

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

At 31 March 2024	**Carrying amount USD**	**Contractual cash flows USD**	**6 mths or less USD**	**6-12 mths USD**	**1-2 years USD**	**2-5 years USD**
Trade payables	**322,811**	**322,811**	**322,811**	-	-	-
Other financial liabilities	**130,451**	**130,451**	**130,451**	-	-	-
Other current liabilities	-	-	-	-	-	-
	453,262	**453,262**	**453,262**	-	-	-

At 31 March 2023	Carrying amount USD	Contractual cash flows USD	6 mths or less USD	6-12 mths USD	1-2 years USD	2-5 years USD
Trade payables	325,473	325,473	325,473	-	-	-
Other financial liabilities	147,425	147,425	147,425	-		-
Other current liabilities	958	958	958	-	-	-
	473,856	473,856	473,856	-	-	-

Capital management

The Company's primary objectives when managing capital are to safeguard the Company's ability to continue as a going concern.

The Company defines "Capital" as including all components of equity.

The Company's capital structure is regularly reviewed and managed with due regard to its capital management practices. Adjustments are made to the capital structure in light of changes in economic conditions affecting the Company. The results of the Directors' review of the Company's capital structure are used as a basis for the determination of the level of dividends, if any, that are declared.

Notes to and forming part of the financial statements
for the year ended 31 March 2024

4. Financial risk management (continued)

Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It include fair value information for financial assets and financial liabilities not measured at fair value where the carrying amount is a reasonable approximation of fair value

31 March 2024	Carrying amount			Fair value			
	Loans and receivables	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
	USD	USD	USD	USD	USD	USD	USD
Financial assets not measured at fair value							
Other receivables	2,259,055	-	2,259,055	-	-	2,259,055	2,259,055
Cash and cash equivalents	13,186,849	-	13,186,849	-	13,186,849	-	13,186,849
	15,445,904	-	15,445,904	-	13,186,849	2,259,055	15,445,904
Financial liabilities not measured at fair value							
Trade payables	-	322,811	322,811	-	-	322,811	322,811
Other financial liabilities	-	130,451	130,451	-	-	130,451	130,451
Other current liabilities	-			-	-		
	-	453,262	453,262	-	-	453,262	453,262

Notes to and forming part of the financial statements
for the year ended 31 March 2024

4. Financial risk management (continued)

Accounting classifications and fair values (continued)

31 March 2023	Carrying amount			Fair value			
	Loans and receivables	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
	USD	USD	USD	USD	USD	USD	USD
Financial assets not measured at fair value							
Other receivables	2,432,493	-	2,432,493	-	-	2,432,493	2,432,493
Cash and cash equivalents	549,361	-	549,361	-	549,361	-	549,361
	2,981,854	-	2,981,854	-	549,361	2,432,493	2,981,854
Financial liabilities not measured at fair value							
Trade payables	-	325,473	325,473	-	-	325,473	325,473
Other financial liabilities	-	147,425	147,425	-	-	147,425	147,425
Other current liabilities	-	958	958	-	-	958	958
	-	473,856	473,856	-	-	473,856	473,856

TAJ TV LTD

Notes to and forming part of the financial statements
for the year ended 31 March 2024

5. Revenue from Operations

	2024 USD	2023 USD
Subscription revenue	**-**	-
Advertisement revenue(net)	**-**	-
	-	-

6. Other income

	2024 USD	2023 USD
Creditors written back	**2,318**	-
Interest income	**69,664**	304
Other interest income	**1,044,190**	3,095,294
	1,116,172	3,095,598

7. Employee benefits expenses

	2024 USD	2023 USD
Salaries and allowances	**-**	-
Medical benefits	**-**	-
Staff welfare expenses	**-**	-
Relocation/visa expenses	**-**	122
	-	-

8. Finance costs

	2024 USD	2023 USD
Bank charges	**2,031**	1,609
Foreign exchange gain	**271,763**	2,007
	273,794	3,616

Notes to and forming part of the financial statements
for the year ended 31 March 2024

9. Administration Expenses

	2024 USD	2023 USD
Legal & professional charges	**109,924**	372,749
License fee	**8,297**	6,635
Audit fee	**9,218**	13,317
Miscellaneous expenses	**977**	2,339
	128,416	395,040

10. Taxation

	2024 USD	2023 USD
Current tax expense		
Income tax charge for the year (note 10a.)	**107,241**	404,874
Tax in foreign jurisdiction	**3,276,524**	-
Deferred tax assets (note 11.)	-	-
	3,383,765	404,874

	2024 USD	2023 USD
Reconciliation of effective tax		
Profit before taxation	**713,961**	2,696,820
Tax at 15%	**107,094**	404,523
Effects of:		
Disallowed expenses	**147**	351
Tax in foreign jurisdiction	**3,276,524**	-
Deferred tax assets effect due to change in tax rates	-	-
	3,383,765	404,874

10a. Income tax liability

	2024 USD	2023 USD
At 01 April	**172,728**	43,081
Charge for the year (note 10.)	**107,241**	404,874
Repayment during the year	**(172,728)**	(43,081)
With Holding tax	-	(232,146)
At 31 March	**107,241**	172,728

Notes to and forming part of the financial statements
for the year ended 31 March 2024

11. Deferred tax asset

	2024 USD	2023 USD
At 01 April	-	-
Deferred tax assets on tax losses		
Movement during the year (note 10.)	-	-
At 31 March	-	-

12. Claim receivable

The Company had filed a case against a competing broadcaster in India ("the Indian broadcaster") for recovery of the telecast rights money related to a sports event held in Pakistan during March – April 2004. This legal case is currently being heard by the Supreme Court of India ("the Court"). Until the year ended 31 March 2005, the Company has recorded revenue of USD 6 million. This amount is the minimum claim amount expected to be received net of amount payable to a former sub-distributor in India pertaining to the sports event held during the year 2004.

The Company's lawyers is of the view that, the Company has a prima facie case on merits especially in view of the fact that the exclusive rights acquired by the Company in a global tender, in which the Indian broadcaster chose not to participate, had to be parted with under the order of the Court. As such the Company has a genuine case for restitution/compensation. Since this situation has arisen for the first time, the Court would like to finally settle the position of law. Furthermore, in the opinion of the Company's lawyers, the Company has a good case on merits.

Considering the significant passage of time, the management has determined a provision of USD 6 million against the same (note 13).

13. Other financial assets

Non-Current	2024 USD	2023 USD
Others (note 12)	**6,000,000**	6,000,000
Less: provision for doubtful debts	**(6,000,000)**	(6,000,000)
At 31 March	-	-

Current	2024 USD	2023 USD
Related parties	**2,255,706**	2,431,134
Others	**3,349**	1,359
At 31 March	**2,259,055**	2,432,493

Notes to and forming part of the financial statements
for the year ended 31 March 2024

14. Trade receivables

	2024 USD	2023 USD
Trade receivables	**4,478,901**	4,478,901
Less: provision for doubtful debts (refer to note 4)	**(4,478,901)**	(4,478,901)
Net trade receivables	-	-

15. Loan receivables

	2024 USD	2023 USD
Loan receivables	-	-
Less: w/off	-	-
Net loan receivables	-	-

16. Other current assets

	2024 USD	2023 USD
Advance to suppliers	-	-
Prepaid expense	**8,141**	6,156
	8,141	6,156

17. Cash in hand and at bank

	2024 USD	2023 USD
Cash in hand	**9**	9
Cash at bank	**13,186,840**	549,352
Balance at 31 March	**13,186,849**	549,361

18. Stated capital

	2024 USD	2023 USD
3,896 ordinary shares of USD 1,000 each	**3,896,000**	3,896,000

The ordinary shares have the following rights:
(a) Right to one vote on a poll at a meeting of the Company on any resolution;
(b) The right to an equal share in dividends authorised by the directors; and
(c) The right to an equal share in the distribution of the Surplus Assets of the Company.

Notes to and forming part of the financial statements
for the year ended 31 March 2024

19. Trade and other payables

	2024 USD	2023 USD
Trade payables	**322,811**	325,473
	322,811	325,473

20. Other financial liabilities

	2024 USD	2023 USD
Deposit received	-	1,359
Employee benefits payable	**15,288**	15,288
Accrued expenses	**115,163**	130,778
	130,451	147,425

21. Other current liabilities

	2024 USD	2023 USD
Advance received from customers	-	958
	-	958

22. Related parties

The Company, in the ordinary course of business, enters into transactions with other business enterprises that fall within the definition of a related party. Such transactions are entered with related parties at mutually agreed terms.

There are no significant transactions entered with related parties other than those already disclosed in these financial statements:

	Party	***Nature of relationship***	**2024 USD**	2023 USD
Transactions with related parties				
Reimbursement of receivables	ATL Media Ltd	Holding Company	**175,428**	300,268
Key management personnel:			-	-

Notes to and forming part of the financial statements
for the year ended 31 March 2024

22. Related parties (continued)

Amounts due from related parties

	2023 USD	2023 USD
Due from related parties	**2,255,706**	2,431,134
Less: provision for doubtful debts	-	-
Net due from related parties	**2,255,706**	2,431,134

Amount due from related parties is unsecured, non-interest bearing and repayable within one year.

Party	*Nature of relationship*	2023 USD	2023 USD
ATL Media Ltd	Parent company	**2,255,706**	2,431,134
TOTAL		**2,255,706**	2,431,134
Forex gain/loss		-	-
Net due from related party		**2,255,706**	2,431,134

23. Contingent liabilities and commitments

Contingent liabilities

(a) Tax assessment in India

Assessment in respect of financial years 2002-2003, 2003-2004, 2004-2005, 2005-2006, 2006- 2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014- 2015, 2015-2016 and 2016-17

The Company has filed Nil returns in respect of the above-mentioned years on the basis that it does not have a permanent establishment in India. However, the tax authorities in India had finalised the assessment on the basis that the Company has a permanent establishment in India. Also, the Assessing Officer (lower authority) has taken a view that certain expenses like programming fees, transponder fees and uplinking charges on which the taxes were not withheld by the Company will only be allowed as deduction in the year in which appropriate taxes are withheld by the Company.

The Company has filed an appeal before the Honourable Commissioner of Income Tax (Appeals) [first appellate authority or CIT (A)] (DRP in case of financial year 2005-06 and 2016-17) in respect of the abovementioned Assessment Orders. The Company had received an order from the CIT (A) in respect of the financial year 2002-2003, 2003-2004, 2004-2005, 2006-2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-12, 2012-13, 2013-14, 2014-15 and 2015-16 whereby the CIT (A) has allowed relief on certain ground. The Company and Income Tax Department have filed an appeal before Income Tax Appellate Tribunal (ITAT) against the order passed by the CIT (A). The Company has received orders of ITAT for the financial year 2002-03,2003-04, 2004-05,2005-06, 2006-07, 2007-08, 2008- 09, 2009-10, 2010-2011, 2011-12, 2013-14, 2014-15, 2015-16 and 2016-17 and deleted all the additions made by the Assessing Officer. Further, the Income Tax Department had filed an appeal before High Court against the order passed by ITAT.

23. Contingent liabilities and commitments (Continued)

Contingent liabilities (Continued)

(a) Tax assessment in India (Continued)

Assessment in respect of financial years 2002-2003, 2003-2004, 2004-2005, 2005-2006, 2006- 2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011-2012, 2012-2013, 2013-2014, 2014- 2015, 2015-2016 and 2016-17

The Company has also received orders of High Court for the financial years 2002-03, 2003-04 and 2004-05 wherein High Court held that there is no question of law arising from the order of the Hon'ble Mumbai Tribunal and accordingly the department appeals were dismissed. Appeals for the financial year 2005-06 onwards are pending before High Court. Income Tax Department have filed SLP before Apex Court for the financial year 2004-05 and is pending.

Considering the effect of relief allowed by the abovementioned orders of the appellate authorities (i.e. High Court, ITAT, CIT(A)) , the income tax liability for the financial years 2002-2003, 2003- 2004, 2004-2005, 2005-2006, 2006-2007, 2007-2008, 2008-2009, 2009-2010, 2010-2011, 2011- 2012, 2012-2013, 2013-2014, 2014-2015, 2015-2016 and 2016-2017 would be NIL as estimated by the tax consultants.

The Company's Directors, based on their review of the opinion of the tax consultants in these matters and considering the appellate orders of the High Court and ITAT, expect the final outcome of the appeals against the income tax order for all the years to be in favour of the Company. Accordingly, no provision has been made in the financial statements towards above mentioned exposures.

(b) Withholding tax

During the course of proceedings relating to withholding tax for the period 31 March 2003 and 31 March 2004, the Commissioner of Income Tax (Appeals) ("CIT") in India has held that payments made by the Company for programming fees are not in nature of income arising in India and as such, taxes are not required to be deducted there from. As a result, during the financial year 2005-06, the withholding tax of USD 0.76 million was refunded to the Company as per the order of CIT. This amount was claimed by the Company as a relief as the Company had not recovered this amount from the non-resident content providers for acquisition of programs which have been broadcast in India. The Indian Income Tax Authorities have preferred an appeal before second appellate authorities against such order.

In 2013, the Income Tax Appellate Tribunal, "the Tribunal" had issued an order in favour of the Company. The Income Tax Department has filed an appeal before High Court against the order passed by the Tribunal. The Company's Directors based on their discussions with the tax consultant representing the Company in this matter expect that the final outcome of the appeal before the third appellate authority will be in favour of the Company. Accordingly, no provision is required at the reporting date.

24. Comparative figures

Certain comparative figures have been reclassified or re-grouped to conform to the presentation adopted in these financial statements.

25. Holding and ultimate holding company

The Company is a wholly owned subsidiary of ATL Media Limited (formerly known as Asia Today Limited), a company having its registered office at 2nd Floor Ebène House, 33 Cybercity, Ebène, Mauritius. The ultimate holding company is Zee Entertainment Enterprises Limited, a company incorporated in the state of Maharashtra, India and is listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India.

26. Events after reporting date

There is no significant event after the reporting date, which requires disclosure or amendment to these financial statements.

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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDER OF Z5X GLOBAL FZ - LLC

Report on the financial statements

Opinion

We have audited the financial statements of Z5X Global FZ – LLC ("the Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 March 2024 and its financial performance and its cash flows for the year then ended, in accordance with the International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standard Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Uncertainty related to Going Concern Basis

We draw attention to Note 1.1 in the financial statements, which indicates that the Company incurred total comprehensive loss of AED 32.34 million during the year ended 31 March 2024 (31 March 2023: loss of AED 54.19 million) and, as of that date, the Company's net deficit in equity is AED 300.37 million (31 March 2023: net deficit in equity of AED 268.03 million). These events or conditions, along with other matters as set forth in Note 1.1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the working capital requirements of the Company are met with the support of its parent company and accordingly these financial statements are prepared on going concern basis and our opinion is not modified in respect of this matter.

Going Concern Basis of Accounting

The material uncertainty identified above does not indicate that the going concern basis of accounting is inappropriate. The Company's financial statements have been prepared using the going concern basis of accounting. The use of the going concern basis of accounting is appropriate unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so. As part of our audit of the financial statements, we have concluded that management's use of the going concern basis of accounting in the preparation of the Company's financial statements is appropriate given the commitment from the parent company to continue to support the operations.

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Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and any of the applicable provisions of the Dubai Creative Clusters Private Companies regulations 2016 and, for such internal control as management determines is necessary to enable the preparation of financial statements that are free form material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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Independent auditors' report continued…

Report on Other Legal and Regulatory Requirements

We further confirm that we have obtained all information and explanations that we deemed necessary for our audit, that proper financial records have been kept by the Company and that the information contained in the Directors' report, in so far as it relates to the financial statements, are in agreement therewith. We are not aware that any violations of: (a) the Dubai Technology and Media Free Zone (b) the Dubai Creative Clusters Private Companies regulations 2016 in the Emirate of Dubai or (c) the articles of association of the Company, have occurred during the year ended 31 March 2024, which may have had a material effect on the financial results of operations of the Company or its financial position.

RSM Dahman

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RSM Dahman
Accountants • Auditors • Consultants

RSM Dahman
Dubai, United Arab Emirates
29 April 2024

STATEMENT OF FINANCIAL POSITION
31 March 2024

ASSETS	Notes	*31 March 2024 AED*	*31 March 2023 AED*
NON-CURRENT ASSETS			
Property, plant and equipment	3	144,965	234,130
Intangible assets	4	34,443,024	46,425,678
Intangible assets under development	4	223,661	-
Financial assets			
Investments	5	421,206	421,206
Total non-current assets		35,232,856	47,081,014
CURRENT ASSETS			
Inventories	6	3,324,380	8,564,341
Financial assets			
Cash and bank balance	7	9,888,330	5,413,701
Due from related party	8(a)	10,771,005	7,025,388
Other financial assets	9	4,087,239	6,451,101
Other current assets	9	3,354,801	2,448,728
Total current assets		31,425,755	29,903,259
Total assets		66,658,611	76,984,273
EQUITY AND LIABILITIES			
EQUITY			
Share capital	10	50,000	50,000
(Accumulated losses)		(300,423,714)	(268,083,475)
Total equity		(300,373,714)	(268,033,475)
NON-CURRENT LIABILITIES			
Financial Liabilities			
Due to parent company	8(b)	352,148,228	332,870,648
Provisions	11	1,469,413	1,290,142
Total non – current liabilities		353,617,641	334,160,790
CURRENT LIABILITIES			
Financial Liabilities			
Trade payables	12	2,918,974	1,831,116
Other financial liabilities	13	9,993,587	8,464,230
Provisions	11	502,123	561,612
Total current liabilities		13,414,684	10,856,958
Total equity and liabilities		66,658,611	76,984,273

The independent auditors' report is set out on pages (2) to (4).

Adil Adam Memon
Director

The attached notes 1 to 23 form an integral part of these financial statements.

STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 March 2024

	Notes	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
INCOME			
Revenue from operations	14	83,243,436	79,010,116
Other income		7,632	255,299
Total income		83,251,068	79,265,415
EXPENSES			
Operational cost	15	11,869,219	14,086,179
Transmission expenses		4,904,525	9,606,479
Employee benefits expenses	16	9,193,875	9,429,433
Depreciation and amortisation expenses	17	30,670,360	42,942,917
Marketing expenses	18	55,937,323	56,050,522
Administration expenses	19	3,016,005	1,336,570
Total expenses		115,591,307	133,452,100
(LOSS) FOR THE YEAR		(32,340,239)	(54,186,685)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified subsequently to profit or loss:			
Loss on revaluation of Investments at FV through OCI		-	-
Net other comprehensive income not to be reclassified subsequently to profit or loss		-	-
Items that will be reclassified subsequently to profit and loss:			
Net other comprehensive income to be reclassified subsequently to profit or loss		-	-
TOTAL COMPREHENSIVE (LOSS) FOR THE YEAR		(32,340,239)	(54,186,685)
Earnings per share			
Basic EPS		(646,805)	(1,083,734)
Diluted EPS		(646,805)	(1,083,734)

The attached notes 1 to 23 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

Year ended 31 March 2024

	Share capital AED (Note 10)	*(Accumulated losses) AED*	*Total AED*
Balance at 1 April 2022	50,000	(213,896,790)	(213,846,790)
Comprehensive Income:			
(Loss) for the year	-	(54,186,685)	(54,186,685)
Other comprehensive income	-	-	-
Total comprehensive (loss)	-	(54,186,685)	(54,186,685)
Transaction with shareholder:			
Total transactions with shareholder	-	-	-
Balance at 31 March 2023	50,000	(268,083,475)	(268,033,475)
Comprehensive Income:			
(Loss) for the year	-	(32,340,239)	(32,340,239)
Other comprehensive (loss)	-	-	-
Total comprehensive (loss)	-	(32,340,239)	(32,340,239)
Transaction with shareholder:			
Total transactions with shareholder	-	-	-
Balance at 31 March 2024	50,000	(300,423,714)	(300,373,714)

Figures in (brackets) indicate debits.

The attached notes 1 to 23 form an integral part of these financial statements.

STATEMENT OF CASH FLOWS
Year ended 31 March 2024

	Year ended 31 March 2024 AED	*Year ended 31 March 2023 AED*
OPERATING ACTIVITIES		
(Loss) for the year	(32,340,239)	(54,186,685)
Adjustments for:		
Depreciation and amortisation expenses	30,670,360	42,942,917
Provision against employees' end of service benefits	359,394	339,911
Operating (loss) before working capital changes	(1,310,485)	(10,903,857)
Working capital changes:		
Change in inventories	5,239,961	2,595,570
Change in other current assets	(906,073)	(174,496)
Change in financial assets	2,363,862	(2,945,385)
Change in due from related party	(3,745,617)	(7,025,388)
Change in due to related parties	-	(9,963,951)
Change in trade payables	1,087,858	(787,256)
Change in financial liabilities & provisions	1,469,869	(640,326)
Gross cash generated from / (used in) operating activities	4,199,375	(29,845,088)
Employee's end of service benefits paid	(180,123)	(96,876)
Net cash generated from / (used in) operating activities	4,019,252	(29,941,964)
INVESTING ACTIVITIES		
Addition to property, plant and equipment	(37,453)	(70,667)
Changes in intangible assets	(18,561,089)	(17,241,263)
Changes in intangible assets work in progress	(223,661)	251,006
Net cash (used in) investing activities	(18,822,203)	(17,060,924)
FINANCING ACTIVITIES		
Increase in due to parent company	19,277,580	41,621,606
Net cash from financing activities	19,277,580	41,621,606
CHANGE IN CASH AND CASH EQUIVALENTS	4,474,629	(5,381,282)
Cash and cash equivalents at the beginning of the year	5,413,701	10,794,983
CASH AND CASH EQUIVALENTS AT 31 MARCH	9,888,330	5,413,701
REPRESENTED BY:		
Cash and bank balance	9,888,330	5,413,701

The attached notes 1 to 23 form an integral part of these financial statements.

1 LEGAL STATUS AND PRINCIPAL ACTIVITIES

Z5X GLOBAL FZ-LLC ("the Company") is a limited liability company registered with the Dubai Creative Clusters Authority vide Commercial license no. 93934 .The Company was incorporated on 20 December 2016 and its licensed activity of the Company is Broadcasting TV – Over the top video content broadcasting and New Media – Digital media library, distribution and management. The registered address of the Company is Premises studio office 2,floor 3, Zee Tower Building, Dubai Media City, Dubai, United Arab Emirates.

The Company is a wholly-owned subsidiary of Asia Today Limited ("Parent Company") which is a wholly owned subsidiary of Zee Entertainment Enterprises Limited ("Ultimate Parent"). These financial statements are consolidated together with those of the Ultimate Parent.

1.1 GOING CONCERN

The Company's total comprehensive loss amounted to AED 32.34 million during the year ended 31 March 2024 (31 March 2023: loss AED 54.19 million) and as a result the Company has a net deficit in equity of AED 300.37 million as on reporting date (31 March 2023: net deficit in equity of AED 268.03 million). The Company meets its day-to-day working capital requirements through financial support from its Parent Company. The management of the Company is confident that the Parent Company will continue to support the Company.

The financial statements have been prepared on the going concern basis, which assumes that the Company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued support of its Parent Company.

If the Company was unable to continue in operational existence for the foreseeable future, adjustments would have to be made to the statement of financial position values of assets to bring them to their recoverable amounts, to provide for further liabilities that might arise and to reclassify fixed assets and long-term liabilities as current assets and liabilities. Whilst the outcome of the matters mentioned above is uncertain, the director believe that it is appropriate for the financial statements to be prepared on the going concern basis as the Parent Company has provided a commitment to support the Company's operations.

2 MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

Statement of compliance

The financial statements have been prepared on going concern basis and in accordance with International Financial Reporting Standards (IFRS) as issued and adopted by the International Accounting Standards Board ("IASB") and the interpretations issued by the International Financial Reporting Interpretation Committee of the IASB enforce at 31 March 2024 and the requirements of the local laws and regulations.

Accounting convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments

The financial statements have been presented in the UAE Dirham which is the Company presentation and functional currency.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.2 Changes in accounting policies and disclosures

New and amended standards, and interpretations:

Standards and amendments that are effective for the first time in 2023 and could be applicable to the Company are:

- IFRS 17 'Insurance Contracts'
- Amendments to IFRS 17 Insurance Contracts (Amendments to IFRS 17 and IFRS 4)
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)
- Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)
- Definition of Accounting Estimates (Amendments to IAS 8)
- International Tax Reform—Pillar Two Model Rules (Amendments to IAS 12)

These amendments do not have an impact on these Financial Statements and therefore the disclosures have not been made.

New standards, interpretations and amendments not yet effective:

Standards and amendments that are not yet effective and have not been adopted early by the Company include:

- IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information effective
- IFRS S2 Climate Related Disclosures
- Classification of Liabilities as Current or Non-current (Amendments to IAS 1)
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)
- Non-current Liabilities with Covenants (Amendments to IAS 1)
- Lack of Exchangeability (Amendments to IAS 21)

These amendments are not expected to have a significant impact on the financial statements in the year of initial application and therefore no disclosures have been made.

At the date of authorisation of these financial statements, several new, but not yet effective, Standards and amendments to existing Standards, and Interpretations have been published by the IASB or IFRIC. None of these Standards or amendments to existing Standards have been adopted early by the Company and no Interpretations have been issued that are applicable and need to be taken into consideration by the Company at either reporting date.

Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New Standards, amendments and Interpretations not adopted in the current year have not been disclosed as they are not expected to have a material impact on the Company financial statements.

2.3 Material accounting policies and disclosures

Property, plant and equipment and depreciation

Property, plant and equipment are initially recorded at cost. Subsequent to the initial recognition all property, plant and equipment are carried at cost less accumulated depreciation less impairment losses. Cost includes the purchase price and related expenses. Depreciation on all property, plant and equipment is calculated at rates to write off their cost over their useful lives. The estimated useful lives of the asset for the calculation of depreciation are as follows:

Furniture and Fixture	5 Years
Plant and machinery	5 Years
Computer	3 Years
Equipment	5 Years

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Intangible assets

Costs incurred in relation to application development projects are capitalised only when the future economic benefit of the project is probable and the following main conditions are met:

(i) The development costs can be measured reliably;
(ii) The technical feasibility of the software has been ascertained; and
(iii) Management has the intention and ability to complete the intangible asset and use or sell it.

Costs incurred for internally generating intangible assets are recognised only to the extent they are directly attributable to create, produce, and prepare the asset to be capable of operating in the manner intended by management. These costs include costs of employees designated to the projects, costs of materials and services being used by the projects and directly attributable overheads. During the development stage, these costs are carried in the books if the technical feasibility and economic viability of the project has been established. Once the development is completed, these costs are capitalised provided the recognition criteria for intangible assets is still met. Subsequent costs for maintaining and updating of the developed software is charged to the profit and loss.

Intangibles assets are amortized as over their useful life to the extent the economic benefits flow to entity from them.
The estimated useful life of software is 3 years

Impairment of Intangible assets

At each reporting date, the Company reviews the carrying amount of assets to determine whether there is an indication that those assets have suffered impairment loss. If any such indication exists, the recoverable amount of assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

Media content assets

Media content i.e. Programs, Film rights, Music rights ((completed (commissioned / acquired) and under production)) are stated at lower of cost / unamortised cost or realisable value. Cost comprises acquisition / direct production cost. Where the realisable value on the basis of its estimated useful economic life is less than its carrying amount, the difference is expensed as impairment. Programs, films rights, music rights are expensed/ amortized as under:

1. Programs: Reality shows, chat shows, events and current affairs, game shows and sports right etc. are expensed on telecast, i.e 80% amortised in the first year of telecast and remaining over the period of 2 years.
2. Programs (other than 1 above) are amortized over three financial years starting from year of first telecast on pro rata basis.
3. Film rights are amortized on straight line basis over the licensed period or thirty six months from commencement rights whichever is shorter.
4. Music rights are amortized over three financial years starting from year of commencement of rights on pro rata basis.

Investments

The Company elected to present the changes in the fair value of the equity investments in other comprehensive income (OCI), because the investments are held as long-term strategic investments that are not expected to be sold in the short medium term. As a result, this investment is classified as financial assets at FVOCI.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Financial Instruments

Classification of financial assets

Initial recognition:

On initial recognition, a financial asset is classified as measured at (i) amortised cost, (ii) Fair Value through Other Comprehensive Income (FVOCI) or (iii) Fair Value through Profit or Loss (FVTPL).

a) *Financial assets measured at amortised cost:*

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL;

- It is held within a business model whose objective is to hold the financial assets to collect contractual cash flows; and
- Its contractual terms give rise on specified dates to cash flows that are soley payments of principal and interest on the principal amount outstanding.

For the year ended on 31 March 2024, the Company's financial assets at amortised cost include trade receivables, other financial assets, amounts due from related party and cash and bank balances.

b) *Financial assets measured at FVOCI:*

- *Debt Instruments:* Debt Instruments may be classified as at FVOCI, where the contractual cash flows are soley for payments of principal and interest on the outstanding principal, and the objective of the Company's business model is achieved both by collecting contractual cash flows and selling the underlying financial assets.
- *Equity Instruments:* In case of equity instruments which are not held for trading or designated at FVTPL, the Company may irrevocably elect to recognise subsequent changes in other comprehensive income. This election is made on an investment-by-investment basis.

For the year ended on 31 March 2024, the Company' financial assets which are to be classified as measured at FVOCI included investments.

c) *Financial assets measured at FVTPL:*

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as FVTPL, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. All other financial assets are classified as measured at FVTPL.

For the year ended on 31 March 2024, the Company did not hold any financial assets which are to be classified as measured at FVTPL.

Business model assessment

The Company makes an assessment of the objective of a business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the frequency, volume and timing of trades of financial assets in prior periods, the reasons for such trades and its expectations about the future trading activity. However, Information about trading activity is not considered in isolation, but as part of an overall assessment of how the Company's stated objective for managing the financial assets is achieved and how cash flows are realized;
- how the performance of the portfolio is evaluated and reported to the management; and
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Financial Instruments *(continued)*

Business model assessment (continued)

Financial assets that are held for trading and whose performance is evaluated on a fair value basis are measured at FVTPL because they are neither held to collect contractual cash flows, nor held both to collect contractual cash flows and to sell financial assets.

Assessments whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, ‘principal’ is defined as the fair value of the financial asset on initial recognition. ‘Interest’ is defined as consideration for the time value of money and for the credit risk associated with the outstanding principal.

In assessing whether the contractual cash flows are solely payments of principal and interest on the outstanding principal, the Company considers the contractual terms of the instruments. This includes assessing whether the financial assets contains a contractual terms that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassification of financial assets:

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Company changes its business model for managing such financial assets.

Derecognition of financial assets:

From 1 January 2018, any cumulative gain/loss recognised in the statement of other comprehensive income in respect of an equity instruments designated as FVOCI is reclassified to retained earnings upon derecognition.

Impairment of Financial Assets

IFRS 9 replaces the ‘incurred loss’ model followed under IAS 39 with the forward-looking ‘expected credit losses’ (‘ECL’) model. Assessing how changes in economic factors affect ECL requires considerable judgement. ECL are determined on a probability-weighted basis.

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12 month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is require for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default where contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Trade and other receivables

Trade and other receivables are initially recognized at fair value plus any directly attributable transaction cost. Subsequent to initial recognition, these are measured at amortised cost using the effective interest method, less any impairment losses. An impairment allowance is calculated using the ECL approach as defined in IFRS 9. The additional information on the calculation of ECL is described above under the heading of financial instruments. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. Bad debts are written off when there is no possibility of recovery.

Classification of Financial liabilities

Initial recognition:

Financial liabilities are classified, at initial recognition (i) at amortised cost or (ii) at FVTPL, or (iii) as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value, net of directly attributable transaction costs, wherever applicable.

Measurement of financial liabilities:

The measurement of financial liabilities depends on their classification, as described below:

a) *Financial liabilities at FVTPL:*

Financial liabilities at FVTPL including financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL, shall be measured at fair value.

For the year ended on 31 March 2024, the Company has not designated any financial liability as at FVTPL.

b) *Other financial liabilities:*

After initial recognition, these are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisitions and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

For the year ended on 31 March 2024, the Company's amounts due to related parties, due to parent company, accounts payable and other financial liabilities were designated under this category of financial liability.

Derecognition of financial liabilities:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender with substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Leased assets and lease liabilities

The Company has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Provisions

Provisions are recognized when the Company has a legal or constructive obligation arising from a past event and the costs to settle the obligation are both probable and can be reliably measured.

Cash and cash equivalents

Cash and cash equivalents consist of cash and bank balance.

Current versus non-current classification

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. An asset as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities us non-current.

Foreign currencies

The United Arab Emirates Dirham (AED) is the operational and functional currency of the Company. Transactions denominated in foreign currencies are translated into AED and recorded at the rates of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into AED at the exchange rates ruling at the reporting date. Realized and unrealized foreign exchange gains and losses arising on translation are recognized in the profit or loss.

Revenue from contracts with customers

The Company recognises revenue from contracts with customers based on a five-step model as set out in 'IFRS 15 – Revenue from Contracts with Customers' as follows:

Step 1. Identify the contract(s) with a customer: A contracts is defined as an agreement between two or more parties that creates enforceable rights and obligations and set out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligations is a promise in a contract with a customer to transfer to the customer either a good or service (or a bundle of goods or services) that is distinct; or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.3 Material accounting policies and disclosures *(continued)*

Revenue from contracts with customers *(continued)*

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes all of the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where any of the above conditions are not met, revenue is recognised at a point in time at which the performance obligation is satisfied.

When the Company satisfies a performance obligation by delivering the promised goods or services it creates a contract asset based on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

2.4 Material accounting judgements, estimates and assumptions

In preparing its financial statements in conformity with International Financial Reporting Standards, the Company has to make significant judgment, estimates and assumptions that impact the carrying value of certain assets and liabilities, income and expenses as well as other information reported in the notes. The Company periodically monitors such estimates and assumptions to make sure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures from differing from estimates.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are discussed below.

- *Provision for expected credit losses of trade receivables*

  The Company uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

  The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year, which can lead to an increased number of defaults, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

2 MATERIAL ACCOUNTING POLICIES *(continued)*

2.4 Material accounting judgements, estimates and assumptions *(continued)*

- *Provision for expected credit losses of trade receivables (continued)*

  The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

- *Capitalisation of internally generated intangible assets:*

  Capitalization of internally generated intangible assets and costs on intangible assets (application under development) can be carried only when certain conditions for asset recognition have been met. Such evaluation requires significant judgment and it materially affects the capitalisation and the carrying amount of intangible assets at the reporting date.

- *Impairment testing of intangible assets and media content assets:*

  The determination of a possible impairment of intangible assets and media content assets involves the estimation of future cash flows that are likely to occur from the use of those assets and assessing whether future cash flows will adequately recover the carrying cost or costs incurred on the development / acquisition of the asset. To the extent that it is feasible, impairment is determined individually for each item and where this is not feasible, a collective evaluation is performed. As a consequence, such an evaluation requires significant judgment and it materially affects the carrying amount of intangible assets and media content assets at the reporting date.

- *Lease term*

  The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the company's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements; and the costs and disruption to replace the asset. The company reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

- *Useful lives of property, plant and equipment and intangible assets*

  The Company determines the estimated useful lives and related depreciation and amortisation charges for its fixed and intangible assets. Any changes to the estimated useful life would impact the charge for the period. As a consequence, such an evaluation requires significant judgment.

- *Going concern assessment*

  The Company's management has performed a preliminary assessment of the Company's ability to continue as a going concern, which covers a period of twelve months from the reporting date, based on certain identified events and conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern.

  The Company's management has taken into consideration the undertaking provided by the Parent Company of its intention for continued financial support. On the basis of such undertaking, the Company's management is of the opinion that the Company will be able to continue its operations for the next twelve months from the reporting date and that the going concern assumption used in the preparation of these financial statements is appropriate. The appropriateness of these assumptions shall be reassessed every year.

3 PROPERTY, PLANT AND EQIUPMENT

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Computer	351,860	314,407
Furniture and fixtures	135,450	135,450
Plant and machinery	1,260,930	1,260,930
Equipment	119,864	119,864
Less: Accumulated depreciation	(1,723,139)	(1,596,521)
Total property, plant and equipment	144,965	234,130

3 (a) PROPERTY, PLANT AND EQUIPMENT MOVEMENT

Cost:	*Equipment AED*	*Computer AED*	*Furniture and fixtures AED*	*Plant and machinery AED*	*Total AED*
At 1 April 2022	119,864	243,740	135,450	1,260,930	1,759,984
Additions during the year	-	70,667	-	-	70,667
At 31 March 2023	119,864	314,407	135,450	1,260,930	1,830,651
Additions during the year	-	37,453	-	-	37,453
At 31 March 2024	119,864	351,860	135,450	1,260,930	1,868,104
Depreciation:					
At 1 April 2022	111,727	193,219	129,216	901,420	1,335,582
Charge for the year	7,839	46,477	6,234	200,389	260,939
At 31 March 2023	119,566	239,696	135,450	1,101,809	1,596,521
Charge for the year	298	42,150	-	84,170	126,618
At 31 March 2024	119,864	281,846	135,450	1,185,979	1,723,139
Net book value:					
At 31 March 2024	-	70,014	-	74,951	144,965
At 31 March 2023	298	74,711	-	159,121	234,130

Even though equipment, furniture and fixture are fully depreciated, these are still being used by the company.

4 INTANGIBLE ASSETS / INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Intangible assets		
Software	180,004,188	161,443,099
Less: Accumulated amortization	(145,561,164)	(115,017,421)
Total intangible assets	34,443,024	46,425,678
Intangible assets under development		
Capital work in progress	223,661	-

Software represents the two digital platforms launched by the Company during the year 2017-18.

4(a) INTANGIBLE ASSETS MOVEMENT

	CWIP	*Software*
Cost:	*AED*	*AED*
At 1 April 2022	251,006	172,623,810
Incurred/Additions during the year	10,070,198	7,206,040
Transferred to Intangible assets	(10,035,225)	10,035,225
Disposal during the year	-	(28,421,975)
Reversal as expense during the year	(285,979)	-
At 31 March 2023	-	161,443,100
Incurred/Additions during the year	15,917,996	2,866,754
Transferred to Intangible assets	(15,694,335)	15,694,335
At 31 March 2024	223,661	180,004,188
Amortization		
At 1 April 2022	-	100,757,420
Charge for the year	-	42,681,978
Related to disposal during the year	-	(28,421,976)
At 31 March 2023	-	115,017,422
Charge for the year	-	30,543,742
At 31 March 2024	-	145,561,164
Net book value		
At 31 March 2024	223,661	34,443,024
At 31 March 2023	-	46,425,678

5 INVESTMENTS

Particulars	*31 March 2024* *AED*	*31 March 2023* *AED*
Fair value at 1 April / 31 March	421,206	421,206

This investment relates to an investment made in the year 2016-17 in equity stake of Vapor Communications Inc. During the year 2018-19, Vapor Communications Inc. merged with Sensor Cloud Inc. As a result of the merger, the Company was allotted shares in this new Company. These shares are unquoted and are carried at Fair value through other comprehensive income.

Management estimates that the fair value of investment is not materially different from carrying values as at the reporting date.

5(a) DISCLOSURES RELATING TO INVESTMENTS

The information gives a summary of the significant sector concentrations within the investment portfolio including Level 1, 2 and 3 securities:

Investments at fair value through other comprehensive income:	Level	*31 March 2024* *AED*	*31 March 2023* *AED*
Unquoted equity securities of Sensory Cloud Inc. 396,715 shares at 31 March 2024 (31 March 2023: 396,715 shares)	3	421,206	421,206
		421,206	421,206

6 INVENTORIES

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Opening balance	8,564,341	11,159,911
Add: Additions	1,209,181	7,703,739
Less: Amortization	(6,449,142)	(10,299,309)
Total inventories	3,324,380	8,564,341

These include the costs of buying and editing content that will be placed on the platform. These are stated at lower of cost / unamortized cost or realizable value. Cost comprises acquisition / direct production cost. Once the content is completed and is ready for streaming, the content assets costs will be amortized and taken to cost of revenues. These contents will be amortized over the period for over which the Company has the rights to the assets.

7 CASH AND BANK BALANCE

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Current accounts balance	9,884,094	5,406,203
Cash in hand	4,236	7,498
Total cash and bank balance	9,888,330	5,413,701

8 TRANSACTIONS WITH RELATED PARTIES

The Company, in the normal course of business, carries out transactions with other enterprises, which fall within the definition of a related party contained in International Accounting Standard 24. These transactions are in the nature of revenue earned and expenses incurred for the development of the platform. The rates and terms of the transactions are approved by management.

Transactions with related parties included in the financial statements are as follows:

Transactions with Group companies:	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
License fees	21,467,155	20,353,792
Advertisement, publicity and operational expenses	43,142,302	43,872,315
Subscription revenue	21,855,289	19,024,188
Advertisement revenue	2,009,432	1,956,271
Rent and repair maintenance	237,938	237,938
Transactions with key management personnel		
Salaries	1,203,955	1,190,680

8(a) DUE FROM RELATED PARTY

	31 March 2024 AED	*31 March 2023 AED*
Zee entertainment enterprises limited	10,771,005	7,025,388

8 TRANSACTIONS WITH RELATED PARTIES *(continued)*

8(b) DUE TO PARENT COMPANY

	31 March 2024 AED	*31 March 2023 AED*
Asia Today Limited	352,148,228	332,870,648

The Parent Company has committed to fund the Company's operations for the development of the platform and also to meet its day to day financial expenses and commitment till such time the Company can generate sufficient cash flows. The above funding is towards such commitment and is not repayable for at least the next year. Accordingly, this amount due to the Parent Company has been classified as non-current liability.

9 OTHER CURRENT ASSETS / OTHER FINANCIAL ASSETS

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Unbilled revenue	2,195,226	1,358,792
Advance to suppliers	21,217	34,163
Prepaid Insurance	282,726	205,769
Prepaid expenses	823,282	763,346
Prepaid license fees	32,350	32,438
Staff advances	-	54,220
Total other current assets	3,354,801	2,448,728
Trade receivables	4,027,239	6,349,507
Vat receivable	-	41,594
Deposits and advances	60,000	60,000
Total other financial assets	4,087,239	6,451,101

10 SHARE CAPITAL

The capital of the Company is AED 50,000 divided into 50 shares of AED 1,000 each, and held as under:

Held by:	*%*	*31 March 2024 AED*	*31 March 2023 AED*
Asia Today Limited, Mauritius	100	50,000	50,000

Capital management risk

The Company's objectives when managing capital are to ensure the Company's ability not only to continue as a going concern but also to meet its requirements for expansion and enhancement of its business, maximize return of shareholders and optimize benefits for other stakeholders to maintain an optimal capital structure and to reduce the cost of capital.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*
31 March 2024

11 PROVISIONS

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Non-current		
Provision for employees' end of service benefits	1,469,413	1,290,142
Current		
Provision for employee benefits		
- Leave benefits	459,588	511,053
- Leave travel allowance	42,535	50,559
Total current provisions	502,123	561,612

12 TRADE PAYABLES

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Advertising / marketing vendors	1,767,291	823,740
Inhouse production vendors	15,653	41,367
Program purchase vendors	864,618	797,718
Administration expense vendors	271,412	168,291
Total trade payables	2,918,974	1,831,116

13 OTHER FINANCIAL LIABILITIES

Particulars	*31 March 2024 AED*	*31 March 2023 AED*
Creditor for capital expenditure	6,816,526	5,003,485
Accrued expenses	1,183,628	1,741,930
Customer advance for digital subscription	-	10,537
Incentive payable	993,290	1,076,269
Salaries payable	34,252	4,096
Commission payable	955,209	627,913
Vat payable	10,682	-
Total other financial liabilities	9,993,587	8,464,230

14 REVENUE FROM OPERATIONS

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
License fees	21,467,155	20,353,792
Advertisement revenue	10,281,309	11,184,922
Subscription income	51,494,972	44,184,060
Copyright sale	-	3,287,342
Total revenue from operations	83,243,436	79,010,116

15 OPERATIONAL COST

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
Amortization of media content assets	6,632,220	10,299,309
Other production charges	5,236,999	3,786,870
Total operation cost	11,869,219	14,086,179

16 EMPLOYEE BENEFITS EXPENSES

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
Salaries and allowances	7,812,350	7,826,581
Bonus	602,679	827,171
Medical benefits	372,394	320,248
Staff welfare expenses	46,666	57,580
Staff recruitment expense	392	57,942
Contribution to defined contribution plans	359,394	339,911
Total employee benefits expenses	9,193,875	9,429,433

17 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
Amortization on software	30,543,742	42,681,978
Depreciation on office and electrical equipment	298	7,839
Depreciation on furniture and fittings	-	6,234
Depreciation on computers and printers	42,150	46,477
Depreciation on studio equipment's	84,170	200,389
Total depreciation and amortisation expenses	30,670,360	42,942,917

18 MARKETING EXPENSES

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
Advertisement and publicity expenses	55,201,446	55,423,445
Dealers costs	735,877	627,077
Total marketing expenses	55,937,323	56,050,522

19 ADMINISTRATION EXPENSES

Particulars	*Year ended 31 March 2024 AED*	*Year ended 31 March 2023 AED*
Rent	227,363	227,363
License fees	53,632	89,711
Repairs and maintenance building	24,121	27,054
Communication expenses	104,076	122,674
Printing and stationery	34,141	7,021
Payment to auditors	56,499	66,002
Travelling and conveyance expenses	239,187	224,323
Legal and professional charges	56,642	24,141
Relocation / visa expenses	32,450	69,951
Other expenses	2,139,695	426,131
Bank charges	48,199	52,199
Total administration expenses	3,016,005	1,336,570

20 CAPITAL COMMITMENTS

	31 March 2024 AED	*31 March 2023* AED
Due within one year	270,773	521,348
Total capital commitments	270,773	521,348

Capital commitments refer to the contracts signed for incurring expenditure on development of the CWIP under Intangible assets.

21 FINANCIAL INSTRUMENTS

The financial assets and liabilities are recognized in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instruments. The financial assets of the Company comprise due from related party, other financial assets, cash and cash equivalents and investment. The financial liabilities of the Company include trade payables, due to related parties, due to parent company and other financial liabilities. The accounting policies for financial assets and liabilities are set out in note (2). Disclosures about significant financial instruments to which the Company is a party, including the recognition methods adopted are disclosed in the individual policy statements associated with each item.

The following table summarizes the carrying amount of financial assets and liabilities recorded at 31 March by IFRS 9 category:

Financial Assets	*31 March 2024 AED*	*31 March 2023 AED*
At amortised cost		
- Other financial assets	4,087,239	6,451,101
- Cash and cash equivalents	9,888,330	5,413,701
- Due from related party	10,771,005	7,025,388
At fair value through OCI		
- with recycling of cummulative gains and losses	-	-
- with no recycling of cummulative gains and losses upon derecognition	421,206	421,206
At fair value through profit or loss		
- those designated as such upon initial recognition	-	-
- those classified as held for trading	-	-
Balance at 31 March	25,167,780	19,311,396

21 FINANCIAL INSTRUMENTS *(continued)*

Financial Liabilities	*31 March 2024 AED*	*31 March 2023 AED*
At fair value through profit or loss	-	-
Measured at amortized cost:		
- Borrowings	-	-
- Derivative financial instruments	-	-
- Other financial liabilities	365,060,789	343,165,994
Balance at 31 March	365,060,789	343,165,994

Fair value and fair value hierarchy

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When measuring the fair value of an asset or a liability, the Company uses market observable data to the extent possible. If the fair value of an asset or a liability is not directly observable, it is estimated by the Company using valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs. Inputs used are consistent with the characteristics of the asset / liability that market participants would take into account.

Fair values are categorized into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Transfers between levels of the fair value hierarchy are recognized by the Company at the end of the reporting period during which the change occurred.

22 INFORMATION ON FINANCIAL RISKS

The main market risks to which the Company is exposed are as under:

Credit risk

Credit risk is the risk that one party will fail to discharge an obligation and cause the other party to incur a financial loss. Management believes that no additional credit risk beyond amounts to due from related parties.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to generate sufficient cash flows to meet liabilities.

Liquidity risk is managed by having funds available from the Parent Company to meet the Company's capital commitments and platform development costs.

Interest rate risk

Interest rate risks are the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in interest rates in the market.

The Company does not have exposure to interest rate risks as all of its financial instruments are non-interest bearing.

22 INFORMATION ON FINANCIAL RISKS *(continued)*

Currency risk

The Company's receivables and all other financial assets are designated in Arab Emirates Dirhams (AED) and at times in United States Dollars (USD) and hence there is no currency risk related to financial assets since the AED is pegged to the USD.

23 SIGNIFICANT EVENT : CORPORATE INCOME TAX

On December 9, 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime is now effective for accounting periods beginning on or after June 1, 2023.

The Cabinet of Ministers Decision No.116/2022 effective from January 2023, has confirmed the threshold of income over which the 9% tax rate would apply, and the Law is considered to be substantively enacted. A tax rate of 9% will apply to taxable income exceeding AED 375,000, however a rate of 0% could be applied to taxable income not exceeding a particular threshold or to certain types of entities, to be prescribed by way of a Cabinet Decision.

As the Company's accounting year ends on 31 March, accordingly the effective tax period implementation date for the Company is effective 1 April 2024 to 31 March 2025, with the first CT return to be filed on or before 31 December 2025.

The Company has assessed the deferred tax implications for the year ended 31 December 2023 and concluded that it is not considered to be significant for the year ended 31 March 2024, after considering the interpretations of applicable tax law, official pronouncements, cabinet decisions and ministerial decisions (especially with regard to transition rules).

The Company continues to monitor relevant Cabinet Decisions to determine the impact on the Company's financial statements, from deferred tax perspective.

"ZEE CIS" LLC

IFRS financial statements

for the Financial year 1st April 2023 - 31 March 2024

Contents

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To the Shareholders of "ZEE CIS" LLC

Independent auditor's report

Audited Company
"ZEE CIS" LLC
Location (legal address): 2/1, p.1, Verkhnyaya Krasnoselskaya str., Krasnoselsky municipal district, Moscow, 107140, Russia

PSRN 5087746485041

Auditor:
ELKOD-AUDIT LLC
Location (legal address): 3/402 Glinishevsky pereulok, Moscow 125009, Russia
PSRN 1027739376785
The member of the Self-regulatory organization of auditors Association «Sodruzhestvo», registration number – 12006041253

We have audited the attached accounting statements of "ZEE CIS" LLC (the Company) which comprise of statement of financial position as of 31 March 2024, statement of comprehensive income, statement of changes in equity, cash flow statement for the period 1st April 2023 - 31 March 2024, summary of significant accounting policies and other explanatory notes.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards. This responsibility includes designing, implementing and maintaining internal control necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; and making accounting estimates that are reasonable under the circumstances.

Auditor's responsibility

Our responsibility is to express opinion on these financial statements based on our audit. We conducted our audit in accordance with International Auditing Standards. These standards comply with ethical requirements to plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An audit involves procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The selection of the audit procedures depends on our judgment, based on the assessment of the risks of material misstatement, whether due to fraud or error. In making those risk assessments, we consider the internal control relevant to the preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policy and the reasonableness of accounting estimates made by the Company's management, as well as evaluating the overall presentation of the consolidated financial statements.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of "ZEE CIS" LLC for the period of 1st April 2023 - 31 March 2024 its financial performance and cash flows for the financial year ended on 31 March 2024 in accordance with International Financial Reporting Standards.

ELKOD-AUDIT LLC
General Director
Irina Efremova
the ACCA DiplFR №1709065,
auditor's qualification certificate N K 016187 for the right to engage in auditing activities in the field of general audit, for an unlimited period

"ЭЛКОД-АУДИТ"
"ELCODE-AUDIT"
МОСКВА

April, 10, 2024

"ZEE CIS" LLC
Statement of financial position as on 31 March 2024
(in thousands, Russian rubles)

	Notes	31.Mar.24	31.Mar.23	31.Mar.22
Assets				
Fixed Assets				
Property, plant and equipment	1	-	224	-
Other intangible assets				
TOTAL Fixed Assets		**-**	**224**	**-**
Trade Receivable	2	325	47 029	1 109
Cash and Cash Equivalents	3	5 043	39 994	23 493
Other Financial Assets			-	88
Advance Taxes	2	3 794	9 833	12 486
Payroll Settlements	2	-	662	
Other current receivables	2	-	11	576
TOTAL Current Assets		**9 162**	**97 529**	**37 752**
TOTAL Assets		**9 162**	**97 753**	**37 752**
Equity and liabilities				
Equity share capital	4	12	12	12
Retained earnings		7 947	21 021	22 000
Total equity		**7 959**	**21 033**	**22 012**
Trade Payable	6	1 177	76 598	15 704
Other Current Liablity	6	26	122	36
Total liabilities		**1 203**	**76 720**	**15 740**
TOTAL Equity and Laibilities		**9 162**	**97 753**	**37 752**

"ZEE CIS" LLC Statement of comprehensive income for the period of

1st April 2023 - 31 March 2024
(in thousands, Russian rubles)

	Notes	Year ended 31.Mar.24	Year ended 31.Mar.23
Revenue			
Revenue from operations and adv.	7	13 754	169 699
EXPENSES			
Operational cost	8	-	113 190
Transmission expenses			
Employee benefits expense	9	12 400	4 122
Depreciation and amortisation expense			
Marketing expenses	10	-	691
Administration expenses	11	4 178	6 063
Other expenses	12	10 250	46 612
Total expenses		**26 828**	**170 678**
Profit before Tax		**(13 074)**	**(979)**
Income tax expense		-	-
Profit for the year		**(13 074)**	**(979)**

"ZEE CIS" LLC

Statement of changes in equity for the period of 1st April 2023 - 31 March 2024
(in thousands, Russian rubles)

	Share capital	Comprehensive income	Total equity
As on 31 March 2022	12	22 000	**22 012**
Comprehensive income		(979)	
As on 31 March 2023	12	21 021	**21 033**
Comprehensive income		(13 074)	
As on 31 March 2024	12	7 947	**7 959**

"ZEE CIS" LLC Cashflow statement for the period of 1st April 2023 - 31 March 2024
(in thousands, Russian rubles)

	1st April 2023 - 31 March 2024	1st April 2022 - 31 March 2023
Receipts from sales of goods and rendering of services	44 569	86 120
Other cash receipts from operating activities	4 998	7 340
Payments to suppliers for goods and services	(56 797)	(65 664)
Payments to and on behalf of employees	(11 316)	(4 927)
Interest paid from operating activities		
Income taxes from operating activities paid	(16 680)	(10 891)
Other cash payments from operating activities	(708)	(142)
Cash flows from (used in) operating activities	**(35 933)**	**11 837**
Loan received back	-	44
Loan given		
Cash flows from (used in) investing activities	**-**	**44**
Increase (decrease) in cash and cash equivalents	**(35 933)**	**11 881**
Cash and cash equivalents at beginning of period	**39 994**	**23 493**
Effect of exchange	982	4 620
Cash and cash equivalents at end of period	**5 043**	**39 994**

Notes to the financial statements for the period of 1st April 2023 - 31 March 2024
(in thousands, Russian rubles)

1 General information

"ZEE CIS" LLC:

PSRN 5087746485041, TIN/TRRC 7727669189 / 770101001

Primary activity is content- selling and advertising through the site ZEE-TV.RU.

Executive body – GEO Elena Trifonova, Citizen of the Russian Federation, TIN 771673286782.
Participants of "ZEE CIS" LLC is:
- ZEE CIS HOLDINGS LLC, TIN 7733675198 (50%),
- ASIA TV LTD, United Kingdom of Great Britain and Northern Ireland (49%),
- Elena Trifonova, Citizen of the Russian Federation (1%).

Authorized capital of society is 12 000 rubles. Authorized capital is paid completely.

2 Summary of significant accounting policies.

2.1 Basis of preparation of IFRS statement

The financial statements have been prepared on a historical cost basis. The financial statements are presented in Russian rubles and all values are rounded to the nearest thousand.

Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and according to the Provision on recognition of International Financial Reporting Standards and Explanations of International Financial Reporting Standards for application in the territory of the Russian Federation.

Accounting policies of the entity according to IFRS

Accounting policies	Approved method	Reference
Measurement of property, plant and equipment after recognition	Property, plant and equipment are measured after recognition using cost model.	IAS 16, p.29
Depreciation method	The entity uses straight-line method of depreciation.	IAS 16, p.62
Measurement of intangible assets after recognition	Intangible assets are measured after recognition using the cost model.	IAS 38, p.72
Method of transferring revaluation surplus of intangible assets to retained earnings	Revaluation surplus of intangible assets is transferred to retained earnings during the asset is used by an entity.	IAS 38, p.87

Amortisation of intangible asset	The entity uses straight-line method of amortisation.	IAS 38, p.98
Inventories cost formulas	The cost of inventories is assigned by using the weighted average cost formula.	IAS 2, p.25
Methods of recognition of revenue involving the rendering of services	The entity uses the method that measures reliably the services performed; the priority method is surveys of work performed or, if impossible, services performed to date as a percentage of total services to be performed.	IAS 18, p.24,35
Classification of cash flows from interests paid	Cash flows from interests paid are classified as financing cash flows.	IAS 7, p.31,33
Classification of cash flows from dividends paid	Cash flows from dividends paid are classified as financing cash flows.	IAS 7, p.31,34
Classification of cash flows from interest and dividends received	Cash flows from interest and dividends received are classified as investing cash flows.	IAS 7, p.31,33
Form of reporting of cash flows from operating activities	The entity reports cash flows from operating activities using the indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.	IAS 7, p.18
Method of presentation an analysis of expenses in financial reports	The entity presents an analysis of expenses recognised in profit or loss using the nature of expense method.	IAS 1 p.99,102-103
Profit or loss and other comprehensive income presentation	The entity presents the single statement of profit or loss and other comprehensive income.	IAS 1 p.10A
Exchange differences on deferred foreign tax liabilities or assets in the statement of comprehensive income	Exchange differences on deferred foreign tax liabilities or assets in the statement of comprehensive income are presented as exchange differences.	IAS 12 p.78
Functional currency	The functional currency of the entity is RUR.	IAS 21 p.9
Presentation currency	The entity's statements are prepared using the following presentation currencies RUR.	IAS 21 p.39

3. Disclosure of information.

Note1. Property, plant, and equipment (000, Russian RUB)

	Equipment	Total
As on 31.03.2022	**0**	**0**
Addition	746	746
Amortization/ write-off	522	522
As on 31.03.2023	**224**	**224**
Amortization/ write-off	224	224
As on 31.03.2024	**0**	**0**

Note 2. Trade and other receivables (000, Russian RUB)

	As on 31.03.2024	As on 31.03.2023	As on 31.03.2022
Trade receivables	325	47 029	1 109
Advance taxes	3 794	9 833	12 486
Payroll settlement	-	662	-
Other receivables	-	11	576
Trade and other receivables	**4 119**	**57 535**	**14 171**

Note 3. Cash and cash equivalents (000, Russian RUB)

	As on 31.03.2024	As on 31.03.2023	As on 31.03.2022
Cash in hand	-	-	-
Cash at banks	5 043	39 994	23 493
Total	**5 043**	**39 994**	**23 493**

Note 4. Share capital

Authorized capital of society is 12 000 rubles. Authorized capital is paid completely.

Note 5. Dividends.

No dividends were declared or paid by the Company during 01.04.2022 - 31.03.2024.

Note 6. Trade and other current payables (000, Russian Rub)

	As on 31.03.2023	As on 31.03.2023	As on 31.03.2022
Trade payables	1 088	76 501	15 641
Tax	89	97	63
Other payables	26	122	36
Total	**1 203**	**76 720**	**15 740**

Note 7. Revenue from operators (000, Russian Rub)

Revenue from operations	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2022 - 31 March 2023
Syndication (FY2022-23)	1 755	120 213
Advertisement Income		6 144
Other revenue	160	0
Exchange difference	2 247	32 800
Other	9 592	10 542
Total	**13 754**	**169 699**

Note 8. Operational cost (000, Russian Rub)

	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2022 - 31 March 2023
Cost of services/content	-	111 151
Webexpenses	-	2 039
Total	-	**113 190**

Note 9. Employee benefit (000, Russian Rub)

Employee benefit	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2022 - 31 March 2023
Salary	11 564	3 759
Vacation reserve	649	257
Social taxes	187	105
Total	**12 400**	**4 122**

Note 10. Marketing expenses (000, Russian Rub)

	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2020 - 31 March 2023
Advertizing expenses	-	196
Expenses on marketing -audience measurement	-	495
Expenses on advance	-	0
Total	-	**691**

Note 11. Administrative expense (000, Russian Rub)

Administration expenses	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2022 - 31 March 2023
Auditors fee	187	121
Postage and courier charges	3	4
Entertainment expenses	16	
Recruitment expenses	0	
Legal expenses	3 063	3 858
Medical benefits	105	88
Miscellaneous expenses	309	1 732
Mobile and telecom	34	0
Office rent	378	198
Software	82	50
Stationary	0	11
Total	**4 178**	**6 063**

Note 12. Other expenses (000, Russian Rub)

	for the period of 1st April 2023 - 31 March 2024	for the period of 1st April 2020 - 31 March 2023
Exchange difference	5 527	46 296
Other	4 723	316
Total	**10 250**	**46 612**

Note 14. Risk management in business continuity planning

The management regularly reviews the financial ratios and performance figures for financial risk management and business continuity purposes.

Russian tax, currency and customs legislation is subject to varying interpretations and changes, which can occur frequently. Management's interpretation of such legislation as applied to the transactions and activity of the company may be challenged by the relevant authorities. The tax authorities may be taking a more assertive position in their interpretation of the legislation and assessments, and it is possible that transactions and activities that have not been challenged in the past may be challenged. As a result, significant additional taxes, penalties and interest may be accrued.

Operating environment

Management believes it is taking appropriate measures to support the sustainability of business in the current circumstances, unexpected further deterioration in the areas described above could negatively affect the results and financial position in a manner not currently determinable.

The most important indicators of ZEE CIS LLC's financial state and activity results are summarized below by using a qualitative assessment for the period analysed (2023/24).

The main financial state indicator values and ZEE CIS LLC's activity results are classified by qualitative assessment according to the results of the analysis during the entire period reviewed and are given below.

There are the following *extremely high* financial indicators:

- the current ratio (7.62) completely corresponds to the standard criteria for this rate;
- an outstanding relationship between liquid assets (current assets minus inventories) and current liabilities (quick ratio is 4.46);
- the cash ratio is 4.19 on 31 March, 2024 (a high cash at hand required for current payments);
- net worth (net assets) of the company is much higher (by 663.3 times) than the share capital on 31 March, 2024;
- working capital has a normal value in comparison with inventories owned by the company.

The following indicator *positively describes* the financial state – the debt-to-equity ratio and debt ratio demonstrate good values, but say about too cautious attitude of ZEE CIS LLC to use of the borrowed capital, which is only 13.1% of the total balance of the company.

Financial indicators with *critical* values:

- critical return on equity (-89.9% per annum during the year 2023/24);
- critical return on assets, which was -24.4% for the year 2023/24;
- equity reduced during the last two years while total company assets decreased even more;
- the company reported a loss in earnings before interest and taxes (negative EBIT) to the amount of RUR 674 thousand for the year 2023/24, at the same time, a negative dynamics of the rate (RUR -3,817 thousand compared with the previous value was observed;
- the comprehensive loss from financial and operational activities was RUR 13,074 thousand during the year 2023/24.

Foreign currency risk

A foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the foreign currency exchange rates. "ZEE CIS" LLC exposure to the risk of changes in the foreign currency exchange rates relates to the borrowings from entities under common control.

Liquidity risk

One of the most widespread indicators of a company's solvency are liquidity related ratios. There are three liquidity related ratios: current ratio, quick ratio and cash ratio. Current ratio is one of the most widespread and shows to what degree the current assets of the company are meeting the current liabilities. The solvency of the company in the near future is described with the quick ratio which reflects if there are enough fund's for normal execution of current transactions with creditors. All three ratios for "ZEE CIS" LLC are calculated in the following table.

Liquidity ratio	Value			Change (col.4 - col.2)	Description of the ratio and its recommended value
	31.03.2022	31.03.2023	31.03.2024		
1	2	3	4	5	6
1. Current ratio (working capital ratio)	2.4	1.27	7.62	+5.22	The current ratio is calculated by dividing current assets by current liabilities. It indicates a company's ability to meet short-term debt obligations. Normal value: no less than 2.
2. Quick ratio (acid-test ratio)	1.57	1.14	4.46	+2.89	The quick ratio is calculated by dividing liquid assets (cash and cash equivalents, trade and other current receivables, other current financial assets) by current liabilities. It is a measure of a company's ability to meet its short-term obligations using its most liquid assets (near cash or quick assets). Acceptable value: 1 or more.
3. Cash ratio	1.49	0.52	4.19	+2.7	Cash ratio is calculated by dividing absolute liquid assets (cash and cash equivalents) by current liabilities. Acceptable value: no less than 0.2.

The current ratio went up rapidly by 5.22 and showed 7.62 during the last two years. On 31 March, 2024, the ratio shows an excellent value. During the analysed period, both acceptable and atypical values could be observed.

On 31 March, 2024, the quick ratio was equal to 4.46. The growth in the quick ratio was 2.89 for the two years. The value of the quick ratio can be described as excellent on 31 March, 2024. This means, ZEE CIS LLC is seen to have a normal relationship between liquid assets (current assets minus inventories) and current liabilities (liabilities with a maturity of less than 1 year).

Similar to the two previous ratios, the cash ratio has a normal value (4.19) on 31 March, 2024 which demonstrates that the company has enough liquid assets (cash and cash equivalents) to meet current liabilities.

Profitability Ratios

Profitability ratios	Value in %		Change (col.3 - col.2)
	2022/23	2023/24	
1	2	3	4
1. Gross margin.	10.4	100	+89.6
2. Return on sales (operating margin).	2.5	-35.2	-37.7
3. Profit margin.	-0.8	-682.7	-681.9
Reference: Interest coverage ratio (ICR). Acceptable value: 1.5 or more.	0.8	-0.1	-0.8

Bankruptcy Risk

Calculation of the Final Rating of the Financial Condition

Ratio	Weighting factor	Score			Average score (col.3 x 0.25 + col.4 x 0.6 + col.5 x 0.15)	Weighted average score (col.2 x col.6)
		past	present	future		
1	2	3	4	5	6	7
I. Rating of the company's financial position						
Debt ratio	0.3	0	+1	+1	+0.75	+0.225
Non-current assets to net worth	0.15	+2	+2	+2	+2	+0.3
Current ratio	0.2	-1	+2	+2	+1.25	+0.25
Quick ratio	0.2	+2	+2	+2	+2	+0.4
Cash ratio	0.15	+2	+2	+2	+2	+0.3
Total	1	**Final score** (in total col.7 : col. 2):				**+1.475**
II. Rating of the company's financial performance						
Return on equity (ROE)	0.5	-2	-2	-2	-2	-1
Return on assets (ROA)	0.3	-2	-2	-2	-2	-0.6
Sales growth	0.2	-2	-2	-2	-2	-0.4
Total	1	**Final score** (in total col.7 : col. 2):				**-2**

Final rating score for ZEE CIS LLC's financial condition: (**+1.475** x 0,6) + (**-2** x 0,4) = **+0.09** (BB - normal)

Note 15. Events after accounting date.

In the period between reporting date and date of drawing up and signing of the reporting there were no events which could affect quantitative and qualitative characteristics of the reporting.

Contacts

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INDEPENDENT AUDITOR'S REPORT

To the Shareholder of ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC** (the "Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in the UAE, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs, and for their compliance with the applicable provisions of the DCC Private Companies Regulations 2016, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

continued...

INDEPENDENT AUDITOR'S REPORT
(continued)

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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Accountants &
business advisers

INDEPENDENT AUDITOR'S REPORT
(continued)

Report on Other Legal and Regulatory Requirements
We further confirm that the financial statements comply with the provisions of Implementing Regulation issued by DCC Private Companies Regulations 2016 issued under Law No. (15) of 2014 concerning the creative clusters in the Emirate of Dubai.

As required by the applicable provisions of DCC Private Companies Regulations 2016, we report that:

- the financial statements have been prepared in accordance with International Financial Reporting Standards;
- the financial statements have been prepared in accordance with these Regulations;
- the financial statements give a true and fair view of the profit or loss of the Company for the financial year;
- the financial statements give a true and fair view of the state of the Company's affairs at the end of the financial year; and

For PKF

AUDITORS PKF U.A.E.

S.D. Pereira
Partner
Registration no. 552
Dubai
United Arab Emirates
19 April 2024

ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2024

	Notes	2024 AED	2023 AED
ASSETS			
Non-current assets			
Property, plant and equipment	6	**301,184**	423,714
Current assets			
Inventories	8	**3,396,196**	4,201,899
Financial assets:			
Trade and other receivables	9	**17,274,271**	12,625,254
Cash and cash equivalents	10	**25,792,055**	26,446,883
Other financial assets	11	**255,980**	335,060
Other current assets	12	**5,132,614**	6,869,500
Total current assets		**51,851,116**	50,478,596
Total assets		**52,152,300**	50,902,310
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	13	**2,500,000**	2,500,000
Retained earnings		**35,599,565**	38,701,090
Total shareholder's funds		**38,099,565**	41,201,090
Non-current liability			
Provision for staff end-of-service benefits	14	**3,914,459**	4,657,287
Current liabilities			
Financial liabilities:			
Trade payables	15	**6,818,038**	1,057,012
Other financial liabilities	16	**222,535**	509,170
Other current liabilities	17	**1,794,575**	2,036,321
Provisions	18	**1,303,128**	1,441,430
Total current liabilities		**10,138,276**	5,043,933
Total liabilities		**14,052,735**	9,701,220
Total equity and liabilities		**52,152,300**	50,902,310

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

We confirm that we are responsible for these financial statements, including selecting the accounting policies and making the judgments underlying them. We confirm that we have made available all relevant accounting records and information for their compilation.

Approved, authorised for issue and signed by the director, Mr. Adil Adam Memon on 17 April 2024.

For **ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC**

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Adil Adam Memon
DIRECTOR

ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2024

	Notes	2024 AED	2023 AED
INCOME			
Revenue	22	**55,153,231**	59,753,856
Other income	23	**963,563**	2,336,927
Total	**(A)**	**56,116,794**	62,090,783
EXPENSES			
Cost of programmes, channel management expenses and other related costs	24	**30,375,665**	31,957,601
Staff costs	25	**13,394,532**	14,607,520
Depreciation and amortisation	26	**139,345**	183,365
Marketing expenses	27	**2,023,103**	2,248,496
Other operating expenses	28	**1,626,960**	1,723,351
Impairment of financial assets (net)	29	**641,214**	473,252
Total	**(B)**	**48,200,819**	51,193,585
PROFIT FOR THE YEAR	**(A-B)**	**7,915,975**	10,897,198
Other comprehensive income:			
Other comprehensive income for the year		**--**	--
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**7,915,979**	10,897,198

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2024

	Share capital AED	Retained earnings AED	Total AED
Balance at 1 April 2022	2,500,000	112,271,392	114,771,392
Total comprehensive income for the year	--	10,897,198	10,897,198
Dividends paid during the year	--	(84,467,500)	(84,467,500)
Balance at 31 March 2023	2,500,000	38,701,090	41,201,090
Total comprehensive income for the year	--	7,915,975	7,915,975
Dividends paid during the year	--	(11,017,500)	(11,017,500)
Balance at 31 March 2024	**2,500,000**	**35,599,565**	**38,099,565**

The accompanying notes form an integral part of these financial statements.
The report of the independent auditor is set forth on pages 1 to 3.

ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2024

	2024 AED	2023 AED
Cash flows from operating activities		
Profit for the year from continuing operations	7,915,975	10,897,198
Adjustments for:		
Depreciation of property, plant and equipment	139,345	169,385
Amortisation of intangible assets	--	13,980
Interest income	(425,588)	(224,026)
Credit balances written back	(26,087)	(21,154)
Profit on disposal of assets held for sale	--	(1,674,033)
Impairment of financial assets	641,214	473,252
Provision for end-of-service benefits	597,941	718,250
	8,842,800	10,352,852
Changes in:		
– Inventories	805,703	413,125
– Trade and other receivables	(5,290,231)	(6,851,466)
– Other current assets	1,736,886	10,175,387
– Trade payables	5,761,026	(8,888)
– Other financial liabilities	(286,635)	181,869
– Other current liabilities	(215,659)	(4,136,090)
– Provisions	(138,302)	136,113
Staff end-of-service benefits paid	(1,340,769)	--
Net cash from operating activities	9,874,819	10,262,902
Cash flows from investing activities		
Payments for property, plant and equipment	(16,815)	(86,063)
Proceeds from disposal of assets held for sale	--	2,999,208
Interest received	504,668	92,576
Net cash from investing activities	487,853	3,005,721
Cash flow from financing activities		
Dividends paid	(11,017,500)	(84,467,500)
Net cash used in financing activities	(11,017,500)	(84,467,500)
Net decrease in cash and cash equivalents	(654,828)	(71,198,877)
Cash and cash equivalents at beginning of year	26,446,883	97,645,760
Cash and cash equivalents at end of year (note 10)	25,792,055	26,446,883

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth on pages 1 to 3.

1. **LEGAL STATUS AND BUSINESS ACTIVITY**

a) **ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC** (the "Company") is a Free Zone Company with limited liability registered in Dubai, United Arab Emirates, in accordance with the provision of the Dubai Technology & Media Free Zone Private Companies Regulations 2003 issued under Law No. 1 of 2000 of the Emirate of Dubai establishing the Dubai Technology & Media Free Zone (repealed by the provision of the Dubai Creative Clusters Private Companies Regulations 2016). (Dubai Creative Clusters Authority is known as Dubai Development Authority since 19 September 2018). The registered office address is Office No. 202 and 204, Dubai Media City, Dubai, UAE. The Company was registered on 4 September 2005. It operates vide commercial license number 31539 issued by Dubai Development Authority.

b) The Company is engaged in the business of television broadcasting, broadcast support services which includes TV - sales and marketing and production (Film/TV) and event management.

c) The parent company is Asia Today Limited, Mauritius and the ultimate parent company is ZEE Entertainment Enterprises Limited, India.

2. **BASIS OF PREPARATION**

a) **Statement of compliance**

The financial statements are prepared in accordance with International Financial Reporting Standards issued or adopted by the International Accounting Standards Board (IASB) and which are effective for accounting periods beginning 1 April 2023, and the provision of the Dubai Creative Clusters Private Companies Regulations 2016.

b) **Basis of measurement**

The financial statements are prepared using historical cost.

Historical cost is based on the fair value of the consideration given to acquire the asset or cash or cash equivalents expected to be paid to satisfy the liability.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c) **Going concern**

The financial statements are prepared on a going concern basis.

When preparing the financial statements, management makes an assessment of the Company's ability to continue as a going concern. Financial statements are prepared on a going concern basis unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

d) **Adoption of new International Financial Reporting Standards**

Standards, amendments, improvements and interpretations effective for the current period

The following amendments, improvements and interpretations which became effective for current period, did not have any significant impact on the Company's financial statements:

- Amendments to IAS 1 - Classification of Liabilities as Current or Non-current
- Amendments to IAS 1 and IFRS Practice Statement 2 - Disclosure of Accounting Policies
- Amendments to IAS 8 - Definition of Accounting Estimates
- Amendments to IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to IAS 12 - International Tax Reform – Pillar Two Model Rules
- Amendments to IAS 1 – Non-current Liabilities with Covenants (1 January 2024)
- Amendments to IAS 7 and IFRS 7 – Supplier Finance Arrangement (1 January 2024)
- Amendments to IFRS 16 – Lease Liability in a Sale and Leaseback (1 January 2024)

New and revised IFRSs in issue but not yet effective:

The following *International Financial Reporting Standard*, amendments, improvements and interpretations that are assessed by management as likely to have an impact on the financial statements, have been issued by the IASB prior to the date the financial statements were authorised for issue, but have not been applied in these financial statements as their effective dates of adoption are for future accounting periods.

- Amendments to IAS 21 – Lack of Exchangeability (1 January 2025)
- Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture. The amendments address the conflict between IFRS 10 and IAS 28 in dealing with the loss of control of a subsidiary that is sold to an associate or a joint venture (The IASB postponed the effective date of this amendment indefinitely - Early adoption is permitted)
- IFRS S1 General Requirements for Disclosure of Sustainability Related Financial Information and IFRS S2 Climate Related Disclosures (Effective upon adoption by applicable regulatory)

e) **Functional and presentation currency**

The financial statements are presented in UAE Dirhams ("AED") which is also the Company's functional currency.

3. **SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies adopted, and which have been consistently applied, are as follows:

a) **Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost less estimated residual value, where material, is depreciated from the date the asset is available for use until it is derecognised, using the straight-line method over the estimated useful lives of the assets as follows:

Studio interiors and equipment	5 -15 years
Furniture, fixtures, office equipment and computers	3 - 6 years
Vehicles	5 years

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the expenditure will flow to the Company and such cost can be measured reliably. Such cost includes the cost of replacing part of the property, plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company recognises such parts as individual assets with specific useful lives and depreciates them accordingly. The carrying amount of replaced parts is derecognised.

All other repairs and maintenance costs are charged to profit or loss during the financial period in which they are incurred.

An assessment of depreciation method, useful lives and residual values is undertaken at each reporting date and, where material, if there is a change in estimate, an appropriate adjustment is made to the depreciation charge.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are recognised within 'other operating income/expenses' in profit or loss.

b) **Intangible assets**

Intangible assets are stated at cost less accumulated amortisation and impairment losses. The cost of computer software is amortised over three to six years.

An assessment of amortisation method and useful lives is undertaken at each reporting date and, where material, if there is a change in estimate, an appropriate adjustment is made to the amortisation charge.

c) **Impairment of tangible and intangible assets**

At each reporting date, the management reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the acquirer estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

d) **Inventories**

Media content i.e. programs and film rights are stated at lower of cost/unamortised cost or realisable value. Cost comprises acquisition/direct production cost. Where the realisable value on the basis of its estimated useful economic life is less than its carrying amount, the difference is expensed as impairment. Programs, film rights are expensed/amortised as under:

- Programs- reality shows, chat shows, events, current affairs, game show and sports rights are fully expensed on telecast.
- Programs (other than above) are amortised over three financial years starting from the year of first telecast, as per management estimate of future revenue potential.
- Film rights are amortised on a straight-line basis over three financial years or licensed period, whichever is shorter.

e) **Staff benefits**

The Company provides staff end-of-service benefits to its non-UAE national employees as per the applicable local laws. The entitlement to these benefits is based on the employees' last drawn salary and length of services which is accrued over the period of employment. Provision for staff end-of-services benefits is disclosed as non-current liability.

Provision is also made for employees' entitlement to annual leave and air fare for eligible employees as per the policy of the Company. Provision relating to annual leave and air fare is disclosed as current liability as employees are entitled to redeem these benefits at any point of time after the reporting period.

f) **Revenue recognition**

The Company is engaged in the business of television broadcasting, broadcast support services which includes TV - sales and marketing and Production (Film/TV) and event management.

Revenue from contracts with customers is recognised when the control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company recognises revenue from contracts with customers based on a five-step model as set out in IFRS 15:

1. Identify the contracts with customers: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.
2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.
3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.
5. Recognise revenue when (or as) the Company satisfies a performance obligation at a point in time or over time.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or

- The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

The Company is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method of recognising revenue.

Advertisement revenue net of agency commission and volume rebate is recognised at a point in time when the related advertisement or commercial appears before the public i.e. on telecast.

Subscription income is recognised over time when the services are rendered.

Revenue from sale of programmes and movies represents the amount invoiced for programs and movies sold during the year. This revenue is recognised at a point in time on delivery of the content when the control is transferred to customer.

Income from event management is recognised at a point in time when the event takes place.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of transaction price needs to be allocated. In determining the transaction price for the sale of goods/services, the Company considers the effect of volume rebates and significant financing components.

i) Volume rebates give rise to variable consideration. The Company provides volume rebates to certain customers once the target during a period exceeds a threshold specified in the contract. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

ii) Significant financing component
The Company receives short-term advance from its customers. As the period between the transfer of promised goods or services to the customer and when the customer pays for those goods or services is expected to be less than one year, the Company has used the practical expedient in IFRS 15 and not adjusted the consideration for significant financing component.

g) ***Interest income***

Interest income is recognised on accrual basis using the effective interest method, when it is probable that the economic benefits will flow to the Company and the interest can be measured reliably.

h) **Recovery of common expenses**

Common overhead expenses incurred by the Company have been apportioned and recovered from related parties on an appropriate basis as agreed by the management.

i) **Leases**

The Company leases its office premises. Rental contract is typically made for a fixed period of 12 months but may have extension option. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants.

Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

j) **Cash and cash equivalents**

Cash and cash equivalents comprise cash, bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity date of three months or less from the date of investment that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

k) **Foreign currency transactions**

Transactions in foreign currencies are translated into UAE Dirhams at the rate of exchange ruling on the date of the transactions.

Monetary assets and liabilities expressed in foreign currencies are translated into UAE Dirhams at the rate of exchange ruling at the reporting date.

Gains or losses resulting from foreign currency transactions are taken to profit or loss.

l) **Provisions**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

m) **Contingencies and commitments**

Contingent liabilities are not recognised in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is not recognised in the financial statements but disclosed when an inflow of economic benefits is probable.

n) **Value added tax**

As per the Federal Decree-Law No. (08) of 2017, Value Added Tax (VAT), is charged at 5% standard rate or 0% (as the case may be) on every taxable supply and deemed supply made by the taxable person.

The Company charges and recovers Value Added Tax (VAT) on every taxable supply and deemed supply, in accordance with the applicable commercial VAT laws. Irrecoverable VAT for which Company cannot avail the credit is charged to the relevant expenditure category or included in costs of non-current assets. The Company files its VAT returns and computes the payable tax (which is output tax less input tax) for the allotted tax periods and deposits the same within the prescribed due dates of filing VAT return and tax payment. VAT receivable and VAT Payable are offset and the net amount is reported in the statement of financial position as the Company has a legally enforceable right to offset the recognised amounts and has the intention to settle the same on net basis.

o) **Income and deferred tax**

Tax expense for the year comprises of current tax and deferred tax. Current tax is measured by the amount of tax expected to be paid to the taxation authorities on the taxable profits after considering tax allowances and exemptions and using applicable tax rates and laws. Deferred tax is recognised on temporary differences between the accounting base and the tax base for the year and quantified using the tax rates and tax laws enacted or substantively enacted as on the balance sheet date.

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in the financial statements, except when the deferred tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax asset is recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax liabilities are recognised for all taxable temporary differences.

Current tax and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off the recognised amount and there is an intention to settle the asset and liability on a net basis.

p) **Assets held for sale**

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held-for-sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use:

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, investment property or biological assets, which continue to be measured in accordance with the Company's other accounting policies. Impairment losses on initial classification as held-for-sale or held-for-distribution and subsequent gains and losses on remeasurement are recognised in profit or loss.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

q) **Current versus non-current classification**

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

r) **Financial instruments**

Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVTOCI") – debt investment; FVTOCI – equity investment; or fair value through profit or loss ("FVTPL").

The classification of financial assets at initial recognition depends on the financial assets' contractual cash flow characteristics and the Company's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrumental level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cashflows, selling the financial assets, or both.

Financial liabilities are classified as financial liabilities at FVTPL or at amortised cost. The Company determines the classification of its financial liabilities at initial recognition.

Recognition

Financial assets and financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the instrument. Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset.

Derecognition

Financial assets are de-recognised when, and only when,

- The contractual rights to receive cash flows expire or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
    (a) the Company has transferred substantially all the risks and rewards of the asset, or
    (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities are de-recognised when, and only when, they are extinguished i.e. when obligation specified in the contract is discharged, cancelled or expired.

Measurement

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus transaction costs that are directly attributable to its acquisition.

The following accounting policies apply to the subsequent measurement of financial assets and liabilities.

Financial assets

Financial assets at amortised cost

Financial assets that meet the following conditions are subsequently measured at amortised cost less impairment loss and deferred income, if any (except for those assets that are designated as at fair value through other comprehensive income on initial recognition) using the effective interest method. All other financial assets are subsequently measured at fair value.

1. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
2. the contractual terms of the instrument give rise to cash flows on specified dates that are solely payments of principal and profit on the principal amount outstanding.

Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

The financial assets at amortised cost comprise of trade receivables, cash and cash equivalents and other financial assets.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities at amortised cost comprise of trade payables and other financial liabilities.

Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECL) for all financial assets not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Loss allowances are measured on either of the following basis:

- 12-month ECLs: ECLs that result from possible default events within 12 months after the reporting date; and

- Lifetime ECLs: ECLs that result from all possible default events over the expected life of a financial instrument.

The Company measures the loss allowance at an amount equal to lifetime ECLs, except for the following which are measured as 12-month ECLs:

- Bank balances and other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Company has elected to measure loss allowances for trade receivables at an amount equal to lifetime ECLs. The Company applies a simplified approach in calculating expected credit losses. The Company does not track changes in credit risk, but instead recognised a loss allowance based on lifetime expected credit losses at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Further, in addition to the historical pattern of credit loss, the Company has considered the likelihood of increased credit risk. This assessment is not based on any mathematical model but an assessment considering the nature of businesses of customers, impact immediately seen in the demand outlook of these businesses, geographical areas of the customers and the financial strength of the customers from whom amounts are receivable. The Company has specifically evaluated the potential impact with respect to individual customers which could have an immediate impact and the rest which could have an impact with a lag. The Company closely monitors its customers who are going through financial stress and assesses actions such as change in payment terms, recognition of revenue only when it is highly probable that a significant reversal will not occur, depending on severity of each case.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportive information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 60 days past due.

The Company considers a financial asset to be in default when:

- The borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- The financial asset is more than 365 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the asset.

Offsetting
Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

Equity
Share capital is recorded at the value of proceeds received towards interest in share capital of the Company.

s) **Fair value measurement**
The Company discloses the fair value of financial instruments measured at amortised cost.

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using assumptions that the market participants would use when pricing the asset or liability, assuming that the market participants act in their best economic interests.

The fair value measurement of a non financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

4. **SIGNIFICANT JUDGMENTS EMPLOYED IN APPLYING ACCOUNTING POLICIES**
The significant judgments made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

Classification of financial assets
The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them.

Impairment
At each reporting date, management conducts an assessment of property, plant and equipment and intangible assets to determine whether there are any indications that they may be impaired. In the absence of such indications, no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made.

The Company applies expected credit loss (ECL) model to measure loss allowance in case of financial assets on the basis of 12-month ECLs or Lifetime ECLs depending on credit risk characteristics and how changes in economic factors affect ECLs, which are determined on a probability-weighted basis.

Recognition of revenue and allocation of transaction price
Identification of performance obligations
The Company determined that the sale of goods/services are provided as a single component to customers and accordingly it becomes single performance obligation in respect of the goods/services being sold.

Revenue is recognised at a point in time / over time as performance obligations are fulfilled in accordance with IFRS 15 – Revenue from Contracts with Customers.

Determine timing of satisfaction of performance obligation
The Company concluded that the revenue from advertisement, sale of programmes and movies and event management is to be recognised at a point in time when the control of the goods/service has transferred to the customers. Payment of the transaction price is due immediately at the point the customer purchases the goods/ receives the service.

The Company concluded that revenue from subscription income is to be recognised over time as the customer simultaneously receives the benefit as the Company performs.

Leases
Determining the lease term
The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

For leases of office, the following factors are normally the most relevant:
i) significant penalties to terminate (or not extend), the Company is typically reasonably certain to extend (or not terminate)
ii) If any leasehold improvements are expected to have a significant remaining value, the Company is typically reasonably certain to extend (or not terminate)
iii) Otherwise, the Company considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Extension option for office premise has not been included in the lease liability, because the Company could replace the asset without significant cost or business disruption.

5. KEY SOURCES OF ESTIMATION UNCERTAINTY

Key assumptions made concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are as follows:

Carrying values of property, plant and equipment

Residual values are assumed to be zero unless a reliable estimate of the current value can be obtained for similar assets of ages and conditions that are reasonably expected to exist at the end of the assets' estimated useful lives.

Impairment

Assessments of net recoverable amounts of property, plant and equipment and intangible assets are based on assumptions regarding future cash flows expected to be received from the related assets.

Impairment of financial assets

The loss allowance for financial assets are based on assumptions about the risk of default and expected loss rates. The management uses judgement in making these assumptions and selecting the inputs to the impairment calculations based on the past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in Note 3(r).

Staff end-of-service benefits

The Company computes the provision for the liability to staff end-of-service benefits stated at AED 3,914,459 (previous year AED 4,657,287), assuming that all employees were to leave as of the reporting date. The management is of the opinion that no significant difference would have arisen had the liability been calculated on an actuarial basis as salary inflation and discount rates are likely to have approximately equal and opposite effects.

Deferred tax:

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

6. **PROPERTY, PLANT AND EQUIPMENT**

	Studio interiors and equipment AED	Office equipment AED	Computers AED	Furniture and fixtures AED	Vehicles AED	Total AED
Cost						
At 1 April 2022	3,225,951	349,735	532,774	1,843,952	173,500	6,125,912
Additions	--	--	86,063	--	--	86,063
At 31 March 2023	3,225,951	349,735	618,837	1,843,952	173,500	6,211,975
Additions	--	--	16,815	--	--	16,815
At 31 March 2024	**3,225,951**	**349,735**	**635,652**	**1,843,952**	**173,500**	**6,228,790**
Accumulated depreciation						
At 1 April 2022	2,811,496	330,789	492,707	1,841,811	142,073	5,618,876
Depreciation	101,877	15,400	39,325	1,700	11,083	169,385
At 31 March 2023	2,913,373	346,189	532,032	1,843,511	153,156	5,788,261
Depreciation	77,436	2,155	48,230	441	11,083	139,345
At 31 March 2024	**2,990,809**	**348,344**	**580,262**	**1,843,952**	**164,239**	**5,927,606**
Carrying amount						
At 1 April 2022	414,455	18,946	40,067	2,141	31,427	507,036
At 31 March 2023	312,578	3,546	86,805	441	20,344	423,714
At 31 March 2024	**235,142**	**1,391**	**55,390**	**--**	**9,261**	**301,184**

7. INTANGIBLE ASSETS

	Computer software AED
Cost	
At 1 April 2022, 31 March 2023 and 31 March 2024	452,067
Accumulated amortisation	
At 1 April 2022	438,087
Amortisation	13,980
At 31 March 2023	452,067
Amortisation	--
At 31 March 2024	452,067
Carrying amount	
At 1 April 2022	13,980
At 31 March 2023	--
At 31 March 2024	--

	2024 AED	2023 AED
8. INVENTORIES		
Cost of media content	3,396,196	4,201,899
9. TRADE AND OTHER RECEIVABLES		
Trade receivables	17,028,068	12,773,390
Less: Allowance for expected credit losses	(1,305,061)	(663,847)
	15,723,007	12,109,543
Unbilled receivables[(a)]	1,551,264	515,711
	17,274,271	12,625,254

(a) Unbilled receivables represent the portion of subscription income (pertaining to license rights granted for telecasting Zee channels) that has been earned but not yet invoiced to customers as of the reporting date.

A reconciliation of the movements in the allowance for expected credit losses for trade receivables is as follows:

	2024	2023
Opening balance	663,847	190,595
Provisions made during the year	641,214	473,252
Closing balance	1,305,061	663,847

The information about credit exposure is disclosed in note 30.

The Company does not hold any collateral against trade receivables (previous year AED Nil).

		2024	2023
		AED	AED
10.	**CASH AND CASH EQUIVALENTS**		
	Cash on hand	23,802	31,746
	Bank balances:		
	Current accounts	1,653,672	7,299,747
	Call deposits	9,424,581	2,097,890
	Fixed deposits	14,690,000	17,017,500
		25,792,055	26,446,883
11.	**OTHER FINANCIAL ASSETS**		
	Deposits	203,610	203,610
	Accrued interest on fixed deposits	52,370	131,450
		255,980	335,060
12.	**OTHER CURRENT ASSETS**		
	Advances to suppliers [(a)]	4,796,657	6,556,494
	Staff advances	28,499	23,891
	Prepayments	307,458	253,265
	VAT receivable (net)	--	35,850
		5,132,614	6,869,500

(a) Previous year's advances include AED 6,076,937 paid to the parent company for content purchase for existing and new television channels and digital media content.

13.	**SHARE CAPITAL**		
	Paid up:		
	2,500 shares of AED 1,000 each held by Asia Today Limited, Mauritius	2,500,000	2,500,000
14.	**PROVISION FOR STAFF END-OF-SERVICE BENEFITS**		
	Opening balance	4,657,287	3,939,037
	Provision for the year	597,941	718,250
	Paid during the year	(1,340,769)	--
	Closing balance	3,914,459	4,657,287
15.	**TRADE PAYABLES**		
	Production vendors	60,192	123,897
	Programme purchase vendors	5,819,070	508,278
	Broadcast vendors	449,631	300,894
	Advertising/ marketing vendors	394,127	24,944
	Administration expense vendors	95,018	98,999
		6,818,038	1,057,012

Programme purchase vendors include AED 4,736,662 (previous year AED Nil) payable to the parent company for content purchase for existing and new television channels and digital media content.

The entire trade and other payables are due for settlement within one year from the reporting date.

		2024	2023
		AED	AED
16.	**OTHER FINANCIAL LIABILITIES**		
	Accrued expenses	222,535	509,170
17.	**OTHER CURRENT LIABILITIES**		
	Advance received from customers	220,074	6,476
	Employee benefits payable	1,335,620	1,968,063
	Deferred revenue	61,782	61,782
	VAT payable (net)	177,099	--
		1,794,575	2,036,321
18.	**PROVISIONS**		
	Provision for employee benefits- Leave salary		
	Opening balance	1,441,430	1,305,317
	Provision for the year	515,849	227,381
	Paid during the year	(654,151)	(91,268)
	Closing balance	1,303,128	1,441,430

19. **RELATED PARTIES**

The Company enters into transactions with entities that fall within the definition of a related party as contained in International Accounting Standard 24. The management considers such transactions to be in the normal course of business and are at prices determined by the management.

Related parties comprise the ultimate parent company, the parent company, fellow subsidiaries and companies under common management control.

At the reporting date significant balances with related parties were as follows:

	Ultimate parent company	Parent company	Fellow subsidiaries	Companies under common management control	Total 2024	Total 2023
	AED	AED	AED	AED	AED	AED
Included in trade receivables	149,445	-	12,012,608	--	12,162,053	
	149,445	--	4,407,200	--		4,556,645
Included in trade payables	--	4,736,662	--	--	4,736,662	
	--	--	--	--		--

	Ultimate parent company	Parent company	Fellow subsidiaries	Companies under common management control	Total 2024	Total 2023
	AED	AED	AED	AED	AED	AED
Included in other financial assets	--	--	--	78,610	78,610	
	--	--	--	78,610		78,610
Included in other current assets	--	--	--	--	--	
	--	6,076,937	--	--		6,076,937

All balances are unsecured and are expected to be settled in cash.

Repayment and other terms are set out in notes 15 and 30.

Significant transactions with related parties during the year were as follows:

	Parent company	Fellow subsidiaries	Companies under common management control	Total 2024	Total 2023
	AED	AED	AED	AED	AED
Revenue	533,156	--	--	533,156	
	740,525	--	--		740,525
Channel management expenses and other costs	11,679,267	--	--	11,679,267	
	10,697,917	--	--		10,697,917
Legal and professional charges (net)	--	--	--	--	
	5,509	--	--		5,509
Agency and MSR commission	84,053	5,895,527	--	5,979,580	
	124,792	7,147,311	--		7,272,103
Dividend paid	11,017,500	--	--	11,017,500	
	84,467,500	--	--		84,467,500
Recovery of common expenses	416,565	--	--	416,565	
	377,893	--	--		377,893
Electricity & water charges	--	--	21,214	21,214	
	--	--	16,337		16,337
Repair and maintenance			22,335	22,335	
	--	--	22,335		22,335
Short-term lease expenses	--	--	480,203	480,203	
	--	--	480,203		480,203

Certain facilities and administrative services are provided by/to related parties as per agreed rates.

20. DIVIDENDS

Dividends approved and paid during the year of AED 11,017,500 (previous year AED 84,467,500) represents a dividend per share of AED 4,407 (previous year AED 33,787).

21. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to ensure that the Company continues as a going concern and to provide the shareholder with a rate of return on their investment commensurate with the level of risk assumed.

Capital, which is unchanged from previous year, comprises equity funds as presented in the statement of financial position. Debt comprises total amounts owed by the Company, net of cash and cash equivalents.

The Company is not subject to externally imposed capital requirements.

Funds generated from internal accruals together with funds received from related parties net of funds provided to related parties if any and net of dividend declared are retained in the business, to maintain capital at desired levels.

22. REVENUE

The Company generates revenue from advertisement income, subscription, sale of programmes and movies and event management over time and at a point in time. The disaggregated revenue from contracts with customers by geographical segments, type of revenue is presented below. The management believes that this best depicts the nature, amount, timing and uncertainty of the Company's revenue and cash flows.

	2024 AED	2023 AED
Primary geographical segments		
- UAE	**42,576,500**	50,138,967
- Other Middle East countries	**6,266,536**	5,729,780
- Asian countries	**824,825**	1,312,001
- American countries	**5,142**	1,252,873
- Africa	**914,778**	1,219,933
- Europe	**4,565,450**	100,302
	55,153,231	59,753,856
Type of revenue		
- Advertisement revenue (net)[(a)]	**21,950,411**	29,430,071
- Subscription income	**26,945,185**	27,903,720
- Sale of programmes, movies and other related income	**6,257,635**	2,416,285
- SMS income	**--**	3,780
	55,153,231	59,753,856

	2024 AED	2023 AED
Timing of revenue recognition		
- At a point in time	**28,208,046**	31,850,136
- Over time	**26,945,185**	27,903,720
	55,153,231	59,753,856

(a) Advertisement revenue includes AED 21,314,626 for the year ended 31 March 2024 (previous year AED 28,589,244) derived from exclusive advertisement rights agreement entered into by the Company through its sole selling agent with its media representative to monetise the properties through sale of advertisements services.

23. OTHER INCOME

	2024 AED	2023 AED
Profit on sale of assets held for sale		
Proceeds from disposal of assets held for sale	--	2,999,208
Less: net book value[a]	--	(1,325,175)
Profit on sale of assets held for sale	--	1,674,033
Recovery of common expenses	**416,565**	377,893
Interest income on fixed deposits	**425,588**	224,026
Exchange gain (net)	--	6,999
Credit balances written back	**26,087**	21,154
Recovery of bad debts	**95,323**	32,822
	963,563	2,336,927

(a) In January 2020, the management committed to a plan to sell the Radio division (106.2 Big FM) of the Company. Accordingly, assets of that division were presented as assets held for sale. At 31 March 2022, the assets held for sale was stated at cost, being lower of carrying amount and fair value less cost to sell and comprised property, plant and equipment (net book value) of AED 1,314,442 and Intangible assets (net book value) of AED 10,733.

During the previous year, the above assets held for sale was disposed at a profit of AED 1,674,033.

24. COST OF PROGRAMMES, CHANNEL MANAGEMENT EXPENSES AND OTHER RELATED COSTS

	2024 AED	2023 AED
Production cost of programmes	**354,576**	261,607
Transmission costs	**5,026,584**	4,509,439
Programming expenses	**18,934,514**	19,914,452
Media sales representative's commission	**164,463**	124,792
Agency commission	**5,895,528**	7,147,311
	30,375,665	31,957,601

		2024	2023
		AED	AED
25.	**STAFF COSTS**		
	Salaries and allowances	11,149,084	11,483,711
	Staff incentives	665,066	1,634,293
	Medical benefits	651,561	528,234
	Payroll fees	--	2,500
	Staff welfare expenses	318,998	240,532
	Staff end-of-service benefits	597,941	718,250
	Staff training expenses	11,882	--
		13,394,532	14,607,520
26.	**DEPRECIATION AND AMORTISATION**		
	Depreciation of property, plant and equipment	139,345	169,385
	Amortisation of intangible asset	--	13,980
		139,345	183,365
27.	**MARKETING EXPENSES**		
	Business promotion, advertisement and publicity expenses	2,023,103	2,248,496
28.	**OTHER OPERATING EXPENSES**		
	Short-term lease expenses	480,203	480,203
	License fees	65,018	65,020
	Repairs & maintenance	277,898	319,621
	Insurance – others	7,836	15,292
	Electricity & water charges	17,314	21,837
	Communication expenses	209,180	188,459
	Printing & stationery	5,477	6,861
	Membership & subscription	1,900	963
	Audit fees	102,500	95,500
	Travelling & conveyance	32,526	101,283
	Legal and professional charges	135,771	30,114
	Bank charges	20,161	23,529
	Vehicle expenses	174,538	207,930
	Relocation/visa expenses	18,684	123,087
	Computer consumables	16,425	25,312
	Exchange loss (net)	3,750	--
	Miscellaneous expenses	57,779	18,340
		1,626,960	1,723,351
29.	**IMPAIRMENT OF FINANCIAL ASSETS (NET)**		
	Impairment on trade receivables	641,214	473,252

30. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments

Classification and fair values

The net carrying amounts as at the reporting date of financial assets and financial liabilities are as follows:

	At amortised cost	
	2024	2023
	AED	AED
Financial assets		
Trade receivables	15,723,007	12,109,543
Cash and cash equivalents	25,792,055	26,446,883
Other financial assets	255,980	335,060
	41,771,042	38,891,486
Financial liabilities		
Trade payables	6,818,038	1,057,012
Other financial liabilities	222,535	509,170
	7,040,573	1,566,182

Fair value measurement and disclosures

The management assesses the fair values of all its financial assets and financial liabilities at each reporting date.

The fair values of cash and cash equivalents, trade receivables, other financial assets, trade payables and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Financial risk management

Risk management objectives

Risk is inherent in the Company's activities but is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability. The Company's risk management focusses on actively securing short to medium term cash flows by minimizing the exposure to financial markets.

The Company does not actively engage in trading of financial assets for speculative purpose.

The primary risks to which the business is exposed, which are unchanged from the previous year, comprise credit risks, liquidity risks and market risks (including currency risks and fair value interest rate risks).

The management of the Company reviews and agrees policies for managing each of these risks which are summarised below:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

Credit risk is managed by assessing the creditworthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up.

Financial assets that potentially expose the Company to concentrations of credit risk comprise principally cash and cash equivalents, deposits with banks and trade receivables.

The Company's bank accounts are placed with high credit quality financial institutions and hence have low credit risk.

Current financial assets representing investments in deposits are placed with high credit quality financial institutions.

The management assesses the credit risk arising from trade receivables taking into account their financial position, past experience and other factors. Based on the assessment individual risk limits are determined.

At the reporting date, the Company's maximum exposure to credit risk from such receivables situated outside the UAE is as follows:

	2024	2023
	AED	AED
African countries	38,561	192,916
American countries	1,065,025	1,076,226
Middle East countries	1,241,902	980,921
Other Asian countries	379,005	529,578

At the reporting date, 81% of trade receivables were due from two customers including a related party operating in the similar industry in which the Company operates (previous year 71% of trade receivables were due from two customers, including a related party).

At the reporting date, the Company's trade receivable balances are from customers engaged in similar business in which the Company operates.

The Company uses an allowance matrix to measure the expected credit losses of trade receivables, which comprise a number of balances. Loss rates are calculated using a 'flow rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Flow rates are calculated separately for exposures in different segments based on the following common credit risk characteristics – geographic region, age of customer relationship and type of services purchased.

The following table provides information about the exposure to credit risk and expected credit losses for trade receivables from individual customers as at the reporting date.

	Loss rate		Gross carrying amount		Loss allowance	
	2024	2023	**2024**	2023	**2024**	2023
	%	%	**AED**	AED	**AED**	AED
Not past due	**--**	--	**8,553,854**	10,000,691	**--**	--
0-180 days past due	**--**	--	**7,019,708**	1,959,407	**--**	--
181-365 days past due	**42.44**	100.00	**259,620**	466,705	**110,175**	466,705
More than 365 days past due	**100.00**	56.88	**1,194,886**	346,587	**1,194,886**	197,142
			17,028,068	12,773,390	**1,305,061**	663,847

Loss rates are based on actual credit loss experience over the past years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the Company's view of economic conditions over the expected lives of the receivables.

Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and financial liabilities.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages liquidity risk by monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturities of the Company's undiscounted financial liabilities at the reporting date, based on contractual payment dates.

	Less than one year	
	2024	2023
	AED	AED
Trade payables	**6,818,038**	1,057,012
Other financial liabilities	**222,535**	509,170
	7,040,573	1,566,182

Market risk

Market risk is the risk that the changes in market prices, such as foreign currency exchange rates, interest rates and prices, will affect the Company's income or the value of its holdings of financial instrument. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the returns.

Currency risk

Currency risk is the risk that the values of financial instruments will fluctuate because of changes in foreign exchange rates.

The Company buys and sells goods and services in foreign currencies. Exposure is minimised where possible by denominating such transactions in US dollars to which the UAE Dirhams is pegged.

There are no significant currency risks as substantially all financial assets and financial liabilities are denominated in UAE Dirhams or US Dollars to which the Dirham is fixed.

Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate because of changes in market interest rates.

Fixed deposit account is subject to fixed interest rates at levels generally obtained in the UAE and are therefore exposed to fair value interest rate risk.

31. CORPORATE TAX

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the 'CT Law') to enact a Federal corporate tax ('CT') regime in the UAE. The CT Law is effective for the financial years beginning on or after 1 June 2023. Decision No. 116 of 2022 specifies the threshold of income (as AED 375,000) over which a corporate tax of 9% would apply and accordingly, the CT Law is now considered to be substantively enacted.

For the Company, current taxes shall be accounted for as appropriate in the financial statements for the accounting period beginning after 1 April 2024. In accordance with IAS 12 Income Taxes, the related deferred tax accounting impact has been considered for the financial year ended 31 March 2024.

Based on the information available to date, the Company has assessed the deferred tax implications for the year ended 31 March 2024 and, after considering its interpretations of applicable tax law, official pronouncements, cabinet decisions and ministerial decisions (especially with regard to transition rules), it has been concluded that deferred tax implications are not expected to be material.

The Company shall continue to monitor critical Cabinet Decisions to determine the impact on the Company, from deferred tax perspective.

For **ZEE ENTERTAINMENT MIDDLE EAST FZ-LLC**

Adil Adam Memon
DIRECTOR

Independent Auditor's Report (continued)
to the Members of
ZEE Entertainment UK Limited (previously known as ZEE UK Max Limited)

Responsibilities of Directors
As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to compliance, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements and determined that the principal risks were related to the use of journals to manipulate financial performance, management bias when making estimates. Our work procedures performed included:

-identifying and testing journal entries using a riskbased targeting approach for unexpected account combinations;
-challenging assumptions and judgements made by management in determining significant accounting estimates;
-discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud.

There are inherent and various other limitations in the overview audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use Of Our Report
This report is made solely for internal consolidation purpose only. Our audit work has been undertaken so that we might state to the company's members those matters that we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Kassim Harunani (Senior Statutory Auditor)
for and on behalf of Hallys & Co ,
Statutory Auditor
08/05/2024

ZEE Entertainment UK Limited (previously known as ZEE UK Max Limited)
Dormant Profit and Loss Account
For the Period 28 September 2023 to 31 March 2024

The company has not traded during the period. During the period, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

ZEE Entertainment UK Limited (previously known as ZEE UK Max Limited)
Balance Sheet
As At 31 March 2024

	Notes	31 March 2024 £	£
CURRENT ASSETS			
Debtors	4	25,000	
		25,000	
NET CURRENT ASSETS (LIABILITIES)			**25,000**
TOTAL ASSETS LESS CURRENT LIABILITIES			**25,000**
NET ASSETS			**25,000**
CAPITAL AND RESERVES			
Called up share capital	5		25,000
SHAREHOLDERS' FUNDS			**25,000**

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.
On behalf of the board

Mr Parul Goel
Director
07/05/2024

The notes on page 7 form part of these financial statements.

1. General Information
ZEE Entertainment UK Limited (previously known as ZEE UK Max Limited) is a private company, limited by shares, incorporated in England & Wales, registered number 15171254 . The registered office is Devonshire House, 582 Honeypot Lane, Stanmore, Middlesex, HA7 1JS. The company name was changed from Zee UK Max Ltd to Zee Entertainment UK Ltd on 19th Apri1 2024.

2. Accounting Policies

2.1. Basis of Preparation of Financial Statements
The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 section 1A Small Entities "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

3. Average Number of Employees
Average number of employees, including directors, during the period was: NIL

4. Debtors

	31 March 2024 £
Due within one year	
Amounts owed by group undertakings	25,000

5. Share Capital

	31 March 2024 £
Allotted, Called up and fully paid	25,000

6. FRC's Ethical Standard - Provision Available for Small Entities
In common with other businesses of our size and nature we use our auditors to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements.

Grant Thornton

Independent auditors' report
To the member of ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) LIMITED** (the "Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements on pages 8 to 22 give a true and fair view of the financial position of the Company as at 31 March 2024 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises of information included under the Corporate Data and Commentary of the Directors sections but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) Limited

Report on the Audit of the Financial Statements (Cont'd)

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards of Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) Limited

Report on the Audit of the Financial Statements (Cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;

- we have obtained all the information and explanations we have required; and

- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Grant Thornton

Independent auditors' report (Cont'd)
To the member of ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) Limited

Other Matter

Our report is made solely to the member of the Company as a body in accordance with Section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton

Grant Thornton
Chartered Accountants

K Ramchurun

K RAMCHURUN, FCCA
Licensed by FRC

Date: 30 APR 2024

Ebene 72201, Republic of Mauritius

ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) LIMITED
STATEMENT OF FINANCIAL POSITION AT 31 MARCH

	Notes	2024 USD	2023 USD
ASSETS			
Current			
Receivables from related parties	11	**56,902,628**	53,939,567
Cash and cash equivalents	5	**2,640**	2,997,958
Total current assets		**56,905,268**	56,937,525
Total assets		**56,905,268**	56,937,525
EQUITY AND LIABILITIES			
EQUITY			
Stated capital	8	**56,796,292**	56,796,292
Retained earnings		**96,810**	121,791
Total equity		**56,893,102**	56,918,083
LIABILITIES			
Current			
Accruals	6	**12,166**	8,539
Current tax liability		**-**	10,903
Total liabilities		**12,166**	19,442
Total equity and liabilities		**56,905,268**	56,937,525

The financial statements have been approved by the Board of Directors and authorised for issue on 30 APRIL 2024 and signed on its behalf by:

DIRECTOR

DIRECTOR

The notes on pages 12 to 22 form an integral part of these financial statements.

ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
FINANCE INCOME	7	-	801,001
EXPENSES			
Administrative expenses	9	(13,113)	(6,425)
Audit fees		(11,868)	(9,690)
		(24,981)	(16,115)
(LOSS)/PROFIT BEFORE TAX		(24,981)	784,886
TAX EXPENSE	10	-	(117,733)
(LOSS)/PROFIT FOR THE YEAR		(24,981)	667,153
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR		(24,981)	667,153

The notes on pages 12 to 22 form an integral part of these financial statements.

ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH

	Stated capital USD	Retained earnings USD	Total USD
At 01 April 2022	**56,796,292**	**28,954,638**	**85,750,930**
Dividends paid (Note 14)	-	(29,500,000)	(29,500,000)
Transaction with shareholder	**-**	**(29,500,000)**	**(29,500,000)**
Profit for the year	-	667,153	667,153
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	667,153	667,153
At 31 March 2023	**56,796,292**	**121,791**	**56,918,083**
Loss for the year	-	(24,981)	(24,981)
Other comprehensive income	-	-	-
Total comprehensive loss for the year	-	(24,981)	(24,981)
At 31 March 2024	**56,796,292**	**96,810**	**56,893,102**

The notes on pages 12 to 22 form an integral part of these financial statements.

ZEE MULTIMEDIA WORLDWIDE (MAURITIUS) LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH

	Notes	2024 USD	2023 USD
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss)/profit before tax		**(24,981)**	784,886
Adjustments for:			
Interest income	7	**-**	(801,001)
Operating loss before working capital changes		**(24,981)**	(16,115)
Increase in other receivables		**(2,963,061)**	-
Increase in other payables		**3,627**	3,610
Cash used in operations		**(2,984,415)**	(12,505)
CASH FLOWS FROM INVESTING ACTIVITIES			
Repayment of loan from fellow subsidiary	11	**-**	30,276,288
Tax paid	10	**(10,903)**	(136,673)
Interest received		**-**	2,364,093
Net cash (used in)/from investing activities		**(10,903)**	32,503,708
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid		**-**	(29,500,000)
Net (decrease)/increase in cash and cash equivalents		**(2,995,318)**	2,991,203
Cash and cash equivalents at start		**2,997,958**	6,755
Cash and cash equivalents at end	5	**2,640**	2,997,958

The notes on pages 12 to 22 form an integral part of these financial statements.

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS

Zee Multimedia Worldwide (Mauritius) Limited, (the "Company"), was incorporated in Mauritius as a private company with limited liability and has been granted a Global Business Licence under the Financial Services Act 2007. Its registered office is 2nd Floor, Ebene House, 33 Cybercity, Ebene, Republic of Mauritius. The main activity of the Company is to hold investments in relatated party which are involved in satellite television broadcasting.

2. ADOPTION OF NEW AND AMENDED STANDARDS

2.1 New and amended Standards that are effective for the current year

The Company has applied the following new and amended Standards and Interpretations to existing Standards for the first time for the financial year commencing on 01 April 2023:

IFRS 17	Insurance contracts: Amendments to IFRS 17 Insurance Contracts
IFRS 4	Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)
IFRS 17	Initial Application of IFRS 17 and IFRS 9 - Comparative Information (Amendments to IFRS 17)
IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments IAS 12)
IAS 8	Definition of Accounting Estimates (Amendments to IAS 8)
IAS 1	Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2)
IAS 12	International Tax Reform – Pillar Two Model Rules (Amendments to IAS 12)
IFRS for SMEs	International Tax Reform – Pillar Two Model Rules (Amendments to the IFRS for SMEs Standard)

Management has assessed the impact of these revised amendments and concluded that only IAS 1: Disclosure of Accounting Policies (Amendments to IAS 1 and Practice Statement 2) has an impact on these financial statements.

Management has assessed the impact of these new and revised Standards and Interpretations and concluded that none of the above has an impact on these financial statements.

2.2 Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided below:

IAS 1	Classification of Liabilities as Current or Non-current (Amendments to IAS 1)
IAS 1	Non-current Liabilities with Covenants (Amendments to IAS 1)
IFRS 16	Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
IAS 7 and IFRS 7	Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)
IAS 21	Lack of Exchangeability (Amendments to IAS 21)
IFRS S1	General Requirements for Disclosure of Sustainability-related Financial Information
IFRS S2	Climate-related Disclosures

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted by the Company are as follows:

(a) Basis of preparation

The financial statements have been prepared under the historical cost convertion and in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

(b) Foreign currencies

The financial statements are presented in United States Dollar ("USD") which is also the currency of the primary economic environment in which the Company operates. The United States Dollar is the currency that most faithfully reflects the underlying transactions, events and conditions that are relevant to the Company.

In preparing the financial statements, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities denominated in foreign currencies are retranslated into the entity's functional currency at the rates of exchange prevailing on the reporting date.

Exchange differences arising on the settlement and the retranslation of monetary items are recognised in the statement of profit or loss and other comprehensive income.

Non monetary assets and liabilities that are measured at fair value in a foreign currency are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non monetary items that are measured based on historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

(c) Cash and cash equivalents

Cash comprises cash at bank. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(d) Revenue recognition

Interest income is recorded on the accrual basis using the effective interest method unless collectability is in doubt.

Dividend income is recognised when the right to receive payment is established.

(e) Expenses

All expenses are reported for in the statement of profit and loss and other comprehensive income.

(f) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit or loss and other comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(f) Taxation (Cont'd)

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the statement of financial position liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax charged or credited to the statement of profit or loss and other comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

(g) Related parties

Related parties are individuals and companies where the individual or Company has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties also include management entities providing key management personnel services to the Company.

(h) Financial instruments

(i) *Recognition and derecognition*

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

(ii) *Classification and initial measurement of financial assets*

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost,
- fair value through profit or loss (FVTPL); and
- fair value through other comprehensive income (FVOCI)

In the current year, the Company does not have any financial assets categorised as FVOCI and FVTPL.

The classification is determined by both:
- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of profit and loss and other comprehensive income.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(h) Financial instruments (Cont'd)

(iii) *Subsequent measurement of financial assets*

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows.
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After the initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's receivables from related parties and cash and cash equivalents fall into this category of financial instruments.

(iv) *Impairment of financial assets*

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaces IAS 39's 'incurred loss model'. For the Company, instruments within the scope of the new requirements included its receivables from related parties.

Recognition of credit losses is no longer dependent on the Company's first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1"); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2").

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(v) *Subsequent measurement of financial liabilities*

The Company's financial liabilities consist of accruals.

Financial liabilities are measured subsequently at amortised cost using the effective interest rate method.

(vi) *Offsetting financial instruments*

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(i) Equity

Stated capital is determined using the value of shares that have been issued.

Retained earnings include all current and prior years' results as disclosed in the statement of profit or loss and other comprehensive income.

Dividends payment to the Shareholder are deducted from retained earnings when the dividends have been approved by the Board before the reporting date.

(j) Provisions

A provision is recognised when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

(k) Comparatives

Where necessary, comparative figures have been adjusted to confirm to changes in presentation in the current year.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgement

The following is significant management judgement in applying the accounting policies of the Company that have the most significant effect on the financial statements:

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors and have determined that the functional currency of the Company is the USD.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are provided below. Actual results may be substantially different.

Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting date.

Impact of Russia/Ukraine conflict

In February 2022, a military conflict arose between Russia and Ukraine, with the latter being supported by countries in the NATO alliance as well as others around the globe, including imposition of financial and trade sanctions against Russia. Although the length, impact and outcome of the ongoing military conflict in Ukraine is highly unpredictable, this conflict could lead to significant market and other disruptions, including significant volatility in commodity prices, supply of energy resources, instability in financial markets, supply chain interruptions, political and social instability, changes in consumer or purchaser preferences as well as increase in cyberattacks and espionage. The military comflict does not have any impact on the operations of the Company at the reporting date.

5. CASH AND CASH EQUIVALENTS

	2024 USD	2023 USD
Cash at bank- USD	2,640	2,997,958

6. ACCRUALS

	2024 USD	2023 USD
Accruals	12,166	8,539

Accruals consist of administration fees and audit fees.

7. FINANCE INCOME

	2024 USD	2023 USD
Interest on loan to fellow subsidiary (Note 11)	-	801,001

8. STATED CAPITAL

	2024 USD	2023 USD
Issued and fully paid		
56,796,292 ordinary shares of USD 1 each	56,796,292	56,796,292

The above shares shall confer to its holder the following rights:
(a) the right to vote at a meeting of the Company on any resolution;
(b) the right to dividends authorised by the Board; and
(c) the right to the distribution of the surplus assets of the Company, on winding up.

9. ADMINISTRATIVE EXPENSES

	2024 USD	2023 USD
Legal and professional charges	11,910	5,135
Bank charges	1,203	1,290
	13,113	6,425

10. TAXATION

The Company holds a Global Business Licence for the purpose of the Financial Services Act 2007 of Mauritius. Pursuant to the enactment of the Finance Act 2018, with effect as from 01 January 2019, the deemed tax credit has been phased out, through the implementation of a new tax regime. Companies which had obtained their Global Business Licence on or before 16 October 2017, including the Company, have been grandfathered and would benefit from the deemed tax credit regime up to 30 June 2021.

Accordingly, the Company is entitled to a foreign tax credit equivalent to the higher of the actual foreign tax suffered or 80% (2021: 80%) of the Mauritian tax ("Deemed tax credit") on its foreign source income resulting in an effective tax rate on net income of up to 3% (2021: 3%), up to 30 June 2021. Further, the Company is exempted from income tax in Mauritius on profits or gains arising from sale of securities. In addition, there is no withholding tax payable in Mauritius in respect of payments of dividends to Shareholder or in respect of redemptions or exchanges of share.

Post 30 June 2021 and under the new tax regime and subject to meeting the necessary substance requirements as required under the Financial Services Act 2007 (as amended by the Finance Act 2018) and such guidelines issued by the Financial Services Commission, the Company is entitled to either (a) a foreign tax credit equivalent to the actual foreign tax suffered on its foreign income against the Company's tax liability computed at 15% on such income, or (b) a partial exemption of 80% of some of the income derived, including but not limited to foreign source dividends or interest income.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the balance sheet liability method.

At 31 March 2024, the Company has an income tax liability of USD Nil (2023: USD 10,903) in Mauritius.

	2024	2023
Tax payable	**USD**	USD
At 01 April	10,903	29,843
Tax charge during the year	-	117,733
Tax paid	(10,903)	(136,673)
At 31 March	-	10,903

Tax charge

Taxation in Mauritius	-	117,733

	2024	2023
Tax reconciliation	**USD**	USD
(Loss)/ profit before tax	(24,981)	784,886
Tax at 15%	-	117,733
Effect of:		
Deemed tax credit	-	-
Tax expense	-	117,733

11. RELATED PARTY TRANSACTIONS

Transactions	Relationship	2024 USD	2023 USD
Interest income from related party			
ATL Media Ltd	Fellow subsidiary	-	801,001
Administrative expenses			
First Island Trust Company Ltd	Management company	-	7,560
Balances			
Receivables from related parties			
ATL Media Ltd (Note 11.1)	Fellow subsidiary	26,782,748	23,819,687
Asia Today Limited	Related company	30,119,880	30,119,880
		56,902,628	53,939,567

The receivables from related parties are unsecured, interest free and receivable on demand.

11.1 ATL Media Ltd

	2024 USD	2023 USD
Opening balance	23,819,687	25,382,779
Interest charge during the year	-	801,001
Receipts during the year	(28,539)	(2,364,093)
Additions during the year	2,991,600	-
Closing balance	26,782,748	23,819,687

11.2 Loan to a related party

	2024 USD	2023 USD
ATL Media Ltd	-	-
Opening balance	-	30,276,288
Receipts during the year	-	(30,276,288)
Closing balance	-	-

The amount has been fully received during the year ended 31 March 2023.

Compensation paid to key management personnel

There was no compensation paid by the Company to key management personnel during the period under review (2023: Nil).

12. FINANCIAL INSTRUMENTS RISK

In its ordinary operations, the Company is exposed to various risks such as capital risk, foreign currency risks, interest rate risks, credit risks and liquidity risks. The Company has devised, on a central basis, a set of specific policies for managing these exposures.

12. FINANCIAL INSTRUMENTS RISK (CONT'D)

Fair values

The carrying amounts of the Company's financial assets and financial liabilities approximate their fair values due to the short-term nature of the balances involved.

Categories of financial instruments

	2024	2023
Financial assets	**USD**	USD
At amortised cost:		
Receivables from related parties	56,902,628	53,939,567
Cash and cash equivalents	2,640	2,997,958
	56,905,268	56,937,525
Financial liabilities		
At amortised cost:		
Accruals	12,166	8,539

Foreign currency risk management

Foreign currency risk, as defined in IFRS 7: *Financial Instruments: Disclosures*, arises as the value of future transactions, recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates.

The Company manages its foreign exchange exposures through regular monitoring of foreign exchange rates movements and ensuring that foreign currency denominated outgoing payments and inflows are reviewed and approved before processing the transactions.

All the assets and liabilities are denominated in USD. Therefore, the Company is not exposed to any foreign currency risk.

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties, as a means of mitigating the risk of financial loss from defaults. Credit exposure is controlled by counterparty limits that are approved and reviewed by key management on regular basis.

	2024	2023
Financial assets	**USD**	USD
At amortised cost:		
Receivables from related parties	56,902,628	53,939,567
Cash and cash equivalents	2,640	2,997,958
	56,905,268	56,937,525

12. FINANCIAL INSTRUMENTS RISK (CONT'D)

Credit risk management (Cont'd)

The Company's credit risk is concentrated to the receivables from related parties.

The directors have assessed the recoverability of the receivables from related parties and are of the opinion that the related parties has strong capacity to meet its contractual obligations. As a result, no loss allowance has been recognised based on 12-month ECL, since no event of default is anticipated for the amount receivables from related parties.

Credit risk for the bank balance is considered negligible, since the counterparty are reputable banks with high quality external credit ratings.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company does not have interest bearing financial assets and financial liabilities at the reporting date and it is therefore not exposed to interest rate risk.

Liquidity risk management

The Company's liquidity risk is managed by its holding company

The maturity profile of the financial liabilities is summarised as follows:

	Within one year	
	2024	2023
	USD	USD
Accruals	12,166	8,539

13. CAPITAL RISK MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from 2023.

The capital structure of the Company consists of issued capital and retained earnings as disclosed in the statement of changes in equity.

14. DIVIDENDS

	2024	2023
	USD	USD
Dividends paid	-	29,500,000
Dividend per share	-	0.52

15. EVENTS AFTER THE REPORTING DATE

There has been no events after the reporting date which requires disclosure or adjustment to the 31 March 2024 financial statements.

16. HOLDING COMPANY

The directors consider Zee Entertainment Enterprises Limited, a Company incorporated in India, as the holding company.

ECOVIS ARB

Independent Auditor's Report

To the shareholders of ZEE TV South Africa (Pty) Ltd

Opinion

We have audited the annual financial statements of ZEE TV South Africa (Pty) Ltd (the company) set out on pages 7 to 32, which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the annual financial statements, including a summary of significant accounting policies.

In our opinion, the annual financial statements present fairly, in all material respects, the financial position of ZEE TV South Africa (Pty) Ltd as at 31 March 2024, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act 71 of 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the annual financial statements section of our report. We are independent of the company in accordance with the sections 290 and 291 of the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (Revised January 2018), parts 1 and 3 of the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (Revised November 2018) (together the IRBA Codes) and other independence requirements applicable to performing audits of annual financial statements in South Africa. We have fulfilled our other ethical responsibilities, as applicable, in accordance with the IRBA Codes and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Codes are consistent with the corresponding sections of the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) respectively. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The director is responsible for the other information. The other information comprises the information included in the document titled "ZEE TV South Africa (Pty) Ltd annual financial statements for the year ended 31 March 2024", which includes the Director's Report as required by the Companies Act 71 of 2008 and the Statement of Financial Performance, which we obtained prior to the date of this report. The other information does not include the annual financial statements and our auditor's report thereon.

Our opinion on the annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the director for the Annual Financial Statements

The director is responsible for the preparation and fair presentation of the annual financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act 71 of 2008, and for such internal control as the director determines is necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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Postal Address: P O Box 87583, Houghton, 2041 **Company registration number:** 1999/016240/21 **Registered in:** Johannesburg, South Africa
IRBA practice number: 927716E **Tax practitioner number: PR-0088147** **E-Mail:** johannesburg@ecovis.com / durban@ecovis.com
Directors: R Pieterse CA (SA), A D Pienaar CA (SA)

Independent Auditor's Report

Auditor's responsibilities for the audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the director regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

ECOVIS ARB Auditors Inc.
Rossouw Pieterse
Director
Chartered Accountants (SA)
Registered Auditors

24 April 2024
Johannesburg

ECOVIS® ARB

Statement of Profit or Loss and Other Comprehensive Income

Figures in R	Notes	2024	2023
Revenue		77,731,443	94,754,467
Interest revenue		659,393	1,750,235
Cost of sales	14	(6,462,109)	(12,839,104)
Gross profit		**71,928,727**	**83,665,598**
Other income	15	1,753,347	1,586
Administrative expenses	16	(1,139,547)	(1,261,178)
Other expenses		(48,109,031)	(43,880,590)
Other gains and (losses)	17	(30,001,108)	(17,470,788)
(Loss) / profit from operating activities	18	**(5,567,612)**	**21,054,628**
Finance costs	19	(230,870)	(385,588)
(Loss) / profit before tax		**(5,798,482)**	**20,669,040**
Income tax credit / (expense)	20	1,085,340	(882,626)
(Loss) / profit for the year		**(4,713,142)**	**19,786,414**

ZEE TV SOUTH AFRICA PTY LTD

(Registration Number 1996/04984/07)
Financial Statements for the year ended 31 March 2024

Statement of Financial Position

Figures in R	Notes	2024	2023
Assets			
Non-current assets			
Property, plant and equipment	5	934,491	547,456
Right-of-use assets	13	-	1,384,439
Deferred tax assets	7	4,214,051	2,776,442
Total non-current assets		**5,148,542**	**4,708,337**
Current assets			
Trade and other receivables	6	30,592,148	15,870,661
Cash and cash equivalents	8	7,003,843	64,804,727
Total current assets		**37,595,991**	**80,675,388**
Total assets		**42,744,533**	**85,383,725**
Equity and liabilities			
Equity			
Issued capital	9	1	1
Retained income		3,396,056	8,109,197
Total equity		**3,396,057**	**8,109,198**
Liabilities			
Non-current liabilities			
Lease liabilities	13	-	2,252,389
Current liabilities			
Provisions	10	4,659,585	9,049,075
Trade and other payables	11	1,033,026	3,737,571
Shareholders Loan	12	33,655,865	62,235,492
Total current liabilities		**39,348,476**	**75,022,138**
Total liabilities		**39,348,476**	**77,274,527**
Total equity and liabilities		**42,744,533**	**85,383,725**

ZEE TV SOUTH AFRICA PTY LTD

(Registration Number 1996/04984/07)
Financial Statements for the year ended 31 March 2024

Statement of Changes in Equity

Figures in R		Issued capital	Retained income	Total
Balance at 1 April 2022		1	(11,677,217)	(11,677,216)
Changes in equity				
Profit for the year		-	19,786,414	19,786,414
Total comprehensive income for the year		-	19,786,414	19,786,414
Balance at 31 March 2023		**1**	**8,109,197**	**8,109,198**
Balance at 1 April 2023		1	8,109,197	8,109,198
Changes in equity				
Loss for the year		-	(4,713,142)	(4,713,142)
Total comprehensive income for the year		-	(4,713,141)	(4,713,142)
Balance at 31 March 2024		**1**	**3,396,056**	**3,396,056**
	Notes	**9**		

Statement of Cash Flows

Figures in R	Note	2024	2023
Cash flows from operations			
(Loss) / profit for the year		**(4,713,142)**	**19,786,414**
Adjustments to reconcile (loss) / profit			
Income tax expense		(1,085,340)	882,626
Finance income		(659,393)	(1,750,235)
Finance costs		230,870	385,588
Adjustments for increase in trade accounts receivable		(16,760,026)	(8,305,965)
Adjustments for decrease in other operating receivables		297,428	584,514
Adjustments for increase / (decrease) in trade accounts payable		757,742	(28,539)
Adjustments for (decrease) / increase in other operating payables		(3,462,287)	38,035
Adjustments for depreciation and amortisation expense		322,882	174,123
Adjustments for impairment losses and reversal of impairment losses recognised in profit or loss		1,741,111	1,895,131
Adjustments for provisions		(4,389,490)	5,861,590
Adjustments for foreign currency gains and losses		30,001,108	17,470,788
Other assets		1,384,441	1,384,490
Write off		-	(37,715)
Income tax penalties paid		621,102	-
Total adjustments to reconcile (loss) / profit		**9,000,148**	**18,554,431**
Net cash flows from operations		**4,287,006**	**38,340,845**
Interest paid		(230,870)	(385,588)
Interest received		659,393	1,750,235
Income taxes paid		(621,102)	(4,789,567)
Deferred tax impact of other comprehensive income		(352,269)	-
Net cash flows from operating activities		**3,742,158**	**34,915,925**
Cash flows used in investing activities			
Purchase of property, plant and equipment		(709,918)	(106,375)
Purchase of other financial assets		(30,001,108)	(17,440,530)
Cash flows used in investing activities		**(30,711,026)**	**(17,546,905)**
Cash flows used in financing activities			
Related party loan repayment		(30,832,016)	(7,063,150)
Cash flows used in financing activities		**(30,832,016)**	**(7,063,150)**
Net (decrease) / increase in cash and cash equivalents		**(57,800,884)**	**10,305,870**
Cash and cash equivalents at beginning of the year		64,804,727	54,498,857
Cash and cash equivalents at end of the year	**8**	**7,003,843**	**64,804,727**

Accounting Policies

1. General information

ZEE TV SOUTH AFRICA PTY LTD ('the company') The principal activity of the company is the sale of advertisement space on Zee Tv and Zee World which is being broadcast on the Indian bouquet and main bouquet, respectively on DSTV Africa..

The company is incorporated as a proprietary limited and domiciled in South Africa. The address of its registered office is 35 Ballyclare Drive, 2nd Floor Building B, Ballyoaks Office Park, Bryanston, 2021.

2. Basis of preparation and material accounting policy information

The financial statements of ZEE TV SOUTH AFRICA PTY LTD have been prepared in accordance with International Financial Reporting Standards and the Companies Act of South Africa. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and buildings, available-for-sale financial assets, and financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss.

The preparation of financial statements in conformity with International Financial Reporting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The principal accounting policies applied in the preparation of these annual financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Property, plant and equipment

Recognition
Property, plant and equipment is recognised as an asset when:
- it is probable that future economic benefits associated with the asset will flow to the entity; and
- the cost of the asset can be measured reliably.

Initial measurement
An item of property, plant and equipment that qualifies for recognition as an asset is initially measured at its cost.

The cost of an item of property, plant and equipment includes:
- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Subsequent measurement - Cost model
After initial recognition, property, plant and equipment is measured at cost less any accumulated depreciation and any accumulated impairment losses.

Depreciation
Depreciation of an asset commences when it is available for use, and ceases at the earlier of the date that the asset is classified as held for sale, or the date that the asset is derecognised.

Accounting Policies

Basis of preparation and material accounting policy information continued...

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

The depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset. The depreciable amount of an asset shall be allocated on a systematic basis over its useful life. The depreciable amount of an asset is determined after deducting its residual value.

Residual values, useful lives and depreciation methods are reviewed at each financial year end. Where there are significant changes in the expected pattern of economic consumption of the benefits embodied in the asset, the relevant changes will be made to the residual values and depreciation rates, and the change will be accounted for as a change in accounting estimate.

The measurement base, useful life or depreciation rate as well as the depreciation method for all major classes of assets are as follows:

Asset class	Measurement base	Useful life / depreciation rate	Depreciation method
Leasehold improvements	Cost	20%	Straight line basis
Motor vehicles	Cost	20%	Straight line basis
Fixtures and fittings	Cost	25%	Straight line basis
Office equipment	Cost	33%	Straight line basis
Computer equipment	Cost	33%	Straight line basis
Computer software	Cost	33%	Straight line basis

Impairments

The entity tests for impairment where there is an indication that an asset may be impaired. An assessment of whether there is an indication of possible impairment is done at each reporting date. Where the carrying amount of an item of property, plant and equipment is greater than the estimated recoverable amount, it is written down immediately to its recoverable amount. The resulting impairment loss is recognised immediately in profit or loss, except where the decrease reverses a previously recognised revaluation increase for the same asset the decrease is recognised in other comprehensive income to that extent and reduces the amount accumulated in equity under revaluation surplus, and future depreciation charges are adjusted in future periods to allocate the revised carrying amount, less its residual value, on a systematic basis over its remaining useful life.

Where the estimated impairment loss exceeds the carrying amount of the asset to which it relates, the resulting liability is only recognised if it is required by another standard.

Compensation from third parties for items of property, plant and equipment that were impaired, lost or given up are included in profit or loss when the compensation becomes receivable.

Derecognition

The carrying amount of an item of property, plant and equipment is derecognised when the asset is disposed of or when when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. Gains are classified as other gains on the face of the statement of profit or loss and other comprehensive income.

2.2 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Accounting Policies

Basis of preparation and material accounting policy information continued...

A financial asset is any asset that is:
- cash;
- an equity instrument of another entity;
- a contractual right to receive cash or another financial asset from another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially favourable to the entity.
- a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments; or
- a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose the entity's own equity instruments do not include puttable financial instruments classified as equity instruments in accordance with paragraphs 16A and 16B, instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation and are classified as equity instruments in accordance with paragraphs 16C and 16D, or instruments that are contracts for the future receipt or delivery of the entity's own equity instruments.

A financial liability is any liability that is:
- a contractual obligation to deliver cash or another financial asset to another entity to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the entity.
- a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose, rights, options or warrants to acquire a fixed number of the entity's own equity instruments for a fixed amount of any currency are equity instruments if the entity offers the rights, options or warrants pro rata to all of its existing owners of the same class of its own non-derivative equity instruments. Also, for these purposes the entity's own equity instruments do not include puttable financial instruments that are classified as equity instruments in accordance with paragraphs 16A and 16B, instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation and are classified as equity instruments in accordance with paragraphs 16C and 16D, or instruments that are contracts for the future receipt or delivery of the entity's own equity instruments.

As an exception, an instrument that meets the definition of a financial liability is classified as an equity instrument if it has all the features and meets the conditions in paragraphs 16A and 16B or paragraphs 16C and 16D of ISA32.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

A derivative is a financial instrument or other contract with all three of the following characteristics:
- its value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract (sometimes called the 'underlying');
- it requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors; and
- it is settled at a future date.

A financial liability at fair value through profit or loss is a financial liability that meets one of the following conditions:
- It meets the definition of held for trading. A financial asset or financial liability is classified as held for trading if it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term, on initial recognition it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking or it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument);
- upon initial recognition it is designated by the entity as at fair value through profit or loss in accordance with paragraph 4.2.2 or 4.3.5
- it is designated either upon initial recognition or subsequently as at fair value through profit or loss in accordance with paragraph 6.7.1

Accounting Policies

Basis of preparation and material accounting policy information continued...

Trade and other receivables
Trade receivables are measured at initial recognition at fair value plus transaction costs. They are subsequently measured at amortised cost using the effective interest rate method, less allowance for expected credit losses. For trade receivables and contract assets, a simplified approach is applied in calculating expected credit losses. Instead of tracking changes in credit risk, a loss allowance is recognised based on lifetime expected credit losses at each reporting date. A provision matrix was established that is based on the company's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Trade and other receivables are classified as debt instruments and loan commitments at amortised cost.

Up to 31 March 2023, trade receivables were recognised initially at the transaction price. They were subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables was established when there was objective evidence that the company would not be able to collect all amounts due according to the original terms of the receivables.

Trade and other receivables were classified as loans and receivables up to 31 March 2023.

Cash and cash equivalents
Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially recorded at fair value and subsequently carried at amortised cost.

Trade and other payables
Trade payables are initially measured at fair value plus direct transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

2.3 Tax

Tax expense (tax income) is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period.

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of:
- deductible temporary differences;
- the carry forward of unused tax losses; and
- the carry forward of unused tax credits.

Deferred tax assets and liabilities
A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from:
- the initial recognition of goodwill; or
- the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Accounting Policies

Basis of preparation and material accounting policy information continued...

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that:
- is not a business combination; and
- at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and deferred tax assets are made to reflect the tax consequences that would follow from the manner in which it is expected, at the end of the reporting period, recovery or settlement if temporary differences will occur.

Deferred tax assets and liabilities are offset only where:
- there is a legally enforceable right to set off current tax assets against current tax liabilities; and
- the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same entity within the group or different taxable entities within the group which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Tax expense (income)
Current and deferred tax is recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:
- a transaction or event which is recognised, in the same or a different period, outside profit or loss, either in other comprehensive income or directly in equity.
- a business combination other than the acquisition by an investment of a subsidiary that is required to be measured at fair value through profit or loss.

Current tax and deferred tax is recognised outside profit or loss if the tax relates to items that are recognised, in the same or a different period, outside profit or loss. Therefore, current tax and deferred tax that relates to items that are recognised, in the same or a different period:
- in other comprehensive income, will be recognised in other comprehensive income;
- directly in equity, will be recognised directly in equity.

2.4 Leases as lessee

Identification of a lease
At inception of a contract, it is assessed to determine whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. If the terms and conditions of a contract are changed, it is reassessed to once again determine if the contract is still or now contains a lease.

Basis of preparation and material accounting policy information continued...

Where a contract contains a lease, each lease component with the contract is accounted for separately from the non-lease components. The consideration is then allocated to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components. The relative stand-alone price of lease and non-lease components are determined on the basis of the price the lessor, or a similar supplier, would charge an entity for that component, or a similar component, separately. If an observable stand-alone price is not readily available, an estimate of the stand-alone price is made, maximising the use of observable information in each case. All non-lease components are accounted for in accordance with whatever other policy is applicable to them.

Lease term

The lease term of a lease is determined as the non-cancellable period of the lease, together with the periods covered by an option to extend the lease where there is reasonable certainty that the option will be exercised, and periods covered by an option to terminate the lease if there is reasonable certainty that the option will not be exercised.

The assessment of the reasonable certainty of the exercising of options to extend the lease or not exercising of options to terminate the lease is reassessed upon the occurrence of either a significant event or a significant change in circumstances that is within the company's control and it affects the reasonable certainty assumptions.

The assessment of the lease term is revised if there is a change in the non-cancellable lease period.

Recognition

At inception, a right-of-use asset and a lease liability is recognised. Right-of-use assets are included in the statement of financial performance within a classification relevant to the underlying asset, and not as a separate line item.

Measurement

Right-of-use assets are initially measured at cost, comprising the following:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred; and
- an estimate of costs to be incurred in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. The obligation for those costs are incurred either at the commencement date or as a consequence of having used the underlying asset during a particular period.

Where a lease transfers ownership of the underlying asset by the end of the lease term or if the cost of the right- of-use asset reflects a purchase option will be exercised, the right-of-use asset is depreciated from the commencement date to the end of the useful life of the underlying asset. Otherwise, the right-of-use asset is depreciated from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The company tests for impairment where there is an indication that a right-of-use asset may be impaired. An assessment of whether there is an indication of possible impairment is done at each reporting date. Where the carrying amount of a right-of-use asset is greater than the estimated recoverable amount, it is written down immediately to its recoverable amount. The resulting impairment loss is recognised immediately in profit or loss, except where the decrease reverses a previously recognised revaluation increase for the same asset the decrease is recognised in other comprehensive income to that extent and reduces the amount accumulated in equity under revaluation surplus, and future depreciation charges are adjusted in future periods to allocate the revised carrying amount, less its residual value, on a systematic basis over its remaining useful life.

Basis of preparation and material accounting policy information continued...

The lease liability is initially measured at the present value of the lease payments that are not yet paid at the commencement date. Lease payments are discounted using the interest rate implicit in the lease, if the rate can be readily determined, else it is based on the company's incremental borrowing rate. The following lease payments are included where they are not paid at the commencement date:
- fixed payments, less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under residual value guarantees;
- the exercise price of a purchase option if there is reasonably certainty that the option will be exercised; and
- payments of penalties for terminating the lease, if the lease term reflects the exercising an option to terminate the lease.

Subsequently, the lease liability is measured by:
- increasing the carrying amount to reflect interest on the lease liability;
- reducing the carrying amount to reflect the lease payments made; and
- remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

Interest on the lease liability in each period during the lease term is the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability. The periodic rate of interest is the discount rate described above, or if applicable the revised discount rate described below.

Profit or loss for the year will include the interest expense on the lease liability, and the variable costs not included in the measurement of the lease liability are included in the year in which the event of condition that triggers the payment of the variable costs occurs.

2.5 Provisions and contingencies

A provision is a liability of uncertain timing or amount. A liability is a present obligation of the entity arising from past events, the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits.

A contingent liability is:
- a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

A provision is recognised when:
- there is a a present obligation (legal or constructive) 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
- a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures expected to be required to settle the obligation.

Basis of preparation and material accounting policy information continued...

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognised when it is virtually certain that reimbursement will be received when the obligation is settled. The reimbursement is treated as a separate asset. The amount recognised for the reimbursement will not exceed the amount of the provision.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

A provision is used only for expenditures for which the provision was originally recognised.

Provisions are not recognised for future operating losses.

The present obligation under an onerous contract is recognised and measured as a provision.

A constructive obligation to restructure arises only when:

- there is a detailed formal plan for the restructuring identifying at least the business or part of a business concerned, the principal locations affected, the location, function, and approximate number of employees who will be compensated for terminating their services, the expenditures that will be undertaken and when the plan will be implemented; and
- there has been raised a valid expectation in those affected that the restructuring will be carried out by starting to implement that plan or announcing its main features to those affected by it.

After initial recognition and until the liability is settled, cancelled or expires, a contingent liability is recognised in a business combination at the higher of the amount that would be recognised as a provision, and the amount initially recognised less cumulative amortisation.

Contingent assets and liabilities are not recognised, but details are disclosed in the notes to the financial statements.

2.6 Revenue from contracts with customers

Revenue is income arising in the course of an entity's ordinary activities.

The company is in the business of [include details of main business activities]. (list revenue streams if applicable)

A contract with a customer is recognised when all of the following criteria are met:

- the contract has been approved and all parties to the contract are committed to performing their respective obligations;
- each party's rights regarding the goods or services to be transferred are identifiable;
- payment terms for the goods or services to be transferred are identifiable;
- the contract has commercial substance; and
- it is probable that the consideration in exchange for the goods or services that will be transferred will be collected.

At the inception of a contract, the goods or services promised in the contract are assessed and a performance obligation is identified for each promise to transfer to the customer either:

- a good or service that is distinct; or
- a series of distinct goods or services that are substantially the same and that have the same pattern of transfer.

Revenue is is recognised when or as the performance obligation is satisfied by transferring a promised good or service to a customer. Assets are transferred when or as the customer obtains control of that asset.

Basis of preparation and material accounting policy information continued...

Measurement
When a performance obligation is satisfied, revenue is recognised as the amount of the transaction price that is allocated to the performance obligation, but excluding estimates of variable consideration that are constrained and any amounts collected on behalf of third parties. The transaction price may include fixed amounts, variable amounts, or both.

The company allocates the transaction price to each performance obligation (or distinct good or service) in an amount that depicts the amount of consideration to which the company expects to be entitled in exchange for transferring the promised goods or services to the customer.

The company recognises as an asset the incremental costs of obtaining a contract with a customer if the company expects to recover those costs.

If the costs incurred in fulfilling a contract with a customer are not within the scope of another Standard (for example, IAS 2 Inventories, IAS 16 Property, Plant and Equipment or IAS 38 Intangible Assets), the company recognises an asset from the costs incurred to fulfil a contract only if those costs meet all of the following criteria:

- the costs relate directly to a contract or to an anticipated contract that the company can specifically identify (for example, costs relating to services to be provided under renewal of an existing contract or costs of designing an asset to be transferred under a specific contract that has not yet been approved);
- the costs generate or enhance resources of the company that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- the costs are expected to be recovered.

When either party to a contract has performed, the company presents the contract in the statement of financial position as a contract asset or a contract liability, depending on the relationship between the company's performance and the customer's payment. The company presents any unconditional rights to consideration separately as a receivable.

2.7 Borrowing costs

Borrowing costs are interest and other costs that an entity incurs in connection with the borrowing of funds.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

4. Changes in accounting policies and disclosures

4.1 Standards and Interpretations effective and adopted in the current year

In the current year, the company has adopted all new and revised IFRSs that are relevant to its operations and effective for annual reporting periods beginning on or after 1 January 2014.

At the date of authorisation of these financial statements for the year ended 31 March 2024, the following IFRSs were adopted:

Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)
The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

Accounting Policies

Changes in accounting policies and disclosures continued...

Classification of Liabilities as Current or Non-current — Deferral of Effective Date (Amendment to IAS 1)
The amendment defers the effective date of the January 2020 amendments by one year, so that entities would be required to apply the amendment for annual periods beginning on or after 1 January 2024.

Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
The amendment clarifies how a seller-lessee subsequently measures sale and leaseback transactions that satisfy the requirements in IFRS 15 to be accounted for as a sale.

Non-current Liabilities with Covenants (Amendments to IAS 1)
The amendment clarifies how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability.

Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)
The amendments add disclosure requirements, and ‘signposts’ within existing disclosure requirements, that ask entities to provide qualitative and quantitative information about supplier finance arrangements.

Application of the above standards did not impact these financial statements.

4.2 New standards and interpretations not yet adopted

There were no new and revised pronouncements selected for adoption in the future.

ZEE TV SOUTH AFRICA PTY LTD
(Registration Number 1996/04984/07)
Financial Statements for the year ended 31 March 2024

Notes to the Financial Statements
Figures in R

5. Property, plant and equipment

5.1 Balances at year end and movements for the year

	Leasehold improvements	Motor vehicles	Fixtures and fittings	Office equipment	Computer equipment	Computer software	Total
Reconciliation for the year ended 31 March 2024							
Balance at 1 April 2023							
At cost	1,229,917	821,530	1,012,984	906,385	2,257,761	247,054	**6,475,631**
Accumulated depreciation	(1,229,917)	(689,605)	(1,006,397)	(863,960)	(1,891,267)	(247,029)	**(5,928,175)**
Carrying amount	**-**	**131,925**	**6,587**	**42,425**	**366,494**	**25**	**547,456**
Movements for the year ended 31 March 2024							
Additions from acquisitions	-	-	-	-	110,397	599,521	**709,918**
Write off	-	-	(1)	-	-	-	**(1)**
Depreciation	-	(23,879)	(6,102)	(17,238)	(223,226)	(52,437)	**(322,882)**
Property, plant and equipment at the end of the year	**-**	**108,046**	**484**	**25,187**	**253,665**	**547,109**	**934,491**
Closing balance at 31 March 2024							
At cost	1,229,917	821,530	1,012,984	906,385	2,368,157	846,575	**7,185,548**
Accumulated depreciation	(1,229,917)	(713,484)	(1,012,500)	(881,198)	(2,114,492)	(299,466)	**(6,251,057)**
Carrying amount	**-**	**108,046**	**484**	**25,187**	**253,665**	**547,109**	**934,491**
Reconciliation for the year ended 31 March 2023							
Balance at 1 April 2022							
At cost	1,229,917	821,530	1,012,984	906,385	2,134,755	247,054	**6,352,625**
Accumulated depreciation	(1,231,015)	(702,285)	(1,001,143)	(857,853)	(1,735,928)	(246,912)	**(5,775,136)**
Carrying amount	**(1,098)**	**119,245**	**11,841**	**48,532**	**398,827**	**142**	**577,489**

Notes to the Financial Statements
Figures in R

Property, plant and equipment continued...

Movements for the year ended 31 March 2023							
Additions from acquisitions					106,375		**106,375**
Increase (decrease) through net exchange differences	1,098	12,680	848	16,487	6,719	(117)	**37,715**
Depreciation	-	-	(6,102)	(22,594)	(145,427)	-	**(174,123)**
Property, plant and equipment at the end of the year	**-**	**131,925**	**6,587**	**42,425**	**366,494**	**25**	**547,456**
Closing balance at 31 March 2023							
At cost	1,229,917	821,530	1,012,984	906,385	2,257,761	247,054	**6,475,631**
Accumulated depreciation	(1,229,917)	(689,605)	(1,006,397)	(863,960)	(1,891,267)	(247,029)	**(5,928,175)**
Carrying amount	**-**	**131,925**	**6,587**	**42,425**	**366,494**	**25**	**547,456**

Notes to the Financial Statements

Figures in R	2024	2023

Property, plant and equipment continued...

5.2 Additional disclosures

5.3 Depreciation and impairment losses

Depreciation and impairment losses have been included under the following expenditures:

Other expenses		
Motor vehicles	23,879	-
Fixtures and fittings	6,102	6,102
Office equipment	17,238	22,594
Computer equipment	223,226	145,427
Computer software	52,437	-
	322,882	**174,123**

6. Trade and other receivables

6.1 Trade and other receivables comprise:

Trade receivables	32,810,065	17,186,509
Trade receivables impairment	(2,810,110)	(2,205,469)
Trade receivables - net	29,999,955	14,981,040
Sundry debtors	84,352	397,583
Deposits	507,841	492,038
	30,592,148	15,870,661

Notes to the Financial Statements

Figures in R	2024	2023

Trade and other receivables continued...

6.2 Movements in impairment of trade and other receivables are as follows:

	2024	2023
At the beginning of the year	2,205,469	4,336,481
Impairment raised	604,641	(1,276,828)
Written off during the year	-	4,961,551
Unused amounts reversed	-	(5,815,735)
At the end of the year	**2,810,110**	**2,205,469**

6.3 Ageing of trade receivables from clients as at 31 March 2022

	2024	2023
Not due	10,328,366	11,961,856
Overdue between 45 and 60 days	3,029,815	2,022,185
Overdue between 60 and 90 days	(1,009,520)	951,130
Overdue over 90 days	18,243,487	2,251,338
	30,592,148	**17,186,509**

6.4 Expected credit losses (ECL) per bucket

	2024	2023
0 - 45 days	2%	2%
45 - 60 days	4%	4%
60 - 90 days	8%	8%
90 - 120 days	16%	16%
120 - 180 days	32%	32%
180 360 days	100%	100%
360 + days	100%	100%

	2024	2023
The following debtors balances have past due date as at the reporting date for which the company has not provided for, as there is no significant change in credit quality and the amounts are considered recoverable.	18,243,487	2,251,338

Debtors to the value of R18 243 487 (2023: 2 251 338) are more than 90 days past due but have not been impaired. Management believes that these customers that are more than 90 days past due are slow payers but have historically always paid their debt and continue to do so. As at the date of signing these financial statements all debtors are still paying their accounts as expected and management believe the ECL rates are appropriate.

The average credit period on trade receivables is 45 days (2023: 45 days). No interest is charged on the outstanding trade receivables. Expected loss allowance is recognised for all trade receivables, in accordance with IFRS 9 Financial instrument, and is monitored at the end of each reporting period.

In Addition to the loss allowance, trade receivables are written off when there is no reasonable expectation of recovery, for example when debtor has been placed under liquidation.

The company measures the credit losses for trade receivables by applying the simplified approach, by grouping the outstanding balances in seven different buckets.

Notes to the Financial Statements

Figures in R	2024	2023

7. Deferred tax

7.1 The analysis of deferred tax assets and deferred tax liabilities is as follows:

	2024	2023
Deferred tax assets:		
- Deferred tax assets to be recovered after more than 12 months	4,214,051	2,776,442
	4,214,051	2,776,442
Net deferred tax assets	**4,214,051**	**2,776,442**

7.2 Reconciliation of deferred tax movements

	Deferred tax	Total
7.2.1 Opening balance at 1 April 2023	2,776,442	2,776,442
Right of Use Asset	(550,036)	(550,036)
Variable remuneration	12,908	12,908
Impairment of credit losses	163,254	163,254
Section 11j	(65,301)	(65,301)
Assesed loss	2,343,338	2,343,338
Donations	21,870	21,870
Lease liability	373,798	373,798
Closing balance at 31 March 2024	4,214,051	4,214,051

	Deferred tax	Total
Opening balance at 1 April 2022	(1,130,499)	**(1,130,499)**
(Charged) / credited to profit or loss	1,130,499	**1,130,499**
Right of Use Asset	176,236	**176,236**
Variable remuneration	1,150,068	**1,150,068**
Income received in advance	862,222	**862,222**
Section 11j	(238,191)	**(238,191)**
Impairment of credit losses	595,477	**595,477**
Section 11i	230,630	**230,630**
Closing balance at 31 March 2023	**2,776,442**	**2,776,442**

8. Cash and cash equivalents

8.1 Cash and cash equivalents included in current assets:

	2024	2023
Cash		
Balances with banks	7,003,843	64,804,727

8.2 Net cash and cash equivalents

	2024	2023
Current assets	7,003,843	64,804,727

Notes to the Financial Statements

Figures in R	2024	2023

9. Issued capital

Authorised and issued share capital

Authorised		
Issued		
1 Ordinary shares of 1 each	1	1

10. Provisions

10.1 Provisions comprise:

	2024	2023
Provisions for employee benefits	4,307,315	4,259,508
Tax payable provisions	352,270	4,789,567
	4,659,585	**9,049,075**
Provisions for employee benefits	4,307,315	4,259,508
Tax payable provision	352,270	4,789,567
Current portion	**4,659,585**	**9,049,075**
	4,659,585	**9,049,075**

10.2 Provisions for employee benefits

	Leave pay provision	Employee benefit provision 2	Total
Balance at 1 April 2023	**1,659,508**	**2,600,000**	**4,259,508**
Increase in existing provisions	334,937	-	334,937
Utilized	-	(287,130)	(287,130)
Total changes	334,937	(287,130)	47,807
Balance at 31 March 2024	**1,994,445**	**2,312,870**	**4,307,315**
Balance at 1 April 2022	**1,487,485**	**1,700,000**	**3,187,485**
Increase in existing provisions	172,023	-	172,023
Utilized	-	(1,700,000)	(1,700,000)
Current year provision	-	2,600,000	2,600,000
Total changes	172,023	900,000	1,072,023
Balance at 31 March 2023	**1,659,508**	**2,600,000**	**4,259,508**

Notes to the Financial Statements

Figures in R	2024	2023

Provisions continued...

	Tax Payable	Total
Balance at 1 April 2023	**4,789,567**	**4,789,567**
Other changes	352,270	352,270
Tax paid	(4,789,567)	(4,789,567)
Total changes	(4,437,297)	(4,437,297)
Balance at 31 March 2024	**352,270**	**352,270**

The amount of R352 270 is a tax liability due to expenses disallowed by South African Revenue Services for the 2023 tax return.Management raised a dispute with Revenue Services and awaiting the response.

Balance at 1 April 2022	**-**	**-**
Tax paid	4,789,567	4,789,567
Total changes	4,789,567	4,789,567
Balance at 31 March 2023	**4,789,567**	**4,789,567**

11. Trade and other payables

Trade and other payables comprise:

Trade creditors	757,722	(20)
Income received in advance	-	1,717,249
Other payables	208,000	1,476,165
Value added tax	67,304	544,177
Total trade and other payables	**1,033,026**	**3,737,571**

12. Shareholders Loan

Shareholders Loan comprise:

Unsecured Loan	33,655,865	62,235,492

The loan is unsecured,interest free and have no fixed repayment terms.

13. Lease liabilities

13.1 Lease liabilities comprise:

Finance Lease Liabilities	-	2,252,389

13.2 Right-of-use assets

	-	**1,384,439**

Notes to the Financial Statements

Figures in R	2024	2023

14. Cost of sales

Cost of sales comprise:

Program purchase and license fees	942,763	1,890,821
Commission paid	5,519,346	10,948,283
Total cost of sales	**6,462,109**	**12,839,104**

15. Other income

Other income comprises:

Other Income	1,753,347	1,586

16. Administrative expenses

Administrative expenses comprise:

Auditors remuneration - Fees	255,500	386,284
Bank charges	141,590	105,555
Computer expenses	24,799	18,014
Membership and subscription fees	156,874	181,251
Telecommunication	560,784	570,074
Total administrative expenses	**1,139,547**	**1,261,178**

17. Other gains and (losses)

Other gains and (losses) comprise:

Foreign currency gains and (losses) on assets	(30,001,108)	(17,470,788)

18. (Loss) / profit from operating activities

(Loss) / profit from operating activities includes the following separately disclosable items

Other operating expenses		
Property plant and equipment		
- depreciation	322,882	174,123
Research and development expense	2,752,634	1,200,107

19. Finance costs

Finance costs included in profit or loss:

Operating lease liabilities	230,870	385,588

Notes to the Financial Statements

Figures in R	2024	2023
20. Income tax (credit) / expense		
20.1 Income tax recognised in profit or loss:		
Current tax		
Current year	-	4,789,567
Deferred tax	(1,085,340)	(3,906,941)
Total income tax credit / (expense)	**(1,085,340)**	**882,626**
20.2 The income tax for the year can be reconciled to accounting (loss) / profit as follows:		
(Loss) / profit before tax from operations	(5,798,482)	20,669,040
Income tax calculated at 27.0%	27.00%	27.00%
- Temporary difference	(72%)	(13%)
- Assessed loss utilised	0%	2%
Effective tax rate	**(45.00%)**	**16.00%**

20.3 Additional disclosures

An entity shall disclose that it has applied the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes (see paragraph 4A).

In periods in which Pillar Two legislation is enacted or substantively enacted but not yet in effect, an entity shall disclose known or reasonably estimable information that helps users of financial statements understand the entity's exposure to Pillar Two income taxes arising from that legislation.

21. Events after the reporting date

Loans classified as current liabilities

The loan is unsecured,interest free and have no fixed repayment terms.

Figures in R	2024	2023

22. Going concern

The geopolitical situation in Eastern Europe intensified on 24 February 2022, with Russia's invasion of Ukraine. The war between the two countries continues to evolve as military activity proceeds and additional sanctions are imposed. In addition to the human toll and impact of the events on entities that have operations in Russia, Ukraine, or neighbouring countries or that conduct business with their counterparties, the war is increasingly affecting economic and global financial markets and exacerbating ongoing economic challenges, including issues such as rising inflation and global supply-chain disruption.

The director has considered the direct and indirect exposures to the impacts of the war and the resulting financial accounting and reporting implications on ZEE TV SOUTH AFRICA PTY LTD as part of his going concern assessment. This assessment has not raised any concerns regarding the going concern assumption and the director believes that there is no need for any adjustments to the Financial Statements as a result of these events.

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

23. Non-cash effects on financial instruments

23.1 Non-cash investing and financing activities

23.2 Analysis of net debt

Cash and bank overdrafts (net)	7,003,843	64,804,727
Borrowings	(33,655,865)	(62,235,492)
Lease liabilities	-	(2,252,389)
	(26,652,022)	**316,846**

Notes to the Financial Statements
Figures in R

Non-cash effects on financial instruments continued...

23.3 Changes in net debt

	Borrowings	Lease liabilities	Subtotal	Cash and bank overdrafts (net)	Hedging assets	Total
Net debt as at 01 April 2022	(67,789,192)	(3,761,839)	(71,551,031)	54,498,857	-	(17,052,174)
Cash flows	5,553,700	1,509,450	7,063,150	10,305,870	-	17,369,020
Effect of changes in fair values	-	-	-	-	(17,470,788)	(17,470,788)
Recognised on adoption of IFRS16	-	-	-	-	17,470,788	17,470,788
Net debt as at 31 March 2023	**(62,235,492)**	**(2,252,389)**	**(64,487,881)**	**64,804,727**	**-**	**316,846**
Cash flows	28,579,627	2,252,389	30,832,016	(57,800,614)	-	(26,968,598)
Effect of changes in fair values	-	-	-	-	(30,001,108)	(30,001,108)
Recognised on adoption of IFRS16	-	-	-	-	30,001,108	30,001,108
Net debt as at 31 March 2024	**(33,655,865)**	**-**	**(33,655,865)**	**7,004,113**	**-**	**(26,651,752)**

Notes to the Financial Statements

Figures in R	2024	2023

24. Related party transactions

A loan has been provided by Asia Today Ltd totalling $1 782 620 in 31 March 2024 (31 March 2023: $3 498 341), to set up a marketing and administration team to obtain advertising revenues for Zee TV South Africa Proprietary Limited. The loan is denominated in US Dollars, has no fixed repayment terms and no interest is payable on the loan.

25. Financial instruments and risk management

Currency risk

The company is exposed to the risk that the exchange rate of South African rand relative to the currency listed below may change in a manner which has a material effect on the reported values of the company's assets and liabilities.

25.1 Currency profile	31 March 2024 Financial assets	31 March 2024 Financial liabilities	31 March 2023 Financial assets	31 March 2023 Financial liabilities
US Dollar	-	1,782,620	-	3,498,341
South African Rands	7,004,113	33,655,865	64,573,440	62,235,492

25.2 Liquidity risk management

The company has minimised its liquidity risk by ensuring that it has adequate facilities and reserve borrowing capacity.

26. Events After The Reporting Period

No facts or circumstances, which are material to an appreciation of the financial statements,have occurred between the finacial position date and the date of this report.