ANNUAL REPORT

2016-17


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Forward Looking Statement

The statement(s) made in this Annual Report describing the Company's objective, expectations and predictions may be forward looking statement within the meaning of applicable securities laws and regulations. These statements and expectations envisaged by the management are only estimates and actual results may differ from such expectations due to known and unknown risks, uncertainties and other factors including, but not limited to, changes in economic conditions, government policies, technology changes and exposure to market risks and other external and internal factors, which are beyond the control of the Company.

ABOUT THE COMPANY

T.V. Today Network: India's No. 1 Network of National News Channels*

*Source: BARC, period-WK 24'17-WK 27 '17,Cume Cov in Mn, TG 15+ NCCS ALL

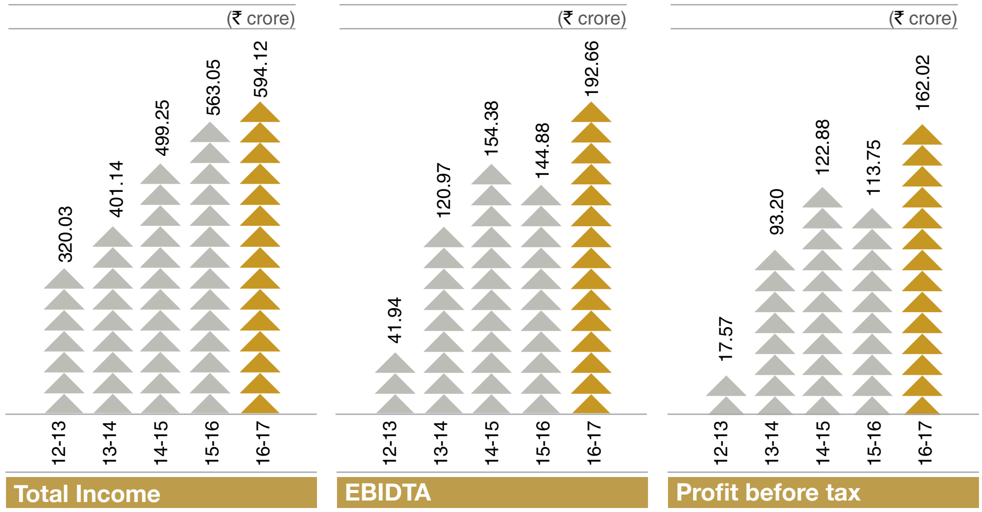
T.V. Today Network Ltd (TVTN) is an India-based Company engaged in broadcasting operations. Part of India Today group, the Company operates mainly in two segments namely television and radio broadcasting.

The Company operates four news channels namely Aaj Tak, India Today, Tez and Dilli AajTak. The Company also operates three FM radio stations under brand ISHQ 104.8 FM in Delhi, Mumbai and Kolkata.

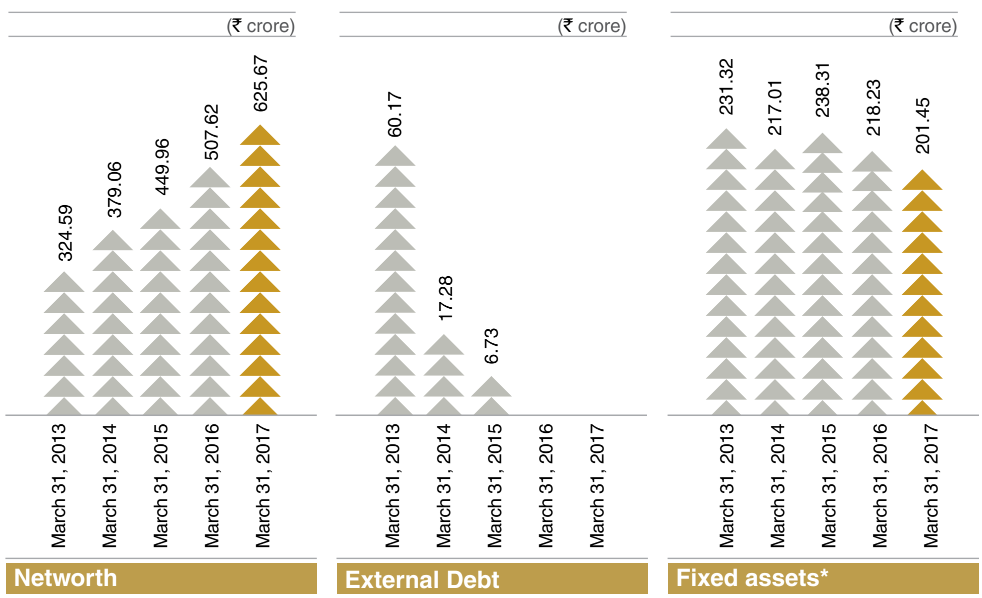
With its corporate office at Noida, India, the Company is spearheaded by Mr. Aroon Purie, Chairman and Managing Director. Its shares are listed on the BSE Limited and National Stock Exchange of India Limited.

Leading brands within its fold

Progressively profitable business (Standalone)



Building business strength (Standalone)



* Fixed assets (Net block including Capital Work in Progress)
NOTE: FY16 & FY17 figures are based on IND-AS financials

57.42% Promoters' holding (March 31, 2017)

15.48% Institutional holding (March 31, 2017)

1,224 Team size (March 31, 2017)

594 Total Income (standalone), 2016-17 (₹ crore)

1538 Market capitalization, March 31, 2017 (₹ crore)

"The performance has been quite satisfactory. While right investments have been made particularly towards technology, content and talent; we have continuously driven efficiency in our business operations which we believe will have a positive impact on growth prospects over the medium term."

Aroon Purie
Chairman and Managing Director

Statement from the Chairman's desk

Dear Shareholders,

Fiscal 2016-17, for the Media & Entertainment (M&E) sector was a mixed bag comprising exciting opportunities like continuing growth in the rural markets and increasing online consumption of our content on the one hand and the impact of demonetization, uncertainty around impending GST and the new TRAI Tariff order on the other.

Standout feature of the year was the increasing penetration of digital ecosystem into the average Indian's day-to-day lives which has opened up new avenues of consumption of our content although revenue models still remain to be developed.

For the Company, it was a showcase of our ability to retain and improve profitability even as short-term disruptions impeded business growth. The total revenue (standalone) during the year under review increased by about 5.52% over the previous year. The operating profit margin for the year was extremely healthy at 32.43%. Advertisement revenue during the year increased by 10%, despite the impact of demonetization particularly in the third quarter which demonstrates the dominance of Aaj Tak and increasing popularity of India Today TV.

The performance has been quite satisfactory. While right investments have been made particularly towards technology, content and talent; we have continuously driven efficiency in our business operations which we believe will have a positive impact on growth prospects over the medium term.

Television remains amongst the most important entertainment mediums in the country. The increasing disposable income in the hands of the average Indian is fueling aspirations – driving demand for branded products and services, television being a part of this basket. Credible estimates suggest that India's TV households will reach 203 million by 2021, implying a total TV penetration of 67% - majority of the additions are expected to be in rural India.

To expand our reach in the rural market we entered the Free Dish platform with our flagship AajTak channel in November 2015. This has helped us maintain and expand our lead over our competitors and hence improve advertising yields.

Our English channel India Today, which was rebranded in May 2015 continues to grow and improve its market position as expected. Sizeable investments made towards this in the areas of content, marketing and distribution have helped the channel get to enhanced viewership and revenues. Channel's advertising yields are expected to strengthen further although the English news television space is witnessing severe competitive pressures.

Your Company made an application to Ministry of Information and Broadcasting (MIB) for migration of its three FM radio stations located at Delhi, Mumbai and Kolkata, from Phase II policy regime to Phase III policy regime applicable to private radio broadcasters. In April, 2017, the Company received an offer from MIB for the said migration subject to, inter-alia, the execution of Grant of Permission Agreement (GOPA) and payment of migration fee and other charges including interest. The Company paid migration fee and other charges including interest and executed the GOPA on May 23, 2017. Consequently, the three FM radio stations of the Company have now been migrated to Phase III. The radio channels were rebranded as Radio 'ISHQ' and successfully re-launched.

Looking at the current year, there is considerable apprehension as India rolls out its most significant tax reform since independence – Goods and Services Tax (GST). While the introduction of GST is likely to have varied levels of impact across the various media segments on an overall basis, the impact on Media & Entertainment industry is not expected to be significant– primarily due to the availability of input credit across the board.

However, the GST rules appear complex particularly from administrative and documentation point of view. The Company has and will continue to take advice in this matter and optimize the impact to the best extent possible.

It is expected that in 2017, there could be an initial adverse impact on advertising spend as organizations across the board focus their energies on realigning business systems and processes to the requirements mandated by the GST law. However, in the medium-term, with the formalization of the economy and the widening of the tax base, GST should have a positive impact on the country's GDP and consequently on advertising spends.

The TRAI Tariff order is expected to have a significant impact on economics of distribution of Television channels . All competitors of AajTak are Free To Air (FTA) channels. Implementation of the Tariff order is likely to pose a challenge for the Company and will have an impact on subscription revenue as well as distribution related costs.

I would like to thank the employees at all levels, for their commitment and remarkable contribution in the Company's success. I appreciate the valuable guidance provided by my colleagues on the Board. I also heartily thank our shareholders for their co-operation and support.

Warm regards

AROON PURIE


FOUNDER'S DAY CELEBRATION
NEWS
WIZ
2016
TV
DIGITAL
PRINT
PRINT TV DIGITAL
200 200 200


BSNL
Connecting India Faster

Management discussion and analysis report

Economic overview

The Indian economy has been growing at an accelerated pace since 2014, supported by favorable government reforms and stringent fiscal regime that reigned in inflation. India emerged as a 'bright spot' in an otherwise subdued world economy when it overtook China in 2015-16 as the fastest-growing major economy in the world.

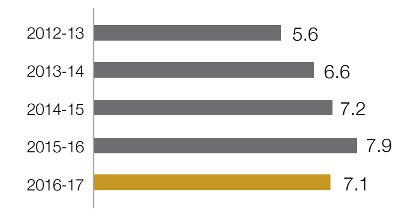
Despite prevailing headwinds in India and across the globe, India managed to sustain its 7%-plus GDP growth momentum registered over the last three years. India's strong fundamentals enabled it to clock a 7.1% GDP growth in 2016-17, a marginal slip from 7.9% in 2015-16 – primarily owing to policy initiatives like demonetisation that curbed liquidity in a cash-based consumption economy.

The halving of global oil prices that began in late 2014, boosted economic activity in India, further improved the external current account and fiscal positions and helped lower inflation in the past. (Source-IMF)

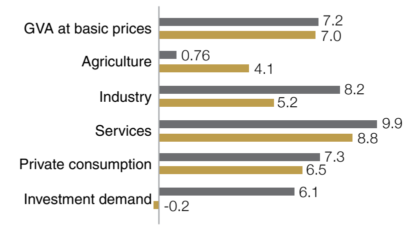
Outlook: India's economic growth is expected to improve in 2017-18. This optimism is based on two critical realities. The adoption of the Goods and Service Tax (GST) promises to create a single national market which will enhance efficiency of the movement of goods and services. This critical fiscal policy could make an important contribution to raise India's medium-term GDP growth momentum to over 8% (Source: IMF). Further, the Union Budget 2017-18, Agenda to Transform, Energise & Clean India (TEC India) puts an unprecedented thrust on rural infrastructure development which will have a multi-sector cascading impact. This initiative promises to make an important contribution to India's economic resurgence.

While the industrial sector is now estimated to have grown at 8.2% against the earlier estimation of 7.4% of the services sector is estimated to have grown at 9.9% against 8.9% earlier.

GDP (Year-on-year in %)



GVA gross value added (Year-on-year in %)



Source: CSO

Growth pattern

Industry structure and developments

The year 2016 was a mixed bag for the Indian Media and Entertainment (M&E) industry. The Indian M&E industry grew at 9.1% on the back of advertising growth of 11.2%. This was aided by strong fundamentals and a steady growth in consumption, although demonetisation shaved off 150 to 250 basis points in terms of growth across all sub segments at the end of the year.

Television advertising saw sunrise sectors, such as e-commerce scaling back spends significantly and the event of demonetisation leading to an adverse impact across categories. However, strong long-term fundamentals, driven by domestic consumption, augur well for the future. Growing access to rural audiences through digitisation, coupled with content availability through increase in Free-to-Air (FTA) channels and deeper audience measurement will be a key catalyst to long-term growth, though this may have an adverse impact on distribution revenues.

The subscription revenue growth for the broadcasters stood at 11% in 2016, lower than last year's estimates of 16%. The same was on account of the following:

- Impact of robust subscriber additions by Free Dish
- Slow progress on digitisation process with Phase 3 and 4 deadlines revised to January and March 2017, respectively
- Challenges around non-transparency of deals between broadcaster and distributors, non-ubiquitous implementation of subscriber management systems at MSOs/LCOs and incremental addition of lower ARPU customers to the digitised base, leading to marginal ARPU growth for Pay TV operators.

Further, a sustained advertiser interest in digital was seen, resulting in a strong performance in Financial Year 2016-17. Digital has also positively impacted the relatively smaller sub-segments, such as gaming and music—which registered impressive growth as well. With OTT platforms continuing to see major traction, digital Video-on-Demand (VOD) and television could witness harmonious co-existence in the near future, feeding off each other's strengths.

Segment-wise or Product-wise performance

TELEVISION

PERFORMANCE AND INDUSTRY OUTLOOK

Television had a steady run in 2016, with another year of double digit growth despite headwinds on account of demonetisation.

Despite these headwinds, the Television industry registered an 8.5% growth over 2015 to reach an estimated size of INR 58,800 Crores in 2016. It is envisaged to register a CAGR of 14.7% to reach INR 116,600 Crores by 2021.

The growth in subscription revenues was impacted due to the slow pace of digitisation and Average Revenue Per User ("ARPU") realisations from the addressable C&S base. The number of TV households in India increased to ₹18.1 crores in 2016, resulting in a TV penetration of 63%.

The industry witnessed net addition of 0.9 crores Cable and Satellite (C&S) subscribers in 2016, ending with a C&S base of 169 million. The net additions were short by about a million due to slowdown in acquisitions owing to demonetisation. The short term blip of demonetisation is not likely to affect the long term macro-economic indicators, with the TV households estimated to reach ₹20.3 crores by 2021, implying a total TV penetration of 67%.

Looking ahead to 2017,the advertising revenues are likely to see similar growth levels as in 2016, on account of the first quarter impact of demonetisation and economy calibrating to GST in the later year.

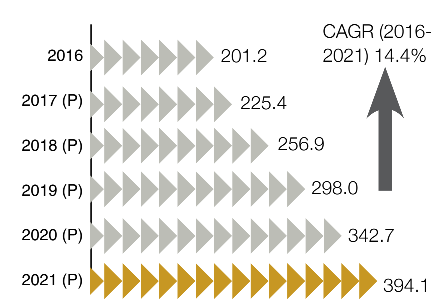
DISTRIBUTION & IMPACT ON BROADCASTERS

The coverage of rural viewership by Broadcast Association Research Council opened up whole new marketing opportunities for broadcasters and advertisers in 2016. The ratings pushed Free To Air (FTA) GEC channels of the top broadcasters, along with DD National in the top 10 category, and the same has consequently seen ad rates for these channels increase by about 50-70% during the year. The FTA channel launches were broad based, covering Hindi movies, news (Hindi and regional), music and even kids programs at the end of the year.

BROADCASTING REVENUE-ADVERTISING

Television advertising was steady at 11% growth in 2016, aided by strong performance of sports properties like Indian Premier League (IPL) and T20 Cricket World Cup, and the launch of 4G services in the second half of the year. The emergence of Free to Air channels as a major source of reach and viewership has the potential to translate in to a large advertising market in the future, albeit with risks around cannibalisation of subscription revenues. Even though factors like slow consumption pickup, Broadcast Audience Research Council (BARC) data recalibration, and the November event of demonetisation pulled down advertising spends, the blip is not likely to last beyond 2017, with demonetisation being a short term impact.

Advertisement revenue



(SOURCE: KPMG - FICCI India Media and Entertainment Industry Report 2017)

News genre - The TV News genre has seen a surge in viewership in the last quarter of 2016 due to an active political environment, demonetisation and subsequent budget announcement. However, the impact of this viewership growth did not translate into commensurate advertising growth due to the effects of demonetisation.

The English genre had a challenging 2016, marked by the decline in BARC ratings for English entertainment and movies. With the weightage of English genre in the panel altered drastically due to the rural inclusion, many channels saw a drop in ratings, when in fact the absolute number of viewers for the English entertainment genre increased from ₹0.72 crores impressions in December 2015 to ₹0.76 crores impressions in December 2016.

The number of viewers of English language content in India today is 22 crores, out of which 60% comes from six metros and 40% comes from non-metros. Viewership contribution from non-metros has risen from 20% earlier.

COMMERCIAL ESTABLISHMENTS

The Telecom Regulatory Authority's (TRAI's) guidelines on Tariff and Interconnect in 2016 (draft) and 2017 (final) are expected to alter the operating dynamics between stakeholders. The implementation of these guidelines, in a form acceptable to all stakeholders, would be key to Average Revenue per User (ARPU) uptick and to improve industry profitability. However, currently, given the ongoing litigation around the matter, the future outlook is uncertain.

Further, the Consultation on draft tariff and interconnect regulations, initiated by TRAI in October 2016 and subsequent tariff orders released in March 2017, aim to address the above concerns and provide the consumer with complete choice in terms of selection and payment of only the content they would wish to view.

The litigation process around the draft orders has been initiated by industry stakeholders, with the Madras High Court restraining TRAI from issuing the tariff orders in December 2016. The Hon'ble Supreme Court, however, allowed TRAI to go ahead with the consultation process in January 2017, but said that TRAI cannot notify these without referring them to the apex court. Based on the same, TRAI has released the regulations on March 3 2017.

Industry stakeholders recognise the need for consumer choice, transparency and the revenue benefits of digitisation that form the core of these regulations.

DIGITAL MEDIA

Digital advertising continued its high growth trajectory with a 28% growth in 2016 to reach 15% share in the overall advertising revenues, though there was a marginal impact due to demonetisation. Advertisers' interests have been captured by the continuing shift in consumption towards digital media on the back of rapid growth in internet penetration, mobile devices and falling data costs.

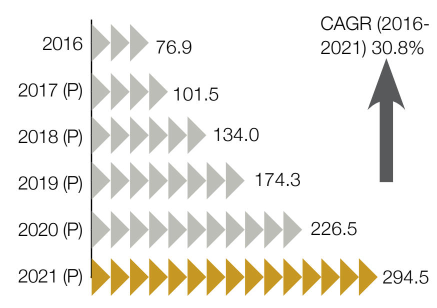
Digital is driving the future of advertisements in India, with digital ad spends expected to cross INR 29400 crores in 2021. In 2016, digital advertising contributed INR 7,692 crores and is expected to grow at a rapid pace with a CAGR of 30.8% until 2021.

It is expected that this consistent growth of digital ad spends in India will continue on the back of

- Development in digital infrastructure causing increased internet penetration and increased internet speed driving usage
- Increase in penetration of mobile phone users
- Increase in traditional platforms such as FMCG and Financial services, going onboard on digital channels
- Increased maturity towards the implementation of digital technology to drive better optimisation and better measurable matrices giving marketers further visibility of their spends
- Increased spends on OTT platforms, and
- Increase in consumption of video online through mobile

(SOURCE: KPMG - FICCI India Media and Entertainment Industry Report 2017)

Advertisement revenue



(SOURCE: KPMG - FICCI India Media and Entertainment Industry Report 2017)

RADIO

PERFORMANCE

Radio industry registered a 14.6% growth led by volume enhancements in smaller cities, partial roll out of Batch 1 stations and a marginal increase in effective ad rates.

The Company is licensed to operate 3 (three) radio stations in Mumbai, Delhi and Kolkata pursuant to the Grant of Permission Agreements, each dated March 16, 2011 ("GOPA") (the "Radio Business") under 'Policy Guidelines on Expansion of FM Radio Broadcasting Services through Private Agencies (Phase II)' dated 24 September 2008, as amended, ("Phase II Policy").

The Company had filed a writ petition before the Hon'ble Delhi High Court ("Writ Petition") challenging the order of the Ministry of Information and Broadcasting ("MIB") disallowing the sale of the Radio Business to Entertainment Network (India) Limited ("ENIL"). However, during the year under review, the Company had decided not to undertake the agreement to sell, which was proposed to be entered into with ENIL, for the sale of the above mentioned Radio Business.

Meanwhile, the Company decided to re-organise its radio business by migrating its Radio Business from the Phase-II Policy to the 'Policy Guidelines on Expansion of FM Radio Broadcasting Services through Private Agencies (Phase III)' dated 25 July 2011, as amended, ("Phase III Policy") issued by MIB. Pursuant to the terms and conditions of the offer letter dated April 20, 2017 of MIB, the Company has executed Grant of Permission Agreement(s) under Phase III Policy ("Phase III GOPA") on May 23, 2017 for its Radio Business, and has also furnished a performance bank guarantee and paid a migration fee of an amount of ₹71,36,79,767/- and other charges and interest to MIB.

The Company has withdrawn the above said writ petition filed before the Hon'ble Delhi High Court ("Writ Petition") challenging the order of the Ministry of Information and Broadcasting ("MIB") & disallowing the sale of the Radio Business to Entertainment Network (India) Limited ("ENIL").

Opportunities and threats

OPPORTUNITIES

Media and Entertainment Industry in India consists of different segments such as television, prints and films. This sector is witnessing impressive growth T.V. Today Network Limited (TV Today Network) which is operating various portfolios, leverages immense opportunities available in this industry through the diversified portfolio in which it operates.

THREATS

Various threats faced by Media and Entertainment Industry and in particular by the Company include piracy, violation of intellectual property rights, lack of quality content, etc. The Company is continuously monitoring the various threats which can hamper its growth and is taking appropriate and effective steps in this regard.

Outlook & performance

TV Today Network is focused upon continuing its growth trajectory with the channels from the network – Aaj Tak, India Today TV, Tez and Dilli Aaj Tak, which is growing consistently in market share, coverage and the credibility they enjoy with audiences and advertisers.

It is endeavoring towards maintaining its leadership position of News Channel Aaj Tak as the No. 1 company – a position it has been able to sustain for the last 16 years in a row, and since inception, it has contributed to the growth in advertising revenues. Aaj Tak has established its supremacy as the Nation's No. 1 News channel across the viewership measurement currencies of BARC, TGI and IRS.

Aaj Tak has maintained its Leadership among Hindi News Channels in the new Audience Measurement System BARC with a Market Share of 16.8% (15+ NCCS All, HSM, Wk 14'16-13'17, Relative Share basis Imp '000 out of 12 Hindi News Channels). Aaj Tak has also crossed an average weekly 100 million viewers touching a maximum of 146.25 millions in 2016-17 (15+ NCCS All, HSM, Wk 14'16-13'17, Coverage).

The English news channel from the network, India Today TV has shown stellar growth. The 24hr English News channel has consistently grown to become the No. 2 English News Channel with a Market Share of 22.7% (Source: BARC, 22+ M NCCS AB 6 Megacities, Wk 01'17-13'17 Relative Share basis Imp '000 out of 5 English News Channels).

The Hindi News channel "Tez" from the Network has already left behind established news channels like NDTV India, India 24x7 and DD News with 5.4% share in 2016-2017(wk 14'16-wk 13'17) in HSM Metros. (15+ NCCS All, Delhi Mumbai & Kolkata, wk 14'16-wk 13'17, Relative Share basis Imp '000 out of 12 Hindi News Channels).

The Delhi focused channel from the Network - "Dilli Aaj Tak" is also delivering good ratings with a market share in Delhi of 3.1% (15+ NCCS All, Delhi, Wk 14'16-Wk 13'17, Relative Share basis Imp '000 out of 13 Hindi News Channels).

All channels have contributed to the revenue growth of the Company in the financial year ended 2016-17 and all the brands are expected to further propel the growth of the Company in the coming years. The Company is constantly investing in content as well as marketing & distribution on the basis of detailed research in order to achieve superior ratings.

The new rating currency of BARC Rating System has ranked Aaj Tak, India Today Television, Tez and Dilli Aaj Tak among the leading current affairs channels in India within their respective segments.

Risk and concerns

A. TELEVISION

ISSUES OF MSO'S AND LCO'S

With all phases of digitisation completed, MSOs need to invest in STBs, upgrading digital head-ends, other back-end infrastructure for the implementation of impending digitisation in Phase III and IV. Many local MSOs facing challenges around high capital expenditure requirements to meet the digitisation targets have exited or collaborated with bigger players to fund these activities. Further digitisation was intended to bring in significant long term benefits for the entire TV value chain in terms of addressability at the LCO level, choice to the consumer, plugging the leakage of revenues which would result in an ARPU increase across the value chain and higher taxes for the government, minimisation of carriage fees and increased transparency across industry stakeholders.

TAX AND REGULATORY CONCERNS

Television broadcasting companies make significant payments to software production houses towards production of TV programmes. They also pay placement/ carriage fees to DTH operators, multi-system operators and cable operators towards placement/ carriage of the channels. Broadcasters are of the view that such payments attract Withholding tax (WHT) under Section 194C of the IT Act. However, in some of the cases the tax authorities contend that such payments are liable for WHT at 10% on the premise that the payments are towards technical services/royalty. This has resulted in protracted litigation.

The issue relating to the applicability of provisions dealing with WHT on payments made by broadcasters or television channels to production houses for production of content or programmes has been clarified vide a circular No. 4 / 2016 dated 29.02.2016 issued by the Central Board of Direct Taxes (CBDT). It has been stated in the circular that where the content is produced as per the specifications provided by the broadcaster/telecaster and the copyright of the content/ programme also gets transferred to the broadcaster/ telecaster, such a contract is covered within the definition of 'work' which is liable for WHT under Section 194C of the IT Act. However, where a broadcaster/telecaster acquires only the broadcasting/ telecasting rights of the content which is already produced by the production house, and there is no contract for carrying out any work, then such payments are not liable for WHT under Section 194C of the IT Act (but may be liable to other applicable WHT provisions).

Further, the issue relating to WHT on placement charges is decided by the Tribunal in favour of the broadcaster/ telecaster in various cases wherein it is held that the placement charges are liable for WHT under Section 194C and not Section 194J of the IT Act. However, the tax authorities have not accepted the same and are contesting the issue before higher authorities stating that carriage/placement fees involve rendering of technical services and should be taxed as 'Fees for Technical Services'. A circular clarifying the issue could help reduce the protracted litigation.

TAXATION OF TRANSPONDER CHARGES

Broadcasting companies pay transponder charges to satellite companies for transmission of their TV signals. The tax authorities contend that payments made towards transponder charges are in the nature of royalty.

With a view to support the above decision, the definition of royalty under the IT Act was amended vide the Finance Act, 2012 with retrospective effect, to bring within its ambit payments made for transmission of signals via a satellite. However, since definition of royalty under DTAA provisions has not been amended hence there is no impact of the amendment in IT Act towards payment made outside India under DTAA provisions.

B. FM RADIO

Radio broadcasters are required to pay licence fees (one time entry fee and recurring annual fees) to the government as per the licence terms. The issue that has arisen is whether such fees are in the nature of revenue expenditure to be claimed as deduction in the year in which they are incurred or are in the nature of capital expenditure, entitled to depreciation. Since the annual licence fee is payable for each year of operation, it could be allowed as revenue expenditure. Further, the one-time entry fee could be allowable as a deduction over the period of the licence. However, another view is that the payment for the one-time entry fee could be treated towards licence acquisition, specifically covered as an intangible asset, eligible for depreciation at the rate of 25%. This has resulted in a dispute between taxpayers and the tax authorities. The government could issue a clarification and end the litigation on this aspect.

Internal control systems and their adequacy

Your Company has adequate internal control system commensurate with the size and nature of its business. Your Company's internal audit process is being handled by one of the top four audit firms, Ernst & Young. The audit reforms initiated by the New Companies Act, 2013 are also being implemented by your Company.

Your Company's internal control is designed to:

- Safeguard the Company's assets and to identify liabilities.
- Ensure the transactions are properly recorded and authorised.
- Ensure maintenance of proper records and processes that facilitates relevant and reliable information.
- Ensure compliance with applicable laws and regulations.

Further, Ernst & Young conducts extensive audits round the year covering each and every aspect of the business activity so as to ensure accuracy, reliability and consistency of records, systems and procedures. The recommendations and observations of the internal auditors are being reviewed regularly by the Audit Committee.

Discussion on financial performance with respect to operational performance - finance

The Company continued to show good financial performance in the fiscal year 2016-17. Total Revenue of the Company registered a growth of 5.52%, up from ₹563.05 crores in FY 15-16 to ₹594.12 crores in FY 16-17. The major factor contributing to the growth was advertisement revenue in both Hindi and English channels – Aaj Tak and India Today Television. The EBITDA at ₹192.66 crores in FY16-17, was up by 32.98% over the figure of Rs. 144.88 crores in FY15-16.

Material developments in human resources/ industrial relations

(including number of people employed)

Your Company's employee strength as on March 31, 2017 was 1,224. With human resources providing strategic advantage in the media sector, the Company has taken steps to improve processes for better talent acquisition, performance evaluation, merit recognition, and higher productivity. The Company has also undertaken initiatives to build stronger employee engagement and talent retention. Core policies to enhance efficiencies have been implemented.

CSR initiatives

As per the 2015 *Swachhta Status Report* published by the National Sample Survey Office (NSSO), 52.1% people living in rural areas and 7.5% people living in urban areas defecate in open spaces. Open defecation perpetuates the vicious cycle of disease and poverty and is widely regarded as an affront to personal dignity. In order to reduce this unhealthy practice, T.V. Today Network Ltd supported initiatives aligned to the Govt. of India's Swachh Bharat Abhiyan.

"Spreading awareness on the project"

KEY HIGHLIGHTS OF F.Y. 2016-17

280
household toilets (including 7 bio-toilets) have been constructed; and 85 (including 55 bio-toilets) units are under construction

1400
(approx.) individuals have benefitted from the construction

14
student toilet blocks were repaired and refurbished in a Govt. college

17
villages from 6 Districts of 6 States were selected for project implementation

6
NGOs were selected as partners to implement the project

DETAILS OF ACTIVITIES COMPLETED IN F.Y. 2016 - 17

Care Today Fund, an initiative of India Today Group, set-up “Care Today A/c TV Today Network Limited” to implement initiatives aligned to Swachh Bharat Abhiyan with CSR donations received from TV Today Network Ltd. Care Today Fund partnered with NGOs to construct household toilets among the poor and needy communities. Following are the details of activities completed in FY 2016 - 17.

A. HOUSEHOLD TOILETS

Name of the partner	Toilets proposed	Toilets completed	Construction started	Construction yet to start
VISISHTA GRAMODAYA SWAYAM “SADHANA” PARISHAD (VGSSP), Visakhapatnam District, Andhra Pradesh	200	163	30	07
SOCIETY FOR HIMALAYAN AGRICULTURE AND RURAL DEVELOPMENT (SHARD), Rudraprayag District, Uttarakhand	105	105	00	00
MITSUKO TRUST, Panjim District, Goa	05	05	00	00
U-RESPECT FOUNDATION, Thane District, Maharashtra	129	07	03	119
JEEVAN REKHA PARISHAD (JRP), Puri District, Odisha	167	00	52	115
Total	**606**	**280**	**85**	**241**

B. STUDENT TOILET BLOCKS

Name of the partner	Toilet blocks proposed	Toilet blocks completed	Construction started	Construction yet to start
ANCHAL CHARITABLE TRUST, Delhi	14	14	00	00

Features	Benefits
Beneficiaries are primarily women, children and poor	Address Sanitation and hygiene issues at large
Activities covered hills, plains and coastal areas	Reduction in open defecation
Introduced bio-toilets in areas with water shortage	Healthy communities
Ensured socio-cultural acceptance	Promote clean environment
Strengthened awareness to use and maintain toilets	Better health, privacy, safety, comfort, cleanliness, respect and dignity

FEEDBACKS

FEEDBACK FROM CARE TODAY FUND TEAM

Feedbacks received during Care Today Fund Team's visit to project areas and the interactions held with the beneficiaries revealed that the initiatives in constructing toilets for the poor households have already impacted their healthy living conditions, especially the women and girl children who have been the most vulnerable to risk without a toilet. The feedbacks from partners have reported that all the beneficiaries have cooperated fully to ensure that the agreed activities are completed within the stipulated time and the risk in open defecation is eliminated one day ahead. The ongoing project activities are progressing as expected and would immensely address the issues of sanitation and hygiene within the project areas.

Ms. Polavarapu Laxmi is from Polireddipalem village, in Parvada Mandal a village located in a hilly area. Till date she was not keen to construct a toilet in her house due to economical constraint. During an awareness campaign organized in her village by Visishta Gramodaya Swayam "Sadhana" Parishad, she realized the importance of having a toilet that was necessary to negate wide spreading health hazards/ epidemics due to open defecation. Therefore, she requested VGSSP to construct a toilet for her household. Later she said, "Although it was a very difficult task to construct toilet in the hilly area, we are thankful to VGSSP NGO and Care Today Fund-AajTak for taking up the task and assisting us in all ways to construct a toilet for us. We knew that the cost would escalate from the plain area and thus we lend physical labour to cut the labour cost and stood with the NGO to ensure that our toilet was constructed without much problem. I am very happy to say that our family now owns an individual toilet and this is only due to the kindness rendered by VGSSP NGO and Care Today Fund-AajTak. Thank you once again."

"I am Nirmala Jena resident of Berhampur Island village in Chilika lake area in Puri district Odisha. My family and forefathers have been living in this Island village since last 70 years. My family consists of 6 members (myself, my husband, two sons and a daughter and my grandmother). My husband goes to Chilika Lake for fishing. My children go to the school and my grandmother is 69 years old and is suffering from chronic diseases and cannot go out for open defecation. My children used to tell me since last 5 years to construct a toilet but due to our poor financial condition we were not able to do so. During one of the visit to our village by Mr. Santhosh Thomas from Care Today Fund, along with JRP team, I, along with other women in our community requested Care Today to support us in constructing household toilets. We also promised all possible support, especially in lending physical labour to construct a toilet. Care Today's support is a ray of hope for our village and we are fortunate enough that we are soon going to have toilets. My grandmother is very happy that she can use a toilet inside the house. My daughter, who is 14 years old, is very happy that she will not go to the beach of Chilika for open defecation anymore. We have also taken oath in our SHG meeting that we will use the toilet, maintain it and stop open defecation. I hope with this initiative our village will be declared as open defection free village soon and we will get award for the same. I thank Jeevan Rekha Parishad and Care Today Fund-India Today Group for supporting us wholeheartedly."

BOARDS' REPORT

Dear members

Your Directors have the pleasure of presenting their 18th Annual Report together with the audited financial statements for the year ended March 31, 2017.

FINANCIAL RESULTS

The financial results of the Company for the year ended March 31, 2017 are summarized below for your consideration:

(₹ in Crores)

	(Standalone)		(Consolidated)	
Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016	Year Ended March 31, 2017	Year Ended March 31, 2016
Income from operations	572.77	542.02	608.10	581.60
Other income	22.10	18.27	22.65	17.88
Other Gain/ (losses) (net)	(0.74)	2.77	(0.18)	2.72
Profit before Exceptional items, Finance Costs, Depreciation and Amortization	184.10	183.50	182.07	182.32
Finance Costs	2.04	0.56	8.41	6.40
Depreciation and Amortisation	28.60	30.57	28.97	30.92
Profit before exceptional items and tax	153.46	152.37	144.69	145.00
Exceptional Items	8.56	(38.62)	8.56	(30.31)
Profit before tax	162.02	113.75	153.25	114.69
Tax expense	54.14	52.91	54.14	52.92
Net Profit	107.88	60.84	99.11	61.77
Attributable to:				
Shareholders of the Company	107.88	60.84	100.87	63.36
Non-controlling interests	NA	NA	(1.76)	(1.59)
Balance amount brought forward	344.56	299.55	84.46	37.18
Amount available for appropriation	452.44	360.39	185.33	100.54
Transaction with Non-controlling interests	-	-	(10.30)	(0.23)
Other Comprehensive income for the year	(0.02)	(0.09)	0.02	(0.11)
Transfer to General Reserve	-	5.00	-	5.00
Dividend on equity shares for previous year	10.44	8.95	10.44	8.95
Dividend distribution tax on dividend for previous year	2.13	1.79	2.13	1.79
Balance Carried forward	439.85	344.56	162.48	84.46

Note: The above statements and the financial figures given under the head 'Performance' are extracted from the Standalone and Consolidated Financial Statements which have been prepared in accordance with the (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under Section 133 of the Companies Act, 2013, and other recognized accounting practices and policies to the extent applicable. Beginning April 1, 2016, the Company has for the first time adopted Ind AS with a transition date of April 1, 2015.

PERFORMANCE

On standalone basis your Company's revenue from operations for FY 2016-17 at ₹572.77 Crores has been higher by 5.67 % over last year (₹542.02 Crores in FY 2015-16). Profit before tax has been ₹162.02 Crores as compared to ₹113.75 Crores in the last year. Profit after tax has been ₹107.88 Crores as compared to ₹60.84 Crores during the last year.

Your Company's business model is such that it mainly depends on revenues from advertisements. Your Company, due to its impeccable reputation, leadership position of the flagship channel "Aaj Tak", and confidence reposed by its viewers and clients, managed to achieve a highly satisfactory performance.

In recognition of its qualitative coverage and mass appeal, your Company's channels have been conferred with the following prestigious awards:

APCEF CUSTOMER ENGAGEMENT AWARDS 2015 -16:

BTL Activity - Successful use of CSR Activity **(Aaj Tak)**

GOAFEST 2016 - BROADCASTER ABBY:

Best Launch of TV Channel **(INDIA TODAY TV)**

NEWS TELEVISION AWARDS 2016:

Lifestyle & Fashion News Show English **(Headlines Today)**

Entertainment Special English **(Headlines Today)**

Entertainment Special Hindi **(Aaj Tak)**

Entertainment Talk Show English **(Headlines Today)**

Entertainment Talk Show Hindi **(Aaj Tak)**

Talk Show Hindi **(Aaj Tak)**

Business Talk Show Hindi **(Aaj Tak)**

Show on Social/Environment Awareness / Social Development English **(Headlines Today)**

Sports News Show Hindi **(Aaj Tak)**

Sports Talk Show Hindi **(Aaj Tak)**

Investigative Programme Hindi **(Aaj Tak)**

Televised Live Initiative by News Channel Hindi **(Aaj Tak)**

Promo for a Channel Hindi **(Aaj Tak)**

News Videographer English **(Headlines Today)**

Most Popular Social Media TV News Brand **(Aaj Tak)**

Entertainment News Anchor Hindi **(Aaj Tak)**

Sport News Show Presenter Hindi **(Aaj Tak)**

TV News Reporter Hindi **(Aaj Tak)**

TV News Presenter Hindi **(Aaj Tak)**

PITCH TOP 50 BRANDS:

Bottom of the Pyramid (Aaj Tak)

ENBA AWARDS 2016:

News Channel of the Year – Hindi - **(Aaj Tak)**

News Channel of the Year – English - **(India Today TV)**

News Television Managing Editor of the Year – English - Rahul Kanwal

Best Anchor - Sweta Singh

Best Talk Show - Pervez Musharraf Exclusive **(Aaj Tak)**

Best News Coverage - National – Surgical Strike, **(India Today TV)**

Best Spot News Reporting - Gaurav Sawant

Best Video Editor - Nitin, Ajay, Amit - Vande Matram (Cap Saurabh Kalia)

NATIONAL AWARD FOR EXCELLENCE IN RURAL MARKETING:

Social Development campaign of the year – **Aaj Tak Safaigiri**

Best Integrated Rural marketing – **Aaj Tak Safaigiri**

India's Most Trusted Hindi News Channel Brand: **(Aaj Tak)**

India Most Attractive Hindi News Channel Brand: **(Aaj Tak)**

DIGITAL:

Aaj Tak awarded Gold Play Button by YouTube

Aajtak.in best news content website at National Digital Marketing Conference and Awards

Indiatoday.in best news content website at National Digital Marketing Conference and Awards

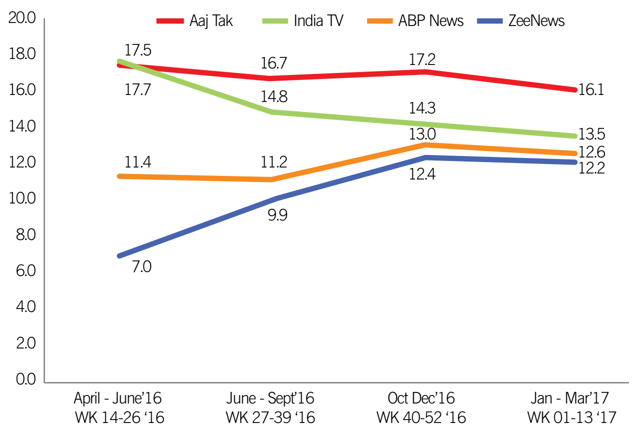
Aajtak.in best website local language by mCube Drivers Of Digital Awards

SO SORRY:

FICCI BAF - 4th NIFF-17 (Noida International Film Festival)

AAJ TAK

Aaj Tak has maintained its Leadership among Hindi News Channels in the new Audience Measurement System BARC with a Market Share of 16.8% (15+ NCCS All, HSM, Wk 14'16-13'17, Relative Share basis Imp '000 out of 12 Hindi News Channels). Aaj Tak has also crossed average weekly 100 million viewers touching a maximum of 146.25 millions in 2016-17 (15+ NCCS All, HSM, Wk 14'16-13'17,Coverage).

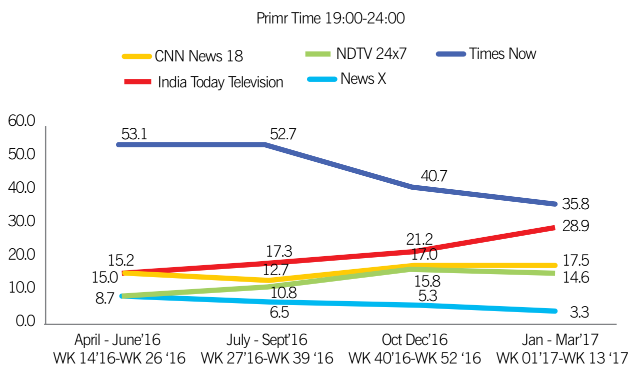


(Source- BARC, Market- HSM, TG- 15+ NCCS All, Relative Share %, Period- As mentioned, Relative shares % calculated among 12 Hindi News channels).

BARC Universe has been changed from Wk08'17 onwards.

INDIA TODAY TELEVISION

India Today Television was rebranded in Week 21'15 and it opened as the clear No.2 channel of the genre. In the last quarter (Jan-Mar'17) the channel grew with a relative share of 22.7% from the first quarter (April - June'16) at 16.9%. In Prime time, the channel was the clear No.2 throughout the year.



(Source- BARC, Market- Megacities, TG- 22+ M AB, Relative Share %, time band 19:00-24:00, Period- As Mentioned, Relative shares % calculated among 5 English News Channels)

DILLI AAJ TAK

Dilli Aaj Tak maintains its viewership level in Delhi. Dilli Aaj Tak's Universe share increased from 0.38 (April - June'16) to 0.39 (Jan-Mar'17) in Delhi market.

TEZ

Tez maintains lead over DD News and NDTV India in the financial year 2016-17.

DIVIDEND

Based on the Company's performance, the Directors are pleased to recommend for your consideration and approval payment of dividend amounting to ₹2/- @ 40% per equity share of ₹5/- each fully paid up, for the financial year 2016-17. The final dividend on equity shares, if approved by the members would involve a cash outflow of ₹14.36 Crores (including Corporate Dividend Tax amounting to ₹2.43 Crores).

DEPOSITS

The Company has not accepted any deposit and as such, no amount of principal or interest was outstanding as at the end of the financial year.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

RE-APPOINTMENT

Pursuant to the provisions of the Companies Act, 2013, Mr. Devajyoti Bhattacharya, Director of the Company, is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment.

A brief resume, nature of expertise, details of other directorships and other information of Mr. Devajyoti Bhattacharya as stipulated in Secretarial Standard 2 and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended as an annexure to the notice of the ensuing Annual General Meeting.

INDUCTION & RESIGNATION

The Board of Directors, on the recommendations of the Nomination and Remuneration Committee, at its meeting held on February 09, 2017 had appointed Mr. Ashish Sabharwal as the Company Secretary of the Company w.e.f March 01, 2017. He has been designated as the Group Head – Secretarial and Company Secretary of the Company.

Dr. Puneet Jain, had resigned from the position of Company Secretary and Vice President – Internal Audit, w.e.f. February 28, 2017. He has been designated as Group Chief Corporate Affairs Officer in addition to his existing responsibilities.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's code of conduct for Directors and Senior Management Personnel.

POLICY ON NOMINATION, REMUNERATION AND BOARD DIVERSITY

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board, among others, will enhance the quality of decisions by utilising different skills, qualifications, professional experience and knowledge of the Board members necessary for achieving sustainable and balanced development. Accordingly, the Board has adopted a Policy on Nomination, Remuneration and Board Diversity, which sets out the criteria for determining qualifications, positive attributes and independence of a Director. The detailed policy is available on the Company's website at http://aajtak.intoday.in and is annexed as Annexure I to this report.

ANNUAL BOARD EVALUATION AND FAMILIARISATION PROGRAMME FOR BOARD MEMBERS

A note on the familiarisation programme adopted by the Company for training of the Directors, and the Board evaluation process undertaken in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the Report on Corporate Governance, which forms part of this Annual Report.

BOARD MEETINGS

The Board met 6 (six) times in the financial year 2016-17.The period between any two consecutive meetings of the Board of Directors of the Company was not more than 120 days. The, details of the Board Meetings and the attendance of the Directors are provided in the Corporate Governance Report.

AUDIT COMMITTEE

The composition of the Audit Committee is stated in the Corporate Governance Report. All recommendations of the Audit Committee were accepted by the Board during the financial year 2016-17.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

As at March 31, 2017, the Company has 3 (three) Subsidiary Companies in terms of the provisions of Companies Act, 2013, namely, T.V. Today Network (Business) Limited, India Today Online Private Limited and Mail Today Newspapers Private Limited.

During the year, the Company has acquired 100% of the paid-up Equity share capital of 'India Today Online Private Limited' from Living Media India Limited by way of gift (i.e. without any consideration).Accordingly, India Today Online Private Limited became wholly owned subsidiary of the Company.

Further, the Company had during the year also acquired 25.21% of the total paid-up Equity share capital of 'Mail Today Newspapers Private Limited' by way of gift (i.e. without any consideration) from A.N. (Mauritius) Limited. Consequent upon the said acquisition, the Company along with its wholly owned Subsidiary Company, India Today Online Private Limited, holds 100 % of the paid-up share capital of 'Mail Today Newspapers Private Limited'. With this, Mail Today Newspapers Private Limited became a subsidiary of the Company in which the Company along with its wholly owned subsidiary holds 100% the paid-up share capital.

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards issued by Institute of Chartered Accountants of India. The audited Consolidated Financial Statements together with Auditor's Report form part of the Annual Report.

In terms of the provisions of Section 136(1) of Companies Act, 2013, the audited financial statements of T.V. Today Network (Business) Limited, India Today Online Private Limited and Mail Today Newspapers Private Limited, Subsidiary Companies, have been placed on the website of the Company and are not being annexed to this report.

The Financial Statements of the Subsidiary Companies are kept for inspection by the shareholders at the registered office of the Company. The Company shall provide the copy of the financial statements of its subsidiary companies to the shareholders upon their request.

No Company has become/ceased to be Associate or Joint Venture during the financial year 2016- 17.

A report on the performance and financial position of Subsidiary Companies as per the Companies Act, 2013 is annexed in form AOC-1, as Annexure II to this Report.

RADIO BUSINESS

The Company is licensed to operate 3 (three) radio stations in Mumbai, Delhi and Kolkata pursuant to the Grant of Permission Agreements each dated 16 March 2011 ("GOPA") (the "Radio Business") under 'Policy Guidelines on Expansion of FM Radio Broadcasting Services through Private Agencies (Phase II)' dated 24 September 2008, as amended, ("Phase II Policy").

The Company had filed a writ petition before the Hon'ble Delhi High Court ("Writ Petition") challenging the order of the Ministry of Information and Broadcasting ("MIB") disallowing the sale of the Radio Business to Entertainment Network (India) Limited ("ENIL"). However, during the year under review, the Company has decided not to undertake agreement to sell, which was proposed to be entered into with ENIL, for the sale of the abovementioned Radio Business.

In the meanwhile the Company has decided to re-organize its radio business by migrating its Radio Business from the Phase-II Policy to the 'Policy Guidelines on Expansion of FM Radio Broadcasting Services through Private Agencies (Phase III)' dated 25 July 2011, as amended, ("Phase III Policy") issued by MIB. Pursuant to the terms and conditions of the offer letter dated April 20, 2017 of MIB, the Company has executed Grant of Permission Agreement(s) under Phase III Policy ("Phase III GOPA") on May 23, 2017 for its Radio Business, and has also furnished a performance bank guarantee and paid a migration fee of an amount of ₹713,679,767/- and other charges and interest to MIB.

The Company has also withdrawn the abovesaid writ petition before the Hon'ble Delhi High Court ("Writ Petition") challenging the order of the Ministry of Information and Broadcasting ("MIB") disallowing the sale of the Radio Business to Entertainment Network (India) Limited ("ENIL").

EMPLOYEES STOCK OPTION PLAN

To retain, promote and motivate the best talent in the Company and to develop a sense of ownership among employees, the Company has instituted an Employees Stock Option Scheme 2006 (TVTN ESOP 2006) with the approval of the shareholders. The said scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulation, 2014.

A detailed report with respect to options exercised, vested, lapsed, exercise price, vesting period etc. under TVTN ESOP 2006, is disclosed on the website of the Company at http://aajtak.intoday.in

A certificate from Statutory Auditors, with regard to the implementation of the Company TVTN ESOP 2006, would be placed before the shareholders in the ensuing Annual General Meeting and a copy of the same shall be available for inspection at the registered office of the Company.

STATUTORY AUDITORS

The Company's Statutory Auditors, M/s. Price Waterhouse, Chartered Accountants (ICAI Firm Registration No. 301112E), hold office till the conclusion of forthcoming Annual General Meeting and have completed more than 10 years as Statutory Auditors.

In terms of provisions of Section 139 of the Companies Act, 2013 Statutory Auditors can be appointed for a maximum term of 10 years.

Based on the recommendations of the Audit Committee it is proposed to appoint M/s S.R. Batliboi & Associates, LLP, Chartered Accountants (ICAI Firm Registration No. 101049W/E300004) as Statutory Auditors for a term of 5 consecutive years from the conclusion of the ensuing annual general meeting to the conclusion of twenty third annual general meeting subject to ratification by the shareholders at every annual general meeting.

The Company has received a letter from M/s S.R. Batliboi & Associates, LLP, Chartered Accountants (ICAI Firm Registration No. 101049W/E300004) to the effect that their appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013. You are requested to consider their appointment.

AUDITORS' REPORT

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s PI & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2016-17. The Secretarial Audit Report is annexed herewith as Annexure III. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

COST AUDITORS

The Cost Audit for financial year ended March 31, 2016 was conducted by M/s. SKG & Co (M. No. 000418). The said Cost Audit Report was filed on September 21, 2016.

Based on the recommendations of the Audit Committee, the Board has approved the re-appointment of M/s. SKG & Co (M. No. 000418), as the Cost Auditors of the Company for the financial year 2017-18 on a remuneration of ₹1.20 lacs plus applicable taxes and out of pocket expenses that may be incurred by them during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. SKG & Co., Cost Auditors is included in the Notice convening the ensuing Annual General Meeting.

CORPORATE SOCIAL RESPONSIBILITY

At T.V. Today, Corporate Social Responsibility (CSR) encompasses much more than social outreach programmes. Over the years, the Company has aligned its business processes and goals to make a more deep-rooted impact on the society's sustainable development.

As part of its initiatives under CSR, the Company has undertaken projects in the areas of hygiene and sanitation (aligned to Swachh Bharat Abhiyan) and programme for the children with special needs. These projects are in accordance with the CSR Policy of the Company and Schedule VII of the Companies Act, 2013.

In accordance with the requirements of Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee. The composition of the CSR Committee is provided in the Report on Corporate Governance, which forms part of this Report.

The Company has also formulated a Corporate Social Responsibility Policy, which is available on the Company's website at http://aajtak.intoday.in.

During the year, the Board of Directors on the basis of recommendations received from CSR Committee had approved an amount of ₹24,644,772 to Education Today (Implementing Agency) towards Vasant Valley School expansion plan in accordance with Schedule VII of the Companies Act, 2013. The school expansion programme (Blue Room Programme) is only for improving the lives of the children with special needs. By incorporating the various aspects of special education in this facility, we will be able to provide them with all services under one roof which will make it easy for the parents and the children with multiple disorders.

The Blue Room programme is an early years programme in Vasant Valley School which was started almost 10 years ago, to meet the needs of young children with a diagnosis of moderate to severe Autism. This programme is not an inclusive programme. It is focussed on 1:1 intervention to build on daily living skills, communication and understanding social dynamics. Occupational therapy is a major component of the programme. At present, we have 12 children enrolled in the Early Years Programme. As the children develop skills, they are integrated, with 100 % support from a special educator, with a mainstream group for activities such as lunch, physical education, music or short trips outside school.

A detailed update on the CSR initiatives of the Company is provided in the Corporate Social Responsibility section, which forms part of the Annual Report.

The Annual Report on Corporate Social Responsibility u/s 135 of the Companies Act, 2013 is annexed as Annexure IV to this Report.

BUSINESS RESPONSIBILITY REPORT

As stipulated under the SEBI (Listing Obligation Disclosure Requirement) Regulations, 2015, the Business Responsibility Report, describing the initiatives taken by the Company from environmental, social and governance perspective forms part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the financial year under review, as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section, forming part of this Annual Report.

CORPORATE GOVERNANCE

A report on Corporate Governance forms part of the Annual Report along with the Certificate on Corporate Governance as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Practicing Company Secretaries' certificate for the financial year 2016-17 does not contain any qualifications, reservations or adverse remarks.

INTERNAL CONTROL / INTERNAL FNANCIAL CONTROL AND THEIR ADEQUACY

The Company has an adequate internal control system commensurate with the size and nature of its business. An internal audit programme covers various activities and periodical reports are submitted to the management. The Company has a well-defined organisational structure, authority levels and internal rules and guidelines for conducting business transactions.

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the 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 timely preparation of reliable financial disclosures.

RISK MANAGEMENT

The Company has formulated the Risk Management Policy through which the Company has identified various risks like, strategy risk, industry and competition risk, operation risk, liability risks, resource risk, technological risk, financial risk. The Company faces constant pressure from the evolving marketplace that impacts important issues in risk management and threatens profit margins. The Company emphasizes on those risks that threaten the achievement of business objectives of the Group over the short to medium term. Your Company has adopted the mechanism for periodic assessment to identify, analyze, and mitigation of the risk.

The appropriate risk identification method depends on the application area (i.e. nature of activities and the hazard groups), the nature of the project, the project phase, resources available, regulatory requirements and client requirements as to objectives, desired outcome and the required level of detail.

The trend line assessment of risks, analysis of exposure and potential impact are carried out. Mitigation plans are finalized, owners identified, and progress of mitigation actions are regularly and periodically monitored and reviewed.

Treatment options which are not necessarily mutually exclusive or appropriate in all circumstances are driven by outcomes that include:

Avoiding the risk,
Reducing (mitigating) the risk,
Transferring (sharing) the risk, and
Retaining (accepting) the risk.

POLICIES OF THE COMPANY

The Company as per the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 formulated the following policies:

Name of the Policy	Web link
Policy on Materiality of Related party Transactions and dealing with related party transactions	http://specials.indiatoday.com/aajtaknew/pdf/Policy-on-Materiality-of-Related-Party-Transactions-2016.pdf
Policy for determining Material subsidiaries	http://specials.indiatoday.com/aajtaknew/pdf/Policy-for-Determining-Material-Subsidiary-2016.pdf
Vigil mechanism / Whistle Blower Policy	http://specials.indiatoday.com/aajtaknew/download/Vigil_Mechanism_Whistle_Blower_Policy.pdf
Corporate Social Responsibility Policy	http://specials.indiatoday.com/aajtaknew/download/csr_policy_final.pdf
Policy on determination of Materiality	http://specials.indiatoday.com/aajtaknew/download/Policy_on_Determination_of_Materiality.pdf
Dividend Distribution Policy	http://specials.indiatoday.com/aajtaknew/download/Dividend-Distribution-Policy.pdf
Business Responsibility Policy	http://specials.indiatoday.com/aajtaknew/download/Business-Responsibility-Policy.pdf
Archival Policy	http://specials.indiatoday.com/aajtaknew/download/ARCHIVAL_POLICY.pdf

VIGIL MECHANISM

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil mechanism and Whistle blower policy under which the persons covered under the policy including Directors and employees are free to report misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected. The reportable matters may be disclosed to the vigilance officer who operates under the supervision of the Audit Committee. Persons covered under the Policy may also report to the Chairman of the Audit Committee.

During the year under review, no employee was denied access to the Chairman of the Audit Committee. No complaints were received under Vigil Mechanism & Whistle Blower Policy during the financial year 2016-17.

DETAILS OF LOANS, INVESTMENTS AND GUARANTEE

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in the Annual Report.

EXTRACT OF ANNUAL RETURN

In terms of provisions of Section 92, 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules 2014, the extracts of the Annual Return of the Company in Form MGT-9 is appended as Annexure V to this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party contracts/arrangements/transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. During the financial year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee was obtained for the transactions which are of a foreseen and repetitive nature. The statement of transactions entered into pursuant to the omnibus approval so granted is placed before the Audit Committee for approval.

PARTICULARS OF EMPLOYEES

Disclosures relating to remuneration of Directors u/s 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure VI to this report.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

Except, Mr. Aroon Purie who draws remuneration of ₹34,210,165 per annum from Living Media India Limited in the capacity of Editor in Chief in Living Media India Limited, Holding Company of the Company, no other Director, of the Company is receiving commission from the Company or is in receipt of any remuneration or commission from any holding company or subsidiary company of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as Annexure VII forming part of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There were no significant material orders passed by the Regulators/ Courts/ Tribunals during the financial year 2016-17 which would impact the going concern status of the Company and its future operations.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is confirmed that:

- in the preparation of the annual accounts for the year ended March 31, 2017, the applicable accounting standards have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2017 and of the profit of the Company for the year ended on that date;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts of the Company on a going concern basis;
- the Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATEMENT UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Policy on Prevention of Sexual Harassment at the Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding Sexual Harassment. The policy and the Internal Complaints Committee is announced to all employees of the Comapny and is available on the internal policy portal. No complaint of sexual harassment was received during the Financial Year 2016-17.

OTHER DISCLOSURES

(i) Statutory Auditors of the Company has not reported incident related to fraud during the financial year to the Audit Committee or Board of Directors under section 143(12) of the Companies Act 2013.

(ii) There was no change in share capital of the Company during the financial year under review.

(iii) No material changes and commitments, if any, affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

(iv) No change in the nature of the business of the Company happened during the financial year under review.

ACKNOWLEDGMENT

Your Directors place on record their deep appreciation for the contribution made by employees at all levels with dedication, commitment and team effort, which helped your Company in achieving the performance during the year.

Your Directors also acknowledge with thanks the support given by the Government, bankers, shareholders and investors at large and look forward to their continued support.

For and on behalf of the Board of Directors

Aroon Purie
Chairman & Managing Director
DIN: 00002794
6, Palam Marg, Vasant Vihar,
New Delhi - 110057

Place: Noida
Date: May 26, 2017

NOMINATION AND REMUNERATION POLICY

Annexure I

I. NOMINATION AND REMUNERATION POLICY

As per the Companies Act, 2013 and Regulation 19 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Board of Directors of every listed Company shall constitute a Nomination and Remuneration Committee. The Company has constituted a Nomination and Remuneration Committee as required by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

This Committee and the Nomination and Remuneration Policy formulated are in compliance with Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015.

II. OBJECTIVE AND PURPOSE OF THE POLICY

The primary function of the Nomination and Remuneration Committee is to assist the Board of Directors in fulfilling its governance and supervisory responsibilities relating to human resource management and compensation.

The Key Objectives of the Policy are:

a. To outline a framework to ensure that the Company's remuneration levels are aligned with industry practices and are sufficient to attract and retain competent directors on the Board, KMPs, Senior Management Personnel and Other Employees of the quality required, while allowing fair rewards for the achievement of key deliverables and enhanced performance. The key objectives of this Policy include:
    i. Guiding the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management;
    ii. Evaluating the performance of the members of the Board and provide necessary criteria for evaluation to the Board for further evaluation of the Board and Committees of the Board;
    iii. Recommending to the Board the remuneration payable to the Directors, Key Managerial Personnel and setting forth a policy for determining remuneration payable to Senior Management Personnel;
    iv. Remuneration of other Employees of the Company as per the internal policies of the Company.

b. While determining the remuneration for the Directors and KMPs, Senior Management Personnel and other employees, regard should be had to prevailing market conditions, business performance and practices in comparable companies, also to financial and commercial health of the Company as well as prevailing laws and government/other guidelines, internal policies and procedures of the company, to ensure that pay structures are appropriately aligned and the levels of remuneration remain appropriate.

c. The Committee may consult with the Chairman of the Board as it deems appropriate.

III. DEFINITIONS

1. "**Board**" means the Board of Directors of the Company.
2. "**Company**" means "**T.V. Today Network Limited**".
3. "**Independent Director**" means a director referred to in Section 149 (6) of the Companies Act, 2013.
4. "**Key Managerial Personnel**" or "**KMP**" means Key Managerial Personnel of the Company in terms of the Companies Act, 2013 and the Rules made there under.

    As per Section 203 of the Companies Act, 2013, the following are whole-time Key Managerial Personnel:

    i. Managing Director or Chief Executive Officer or the Manager and in their absence a whole- time Director;

    ii. Company Secretary; and

    iii. Chief Financial Officer
5. **"Nomination and Remuneration Committee"** or **"Committee"** shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015.
6. **"Policy** or **This Policy"** means, **"Nomination and Remuneration Policy."**
7. **"Senior Management Personnel"** for this purpose shall mean personnel of the Company who are members of its core management team excluding Board of Directors. It would comprise all members of management one level below the executive director(s), including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and/or Listing SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time shall have the meaning respectively assigned to them therein.

IV. NOMINATION AND REMUNERATION COMMITTEE

A. COMPOSITION OF THE COMMITTEE

The Nomination and Remuneration Committee shall consist of at least three non-executive directors as members out of which atleast half shall be independent directors. The appointment and removal of the members of the Committee shall be as per the provisions of Companies Act, 2013 and the Rules made there under and as per the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

B. ROLE OF THE COMMITTEE

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;
2. Formulating the criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;
5. The Committee shall take into consideration and ensure the compliance of provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Directors / Whole-time Directors;
6. While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee.

C. CHAIRMAN OF THE COMMITTEE

1. Chairman of the Committee shall be an Independent Director.
2. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
3. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting to answer the Shareholder queries. However it would be up to the Chairman to decide who should answer the queries.

D. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

E. COMMITTEE MEMBER'S INTEREST

- A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

F. VOTING AT THE MEETING

Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

G. MINUTES OF THE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee meeting.

H. APPLICABILITY

This Policy is Applicable to:

i. Directors (Executive, Non-Executive and Independent)

ii. Key Managerial Personnel

iii. Senior Management Personnel

iv. Other employees as may be decided by the Nomination and Remuneration Committee

V. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

A. APPOINTMENT CRITERIA AND QUALIFICATIONS

i. Subject to the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable laws, if any and HR Policy, the Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.

ii. The potential candidate should possess adequate qualifications, experience and expertise for Appointment to the position of directors, KMP's and Senior Management. The Committee has discretion to decide the adequacy of qualification, expertise and experience for the concerned position.

iii. Letter of Appointment shall be issued based on the recommendations of the Committee on the basis of guidelines for the same under the Companies Act, 2013 and the Companies Policy.

iv. The Company shall not appoint or continue the employment of any person as Managing Director/ Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

v. The maximum number of public companies in which a person can be appointed as a director shall not exceed ten. For reckoning the limit of public companies in which a person can be appointed as director, directorship in private companies that are either holding or subsidiary company of a public company shall be included.

B. TERM/ TENURE

1. Managing Director / Whole-time Director / Manager (Managerial Personnel)

The Company shall appoint or re-appoint any person as its Managing Director/Whole-time Director/ Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director

i. An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

ii. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

iii. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company.

C. EVALUATION

Subject to the provisions of the Companies Act, 2013 and Regulation 19 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Committee shall carry out the evaluation of Directors periodically.

D. REMOVAL

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable laws, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing for removal of a Director, KMP, subject to the provisions and compliance of the applicable laws, rules and regulations.

E. RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, and Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, in the interest and for the benefit of the Company.

VI. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSONNEL, KMP, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES

1. REMUNERATION TO EXECUTIVE DIRECTORS, DIRECTORS OTHER THAN EXCEUTIVE DIRECTOR AND KMP

i. The remuneration/compensation/commission etc. to Directors and KMP will be determined by the Committee and recommended to the Board for approval. The remuneration/ compensation/ commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

ii. The remuneration and commission to be paid to Directors shall be as per the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

iii. Increments to the existing remuneration/ compensation structure of Directors and KMP shall be recommended by the Committee to the Board. In case of Directors increments should be within the slabs approved by the Shareholders in case the Company has taken approval of Shareholders.

iv. Where any insurance is taken by the Company on behalf of its Directors and KMP for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

2. REMUNERATION TO EXECUTIVE DIRECTORS AND KMP

- **FIXED PAY**

a. Executive Directors and KMP shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

b. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

- **VARIABLE COMPONENTS**

The Executive Director and KMP participate in a performance linked variable pay scheme, if any which will be based on the individual and company performance for the year, pursuant to which the Executive Director and KMP are entitled to performance-based variable remuneration.

- **PROVISIONS FOR EXCESS REMUNERATION**

a. If any Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

b. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

3. REMUNERATION TO NON-EXECUTIVE/ INDEPENDENT DIRECTOR

- **REMUNERATION/ COMMISSION**

The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

- **SITTING FEES**

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof.

Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

- **STOCK OPTIONS**

An Independent Director shall not be entitled to any stock option of the Company.

4. REMUNERATION TO SENIOR MANAGEMENT PERSONNEL

- The Nomination and Remuneration Committee has authorized the Managing Director to determine from time to time the remuneration payable to Senior Management Personnel including their increments. The powers of the Nomination and Remuneration Committee in this regard have been delegated to the Managing Director.
- The Board of Directors shall from time to time be intimated of the remuneration payable to the Senior Management Personnel.
- Where any insurance is taken by the Company on behalf of its Senior Management Personnel for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

I. FIXED PAY

i. Senior Management shall be eligible for a monthly remuneration as may be approved by the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

ii. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Committee.

II. VARIABLE COMPONENTS

The Senior Management Personnel participate in a performance linked variable pay scheme, if any which will be based the individual and company performance for the year, pursuant to which the Senior Management are entitled to performance-based variable remuneration.

5. **REMUNERATION TO OTHER EMPLOYEES**

The power to decide the criteria for evaluating performance of other employees has been delegated to the HR Department of the Company as per HR Policy of the Company.

VII. CRITERIA FOR EVALUATION OF INDEPENDENT DIRECTORS AND BOARD OF DIRECTORS AND COMMITTEES OF BOARD

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as entered with the Stock Exchanges and Companies Act, 2013, formal annual evaluation shall be done by the Board of its own performance and that of Committees and individual directors and the Nomination & Remuneration Committee shall also evaluate the performance of each director. The Objective is to lay down the criteria to evaluate the performance of the entire Board of the Company including the Committees thereof.

A. RESPONSIBILITY OF THE INDEPENDENT DIRECTORS

Independent Directors are duty bound to evaluate the performance of non-independent directors and board as a whole. The Independent Directors of the Company shall hold at least one meeting in a year to review the performance of the non-independent directors, performance of Chairperson of the Company and board as a whole, taking into account the views of executive directors and non- executive directors.

B. PERFORMANCE EVALUATION

i. The following criteria are laid down for evaluation of performance of Independent directors and Non Independent Directors/ Executive Directors:-

Independent directors	Overall rating
• Compliance with Articles of Association, Companies Act & other laws	
• Compliance with ethical standards & code of conduct of Company	
• Assistance in implementing corporate governance practices	
• Rendering Independent, unbiased opinion	
• Attendance & presence in meetings of Board & Committees	
• Attendance & presence in general meetings	
• Leadership qualities	
• Qualifications	
• Independent view on key appointments & strategy formulation	
• Objective evaluation of Board's performance	
• Review of integrity of financial information & risk management	
• Safeguard of stakeholders' interests	
• Appointment & removal of KMP's	
• Updation of skills and knowledge	
• Punctuality	
• Information regarding external environment	
• Seeking expert opinion, when required	
• Raising of concerns to the Board	
• Safeguarding interest of whistle-blowers under vigil mechanism	
• Reporting of frauds, violation, etc.	
• Team work attributes	
• Safeguard of confidential information	

Non-Independent Directors/ Executive Directors	Overall rating
• Compliance with Articles of Association, Companies Act & other laws	
• Strategic Planning- financial & business	
• Monitoring performance against plans	
• Compliance with ethical standards & code of conduct	

Non-Independent Directors/ Executive Directors	Overall rating
• Exercising duties diligently	
• Qualifications	
• Punctuality	
• Disclosure of interest	
• Leadership skills	
• Motivating employees, providing assistance & directions	
• Establishment of internal control processes	
• Communication skills	
• Attendance & presence in meetings of Board & Committees	
• Attendance in general meetings	
• Team work attributes	
• Monitoring policies, encouraging suggestions	
• Supervising & training the staff members	
• Safeguard of confidential information	
• Safeguarding interest of whistle-blowers under vigil mechanism	
• Reporting of frauds, violation, etc.	
• Team work attributes	
• Safeguard of confidential information	

ii. The following criteria are laid down for evaluation of performance of the Board of the Company:

S. No.	Assessment Criteria	Overall rating
1.	Is the composition of the board is appropriate with the right mix of knowledge and skills sufficient to maximize performance in the light of future strategy.	
2.	Are all directors allowed or encouraged to participate fully in board discussions?	
3.	The Board of Directors of the company is effective in decision making.	
4.	The Board of Directors is effective in establishing a corporate environment that promotes timely and effective disclosure, fiscal accountability, high ethical standards and compliance with applicable laws and regulations.	
5.	The Board of Directors is effective in developing a corporate governance structure that allows and encourages the Board to fulfill its responsibilities.	
6.	The Company's systems of control are effective for identifying material risks and reporting material violations of policies and law.	
7.	The Board receives regular financial updates and takes all necessary steps to ensure the operations of the organization are sound.	
8.	The Board reviews the organization's performance in carrying out the stated mission on a regular basis.	
9.	The Board of directors is provided with sufficient information about material risks and problems that affects the Company's business and prospects.	
10.	The Board of Directors is effective in providing necessary advice and suggestions to the company's management.	
11.	Are inside and outside board relationships working effectively?	
12.	Is the board as a whole up to date with latest developments in the regulatory environment and the market?	
13.	The number of meetings during the year is adequate for the Board to be effective.	
14.	Are sufficient board meetings, of appropriate length, being held to enable proper consideration of issues?	

S. No.	Assessment Criteria	Overall rating
15.	The information provided to directors prior to Board meetings meets your expectations in terms of length and level of detail.	
16.	Board members come prepared to meetings and ask appropriate questions of management.	
17.	Timely inputs on the minutes of the meetings of the Board.	
18.	Board meetings are conducted in a manner that encourages open communication, meaningful participation, and timely resolution of issues.	
19.	Board members fully and positively participate in discussions.	
20.	The Board Chairman effectively and appropriately leads and facilitates the Board meetings and the policy and governance work of the board.	
21.	Nomination and appointment of board members follow clearly established procedures using known criteria.	
22.	The Board is provided with sufficient information and time to address issues that might present a conflict of interest.	
23.	The Board appropriately considers internal audit reports, management's responses, and steps towards improvement.	
24.	The Board oversees the role of the independent auditor from selection to termination and has an effective process to evaluate the independent auditor's qualifications and performance.	
25.	The Board considers the independent audit plan and provides recommendations.	
26.	Compliance with policies of the Company, ethics, code of conduct, etc.	

iii. The Board has constituted various Committees, for evaluating the performance of each Committee, the Board of Directors shall pay regard to the following aspects:-

PERFORMANCE CRITERIA	RATING
Compliance with Memorandum and Articles of Association, Companies Act, 2013, Listing SEBI (Listing Obligations and Disclosure Requirments) Regulations, 2015 and other Laws	
Compliance with the ethical standards & Code of Conduct of the Company.	
Raising of concerns to the Board	
Committee's accomplishment w.r.t. performance Objectives	
Redressal of Complaints & Grievances	
Coordination with Other Committees and Board of Directors	
Fulfillment of Roles & Responsibilities	
Adherence to the Companies Policies and Internal Procedures	

In respect of the evaluation factors various aspects have been provided to assist with the evaluation process in respect of performance of Independent directors and Board of the Company including Committees of directors as such, the evaluation factors may vary in accordance with their respective functions and duties.

RATING SCALE

Scale	Performance
5	Excellent
4	Very Good
3	Satisfactory
2	Needs Improvement
1	Unacceptable

VIII. BOARD DIVERSITY

The Company aims to enhance the effectiveness of the Board by diversifying it and obtain the benefit out of it by better and improved decision making. In order to ensure that the Company's boardroom has appropriate balance of skills, experience and diversity of perspectives that are imperative for the execution of its business strategy, the Company shall consider a number of factors, including but not limited to skills, industry experience, background, race and gender.

The Policy shall confirm with the following two principles for achieving diversity on its Board:

i. Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; and

ii. For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

In order to ensure a balanced composition of executive, non-executive and independent directors on the Board, the Company shall consider candidates from a wide variety of backgrounds, without discrimination based on the following factors:

- **Gender** – The Company shall not discriminate on the basis of gender in the matter of appointment of director on the Board. The Company encourages the appointment of women at senior executive levels to achieve a balanced representation on the Board.
- **Age** – Subject to the applicable provisions of Companies Act, 2013, age shall be no bar for appointment of an individual as director on the Board of the Company.
- **Nationality and ethnicity** – The Company shall promote having a boardroom comprising of people from different ethnic backgrounds so that the directors may efficiently contribute their thorough knowledge, sources and understanding for the benefit of Company's business;
- **Physical disability** – The Company shall not discriminate on the basis of any immaterial physical disability of a candidate for appointment on Company's Board, if he/ she is able to efficiently discharge the assigned duties.
- **Educational qualification** – The proposed candidate shall possess desired team building traits that effectively contribute to his/ her position in the Company. The Directors of the Company shall have a mix of finance, legal and management background, that taken together, provide the Company with considerable experience in a range of activities including varied industries, education, government, banking, and investment.

IX. DISCLOSURES

This Policy shall be disclosed in the Annual Report.

X. POLICY REVIEW AND FUTURE AMENDMENT

The Nomination and Remuneration Committee shall review this Policy from time to time and make suitable changes as may be required and submit the same for the approval of the Board.

Annexure II

AOC-1

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

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

PART "A": SUBSIDIARIES

Sl. No	Name of the subsidiary	Date since Subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital (H)	Reserves & Surplus (₹)	Total Assets (₹)	Total Liabilities (₹)	Investments (₹)	Turnover (₹)	Profit Before Taxation (₹)	Provision For Taxation (₹)	Profit After Taxation (₹)	Proposed Dividend	Extent of Shareholding (%)
1.	*T.V. Today Network (Business) Limited	December 15, 2005	N.A.	N.A.	1,500,000	387,173	2,273,550	2,273,550	NIL	159,890	(10,642)	71,317	(81,959)	Nil	100%
2.	@Mail Today Newspapers Private Limited	March 15,2017	N.A.	N.A.	1,310,870,160	(1,526,803,479)	284,795,229	284,795,229	64,335,099	360,812,584	(72,086,994)	Nil	(72,086,994)	Nil	100%
3.	India Today Online Private Limited	March 15, 2017	N.A.	N.A.	948,073,890	(697,721,101)	252,303,543	252,303,543	250,346,900	Nil	(55,242,239)	Nil	(55,242,239)	Nil	100%

Note:

1. *Yet to commence operations.
2. @ The Company along with its Wholly Owned Subsidiary, India Today Online Private Limited, holds 100% of the Equity Share Capital of Mail Today Newspapers Private Limited
3. Name of subsidiaries which have been liquidated or sold during the year- **Not Applicable**

PART B: ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.
Not Applicable as the Company doesn't have any Associate Company or Joint Venture

Dinesh Bhatia
DIN: 01604681
B-8/6018, Vasant Kunj,
New Delhi - 110070

Ashish Sabharwal
Membership No.: F4991
5/601, East End Apartments,
Mayur Vihar Phase-1 (Extn.)
New Delhi 110096

Sudhir Mehra
DIN: 07424678
301 Avalon Apts,
Mehrauli Gurgaon Road, Manglapuri,
New Delhi – 110030

Aroon Purie
DIN: 00002794
6, Palam Marg,
Vasant Vihar,
New Delhi - 110057

SECRETARIAL AUDIT REPORT

Annexure III

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

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

To,
The Members,
T. V. Today Network Limited
(L92200DL1999PLC103001)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **T.V. Today Network Limited** (herein referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, [hereinafter referred to as SEBI (LODR), 2015].

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(not applicable during the period of audit)**

e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable)**

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable)** and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(not applicable)**

(vi) We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances under the other following Acts, Laws & Regulations applicable to the Company

a) Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Provisions of Employee State Insurance Act, 1948;

b) Workmen's Compensation Act, 1923, Equal Remuneration Act, 1976 and all other allied labour laws;

c) Telegraph Law;

d) Up Linking Guidelines for news and current affairs issued by the Ministry of Information & Broadcasting, Government of India;

e) Custom Law;

f) Income Tax Act 1961;

g) Applicable Value Added Tax Act;

h) Sales Tax Act;

i) Service Tax under Finance Act, 1994;

j) Wealth Tax Act, 1957;

k) Building rules and regulation as applicable in NOIDA;

l) Fire and safety guidelines / Measures;

m) Motor Vehicles Act and Rules made thereunder;

n) Cable Television Networks (Regulation) Act, 1995 and rules made thereunder;

o) Cinematography Act, 1952;

p) The Cigarettes and Other Tobacco Products (Prohibition of Advertisement and Regulation of Trade and Commerce, Production, Supply and Distribution) Act, 2003;

q) Standards laid down by the Advertising Standards Council of India (ASCI);

r) All applicable radio laws;

s) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India &

ii. The Listing Agreements entered into by the Company with the Stock Exchange(s) and SEBI (LODR), 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period the company has following event (Give details of specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above):-

- During the period under review, the Company has acquired stake in India Today Online Private Limited ('ITOPL') and Mail Today Newspapers Private Limited ('MTNPL') by way of gift of Equity shares. With this acquisition, the Company holds 100% of the paid-up share capital of ITOPL and accordingly ITOPL became the Wholly Owned Subsidiary of the Company in compliance of the Act.The Company along with its Wholly Owned Subsidiary ITOPL holds 100% of the paid-up share capital of MTNPL.

For PI & Associates,
Company Secretaries

Nitesh Latwal
(Partner)
ACS No.: A32109
C P No.: 16276

Place: New Delhi
Date: May 15, 2017

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

Annexure A

To,
The Members,
T. V. Today Network Limited
(L92200DL1999PLC103001)

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For PI & Associates,
Company Secretaries

Nitesh Latwal
(Partner)
ACS No.: A32109
C P No.: 16276

Place: New Delhi
Date: May 15, 2017

Annexure IV

ANNUAL REPORT ON CSR ACTIVITIES

(Pursuant to Section 135 of the Companies Act, 2013)

BRIEF OUTLINE OF THE COMPANY'S CSR POLICY

Corporate Social Responsibility ("CSR") is the Companies intent to make a positive difference to the society; Companies have realized that the Government alone will not be able to get success in its endeavour to uplift the Society so therefore the concept of CSR has gained its prominence in recent years and has been made mandatory as per Companies Act, 2013, which requires Companies to contribute some part of its profits towards the CSR activities. With the rapidly changing corporate environment, more functional autonomy and operational freedom we have adopted Corporate Social Responsibility as a strategic tool for sustainable growth. We are committed to operate our business with emphasis on CSR in all areas of our operation. We will integrate our business values and operations to meet the expectations of our shareholders, customers, employees, regulators, investors, suppliers, community and to take care of environment with best interest.

CSR VISION

1. Build a Powerful Partnership with Society for'Sustainable Development';
2. To improve the quality of life of the communities we serve through long term stakeholder value creation.

OVERVIEW OF CSR ACTIVITIES

The Board of Directors on the basis of recommendations received from CSR Committee has approved Vasant Valley School expansion plan in accordance with Schedule VII of the Companies Act, 2013. The school expansion programme (Blue Room Programme) is only for improving the lives of the children with special needs. By incorporating the various aspects of special education in this facility, the school would be able to provide them with all services under one roof which will make it easy for the parents of the children with multiple disorders.

The Blue Room programme is an early years programme in Vasant Valley School which was started almost 10 years ago, to meet the needs of young children with a diagnosis of moderate to severe Autism. This programme is not an inclusive programme. It is focussed on 1:1 intervention to build on daily living skills, communication and understanding social dynamics. Occupational therapy is a major component of the programme. At present, the school has 12 children enrolled in the Early Years Programme. As the children develop skills, they are integrated, with 100 % support from a special educator, with a mainstream group for activities such as lunch, physical education, music or short trips outside school. This shall be monitored by the CSR Committee as CSR project/programs for contribution towards Corporate Social Responsibility activities.

Visit http://specials.indiatoday.com/aajtaknew/download/csr_policy_final.pdf for more details regarding the CSR activities.

COMPOSITION OF CSR COMMITTEE

Keeping in line with the requirements of Section 135 of the Companies Act, 2013, the Board of Directors of the Company had constituted Corporate Social Responsibility Committee comprising of the following:

Sl. no	Name	Designation
1.	Mr. Aroon Purie	Chairman & Managing Director
2.	Ms. Koel Purie Rinchet	Non-Executive Director
3.	Mr. Ashok Kapur	Independent Director

Sl. no	Particulars	Amount (in ₹)
1.	Average Net profits of the Company for the last three financial years	1,232,238,598
2.	Prescribed CSR Expenditure (2% of the average net profits as specified above)	24,644,772
3.	Details of CSR expenditure spent during the financial year:	
	a. Total amount to be spent for the financial year 2016-17	24,644,772
	b. Total amount spent during the financial year 2016-17	24,644,772*
	c. Amount unspent, if any	NIL

The manner of the amount spent during the financial year is detailed below:

(1) Sl. No	(2) CSR Project or activity identified	(3) Sector in which the Project is covered	(4) Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	(5) Amount outlay (budget) project or programs wise (₹)	(6) Amount spent on the projects or programs Sub Heads: (1) Direct expenditure on projects or programs (2) Overheads	(7) Cumulative Expenditure upto to the reporting period	(8) Amountspent: Direct orthrough implementing agency
1	Towards the school expansion programme (Blue Room Programme) for improving the lives of the children with special needs.	Promotion of Education	Delhi	24,644,772	* –	* –	Implementing Agency i.e. Education Today

* The Company had contributed the entire amount of ₹24,644,772/- to Education Today during the financial year 2016-17. However, the entire amount of ₹24,644,772/- could not be utilised by Education Today (the Implementing Agency) before March 31, 2017 due to delay in getting the lease deed and sanction plans from various Statutory authorities. Education Today plans to spend this amount in FY 2017-18.

OUR CSR RESPONSIBILITIES

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with CSR objectives and Policy of the Company.

Ashish Kumar Bagga
Chief Executive Officer
PAN: AACPB2378Q
Aashirwad, A-4/2,
DLF City Phase-I, Gurgaon

Aroon Purie
Chairman & Managing Director
(Chairman CSR Committee)
DIN: 00002794
6, Palam Marg, Vasant Vihar,
New Delhi – 110057

Place: Noida
Date : May 26, 2017

FORM NO. MGT.9

Annexure V

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i)	CIN	L92200DL1999PLC103001
(ii)	Registration Date	December 28, 1999
(iii)	Name of the Company	T.V. Today Network Limited
(iv)	Category / Sub-Category of the Company	Broadcasting and Telecasting
(v)	Address of the registered office and contact details	F-26, First Floor, Connaught Circus, New Delhi- 110001 Tel: 0120-4807100 Fax: 0120-4807154 Email: investors@aajtak.com
(vi)	Whether listed company Yes / No	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any:	MCS Share Transfer Agent Limited, F-65, 1st Floor, Okhla Industrial Area, Phase- I, New Delhi- 110020 Tel: 011-41406149/51-52 Fax: 011-41709881 Email: admin@mcsregistrars.com helpdeskdelhi@mcsregistrars.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No	Name and description of main products/services	NIC Code of the product/services	% to total turnover of the Company
1.	Television programming and broadcasting activities	602	98%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name And Address of the Company	CIN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Living Media India Limited	U92132DL1962PLC003714	Holding Company	56.92%	Section 2(46)
2.	TV Today Network (Business) Limited	U74899DL2005PLC142634	Subsidiary Company	100%	Section 2(87)
3.	Mail Today Newspapers Private Limited	U22210DL2007PTC163174	Subsidiary Company	100%*	Section 2(87)
4.	India Today Online Private Limited	U99999DL2000PTC107733	Subsidiary Company	100%	Section 2(87)

** The Company along with its Wholly Owned Subsidiary, India Today Online Private Limited, holds 100% of the Equity Share Capital of Mail Today Newspapers Private Limited*

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

(I) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2016)				No. of Shares held at the end of the year (as on March 31, 2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter and Promoter Group									
(1) Indian									
a) Individual/ HUF	294,172	-	294,172	0.49	295,487	-	295,487	0.50	0.01
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	33,955,999	-	33,955,999	56.92	33,955,999	-	33,955,999	56.92	0.00
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	34,250,171	-	34,250,171	57.41	34,251,486	-	34,251,486	57.42	0.01
(2) Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	34,250,171	-	34,250,171	57.41	34,251,486	-	34,251,486	57.42	0.01
B. Public Shareholding									
1. Institutions									
a) Mutual Funds/ UTI	4,401,330	-	4,401,330	7.38	5,014,996	-	5,014,996	8.41	1.03
b) Banks/FI	47,763		47,763	0.08	15,508	-	15,508	0.03	-0.05
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	14,977	-	14,977	0.02	14,977	-	14,977	0.02	-
g) Foreign Portfolio Investors/FII	1,665,532	-	1,665,532	2.79	4,189,624	-	4,189,624	7.02	4.23
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	6,129,602	-	6,129,602	10.28	9,235,105	-	9,235,105	15.48	5.21
Non-Institutions									
a) Bodies Corporate	3,501,406	76	3,501,482	5.86	3,001,062	1	3,029,612	5.08	-0.78
b)Individual									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	7,716,339	7,941	7,724,280	12.94	6,702,461	7,908	6,710,369	11.25	-1.69
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	6,416,942	-	6,416,942	10.76	4,782,592	-	4,782,592	8.02	-2.74
c) Others (specify)									

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2016)				No. of Shares held at the end of the year (as on March 31, 2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Non-Resident Indian	1,622,437	-	1,622,437	2.72	1,644,400	-	1,644,400	2.75	0.03
Trusts	8,701	-	8,701	0.01	51	-	51	0.00	-0.02
Foreign Companies	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2)	**19,265,825**	**8,017**	**19,273,842**	**32.31**	**16,159,115**	**7,909**	**16,167,024**	**27.10**	**-5.21**
Total Public Shareholding (B) = (B)(1) + (B)(2)	**25,395,427**	**8,017**	**25,403,444**	**42.79**	**25,394,220**	**7,909**	**25,402,129**	**42.58**	**-0.21**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**59,645,598**	**8,017**	**59,653,615**	**100.00**	**59,645,706**	**7,909**	**59,653,615**	**100.00**	

(II) SHAREHOLDING OF PROMOTERS

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2016)			Shareholding at the end of the year (as on March 31, 2017)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of total shares pledged / encumbered to total shares	
1	Living Media India Limited	33,954,333	56.91	0.00	33,954,333	56.92	0.00	0.01
2	Aroon Purie	294,172	0.49	0.00	294,172	0.49	0.00	0.00
3	World Media Private Limited	1,666	0.00	0.00	1,666	0.00	0.00	0.00
4	Koel Purie Rinchet	0.00	0.00	0.00	1,315	0.00	0.00	0.00
	Total	**34,250,171**	**57.41**	**0.00**	**34,251,486**	**57.42**	**0.00**	**0.01**

(III) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Aroon Purie	294,172	0.49	Nil Movement during the year			294,172	0.49
	At the end of the year						**294,172**	**0.49**
2.	Living Media India Limited	33,954,333	56.91	Nil Movement during the year			33,954,333	56.91
	At the end of the year						**33,954,333**	**56.91**
3.	World Media Private Limited	1,666	0.00	Nil Movement during the year			1,666	0.00
	At the end of the year						**1,666**	**0.00**
4.	Koel Purie Rinchet	0	0.00				0	0.00
				16-02-2017	730	Purchase	730	0.00
				09-03-2017	585	Purchase	1,315	0.00
	At the end of the year						**1,315**	**0.00**

(IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS)

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Steinberg India Emerging Opportunities Fund Limited	463,569	0.78				463,569	0.78
				15-04-2016	6,965	Purchase	470,534	0.79
				22-04-2016	4,532	Purchase	475,066	0.80
				13-05-2016	114,711	Purchase	589,777	0.99
				27-05-2016	47,770	Purchase	637,547	1.07
				03-06-2016	212,453	Purchase	850,000	1.42
				10-06-2016	36,233	Purchase	886,233	1.49
				17-06-2016	22,651	Purchase	908,884	1.52
				24-06-2016	62,862	Purchase	971,746	1.63
				30-06-2016	30,692	Purchase	1,002,438	1.68
				01-07-2016	10,531	Purchase	1,012,969	1.70
				08-07-2016	287,031	Purchase	1,300,000	2.18
				22-07-2016	18,545	Purchase	1,318,545	2.21
				29-07-2016	53,851	Purchase	1,372,396	2.30
				05-08-2016	13,963	Purchase	1,386,359	2.32
				12-08-2016	34,487	Purchase	1,420,846	2.38
				19-08-2016	51,719	Purchase	1,472,565	2.47
				26-08-2016	22,435	Purchase	1,495,000	2.51
				02-09-2016	10,726	Purchase	1,505,726	2.52
				09-09-2016	128,409	Purchase	1,634,135	2.74
				16-09-2016	65,865	Purchase	1,700,000	2.85
				23-09-2016	30,000	Purchase	1,730,000	2.90
				07-10-2016	45,000	Purchase	1,775,000	2.98
				21-10-2016	25,000	Purchase	1,800,000	3.02
				18-11-2016	50,000	Purchase	1,850,000	3.10
				09-12-2016	100,000	Purchase	1,950,000	3.27
				23-12-2016	168,324	Purchase	2,118,324	3.55
				31-12-2016	40,000	Purchase	2,158,324	3.62
				06-01-2017	46,347	Purchase	2,204,671	3.70
				10-02-2017	45,329	Purchase	2,250,000	3.77
				24-02-2017	50,000	Purchase	2,300,000	3.86
				03-03-2017	100,000	Purchase	2,400,000	4.02
	At the end of the year						**2,400,000**	**4.02**
2.	Franklin India Smaller Companies Fund	1,386,024	2.32				1,386,024	2.32
				10-06-2016	100,000	Purchase	1,486,024	2.49
				30-06-2016	19,662	Purchase	1,505,686	2.52
				16-09-2016	20,010	Purchase	1,525,696	2.56
				23-09-2016	3,250	Purchase	1,528,946	2.56
				07-10-2016	26,740	Purchase	1,555,686	2.61
				02-12-2016	115,343	Purchase	1,671,029	2.80
				16-12-2016	19,800	Purchase	1,690,829	2.83
				23-12-2016	121,521	Purchase	1,812,350	3.04
				31-12-2016	100,000	Purchase	1,912,350	3.21
				17-03-2017	250,000	Purchase	2,162,350	3.62
	At the end of the year						**2,162,350**	**3.62**

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
3.	SBI Small And Midcap Fund	1,900,000	3.19				1,900,000	3.19
				20-01-2017	(500,000)	Sale	1,400,000	2.35
				03-02-2017	(130,000)	Sale	1,270,000	2.13
	At the end of the year						**1,270,000**	**2.13**
4.	Ramesh Damani	869,686	1.46	Nil Movement during the year			869,686	1.46
	At the end of the year						**869,686**	**1.46**
5.	SBI Magnum Multicap Fund*	241,000	0.40	03-06-2016	49,000	Purchase	290,000	0.49
				20-01-2017	315,000	Purchase	605,000	1.01
				03-02-2017	130,000	Purchase	735,000	1.23
	At the end of the year						**735,000**	**1.23**
6.	Radhakishan Damani	650,000	1.09	Nil Movement during the year			650,000	1.09
	At the end of the year						**650,000**	1.09
7.	Damani Estate And Finance Pvt. Ltd.*	646,000	1.08	Nil Movement during the year			646,000	1.08
	At the end of the year						**646,000**	**1.08**
8.	Morgan Stanley Mauritius Company Limited*	-	-				-	-
				05-08-2016	4,650	Purchase	4,650	0.01
				12-08-2016	2,803	Purchase	7,453	0.01
				14-10-2016	461	Purchase	7,914	0.01
				25-11-2016	(973)	Sale	6,941	0.01
				02-12-2016	(94)	Sale	6,847	0.01
				09-12-2016	662	Purchase	7,509	0.01
				16-12-2016	761	Purchase	8,270	0.01
				23-12-2016	478	Purchase	8,748	0.01
				31-12-2016	295	Purchase	9,043	0.02
				06-01-2017	29,232	Purchase	38,275	0.06
				13-01-2017	14,793	Purchase	53,068	0.09
				20-01-2017	82,395	Purchase	135,463	0.23
				27-01-2017	53,311	Purchase	188,774	0.32
				03-02-2017	73,288	Purchase	262,062	0.44
				10-02-2017	76,096	Purchase	338,158	0.57
				17-02-2017	233,804	Purchase	571,962	0.96
				24-02-2017	34,162	Purchase	606,124	1.02
	At the end of the year						**606,124**	**1.02**
9.	Virginia Tech Foundation, Inc. Steinberg India Asset Management Limited*	132,556	0.22				132,556	0.22
				15-04-2016	2,091	Purchase	134,647	0.23
				13-05-2016	24,350	Purchase	158,997	0.27
				27-05-2016	16,543	Purchase	175,540	0.29
				03-06-2016	54,460	Purchase	230,000	0.39
				10-06-2016	9,480	Purchase	239,480	0.40
				17-06-2016	6,474	Purchase	245,954	0.41
				24-06-2016	4,418	Purchase	250,372	0.42
				08-07-2016	49,628	Purchase	300,000	0.50
				22-07-2016	2,274	Purchase	302,274	0.51
				29-07-2016	10,822	Purchase	313,096	0.52
				05-08-2016	3,125	Purchase	316,221	0.53
				12-08-2016	6,905	Purchase	323,126	0.54
				19-08-2016	10,597	Purchase	333,723	0.56
				26-08-2016	4,277	Purchase	338,000	0.57

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
				09-09-2016	13,000	Purchase	351,000	0.59
				16-09-2016	9,000	Purchase	360,000	0.60
				16-12-2016	16,137	Purchase	376,137	0.63
				23-12-2016	101,085	Purchase	477,222	0.80
				31-12-2016	10,000	Purchase	487,222	0.82
				06-01-2017	6,472	Purchase	493,694	0.83
				10-02-2017	6,306	Purchase	500,000	0.84
				24-02-2017	15,000	Purchase	515,000	0.86
				03-03-2017	20,000	Purchase	535,000	0.90
	At the end of the year						**535,000**	**0.90**
10.	Arvind Khattar	699,584	1.17				699,584	1.17
				30-06-2016	(8,322)	Sale	691,262	1.16
				08-07-2016	(11,744)	Sale	679,518	1.14
				21-10-2016	(25,000)	Sale	654,518	1.10
				25-11-2016	(5,000)	Sale	649,518	1.09
				16-12-2016	(21,177)	Sale	628,341	1.05
				23-12-2016	(105,537)	Sale	522,804	0.88
				13-01-2017	(9,852)	Sale	512,952	0.86
				17-02-2017	(7,131)	Sale	505,821	0.85
	At the end of the year						**505,821**	**0.85**
11.	Radhakishan Damani #	550,000	0.92				550,000	0.92
				09-12-2,016	(100,000)	Sale	450,000	0.75
	At the end of the year						**450,000**	**0.75**
12.	Gopikishan S Damani #	420,749	0.71				420,749	0.71
				13-05-2,016	150,000	Purchase	570,749	0.96
				16-12-2,016	(100,000)	Sale	470,749	0.79
				24-03-2017	(200,000)	Sale	270,749	0.45
	At the end of the year						**270,749**	**0.45**
13.	Damani Estates And Finance Private Limited #	250,000	0.42	Nil Movement during the year			250,000	0.42
	At the end of the year						**250,000**	**0.42**
14.	Premier Investment Fund Limited #	473,730	0.79				473,730	0.79
				08-04-2016	5,000	Purchase	478,730	0.80
				15-04-2016	(2,860)	Sale	475,870	0.80
				22-04-2016	(215)	Sale	475,655	0.80
				13-05-2016	(4,735)	Sale	470,920	0.79
				20-05-2016	(14,400)	Sale	456,520	0.77
				03-06-2016	1,750	Purchase	458,270	0.77
				10-06-2016	3,000	Purchase	461,270	0.77
				24-06-2016	9,400	Purchase	470,670	0.79
				30-06-2016	44,600	Purchase	515,270	0.86
				22-07-2016	61,200	Purchase	576,470	0.97
				05-08-2016	(2,313)	Sale	574,157	0.96
				02-09-2016	(6,687)	Sale	567,470	0.95
				23-12-2016	(33,000)	Sale	534,470	0.90
				31-12-2016	(114,300)	Sale	420,170	0.70
				06-01-2017	(8,000)	Sale	412,170	0.69
				24-02-2017	(158)	Sale	412,012	0.69
				17-03-2017	(162,542)	Sale	249,470	0.42
				24-03-2017	(47,000)	Sale	202,470	0.34

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
				31-03-2017	(4,565)	Sale	197,905	0.33
	At the end of the year						**197,905**	**0.33**

 # Ceased to be in the list of top 10 shareholders as on March 31, 2017. The same is reflected above, since the shareholder was one of the top 10 shareholders as on April 1, 2016.

** Not in the list of top 10 shareholder as on April 1, 2016. The same is reflected above, since the shareholder was one of the top 10 shareholders as on March 31, 2017*

Note: Shareholder appearing at Sl. No. 6 &11 are having different DPID/CLID.

(V) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl No.	Name of the Directors / KMPs	Shareholding at the beginning of the year (As on April 1, 2016)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Mr. Aroon Purie Chairman & Managing Director	294,172	0.49	Nil Movement during the year			294,172	0.49
	At the end of the year						**294,172**	**0.49**
2.	Mrs. Koel Purie Rinchet Non-Executive Director	0	0.00				0	0.00
				16-02-2017	730	Purchase	730	0.00
				09-03-2017	585	Purchase	1,315	0.00
	At the end of the year						**1,315**	**0.00**

Note: No other Director/KMP of the Company holds any Equity Shares of the Company.

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	**Nil**	**Nil**	**Nil**	**Nil**
Change in indebtedness during the financial year				
Addition	Nil	Nil	Nil	Nil
Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i + ii + iii)	**Nil**	**Nil**	**Nil**	**Nil**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER

(in ₹)

SN.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Mr. Aroon Purie Chairman & Managing Director	Ms. Kalli Purie Bhandal-Whole-time Director	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961*	NIL	32,413,008	32,413,008
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	39,600	39,600	79,200
	(c) Profits in lieu of salary under section 17(3) of Income- tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission			
	- as % of profit	84,748,792	NIL	84,748,792
	- others, specify	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total (A)	**84,788,392**	**32,452,608**	**117,241,000**
	Ceiling as per the Companies Act, 2013	**169,576,783**		

* Includes contribution to Provident Fund and Ex-gratia wherever payable/paid.

B. REMUNERATION TO OTHER DIRECTORS

(in ₹)

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Ashok Kapur	Mr. Anil Vig	Mr. Sudhir Mehra	Mr. Rajeev Gupta	
1.	**Independent Directors**					
	Fee for attending board committee meetings	190,000	80,000	130,000	110,000	510,000
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	**190,000**	**80,000**	**130,000**	**110,000**	**5,10,000**
2.	**Other Non-Executive Directors**	**Mr. Devajyoti Bhattacharya**	**Mrs. Koel Purie Rinchet**			
	Fee for attending board committee meetings	60,000	10,000			
	Commission	NIL	NIL			
	Others, please specify	NIL	NIL			
	Total (2)	**60,000**	**10,000**			**70,000**
	Total (B)=(1+2)					**580,000**
	Total Managerial Remuneration					**580,000**
	Overall Ceiling as per the Act	**The Independent Directors and Non-Executive Directors are only paid sitting fees which are within the limits prescribed in the Companies Act, 2013.**				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(in ₹)

SN.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	CS		CFO	
1.		Mr. Ashish Kumar Bagga	Dr. Puneet Jain*	Mr. Ashish Sabharwal**	Mr. Dinesh Bhatia	
	Gross salary (in ₹)					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961#	41,712,798	5,398,800	467,046	27,731,040	75,309,684
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	59,784	NIL	NIL	31,680	91,464
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL	NIL
	others, specify…	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total	**41,772,582**	**5,398,800**	**467,046**	**27,762,720**	**75,401,148**

Includes contribution to Provident Fund and ex-gratia wherever payable/paid.

*Dr. Puneet Jain resigned as Company Secretary of the Company w.e.f. February 28, 2017. Hence, remuneration is mentioned for 11 months only in the above table. During the year, the Board has additionally identified Dr. Puneet Jain, Group Chief Law & Group Chief Corporate Affairs Officer as the Key Managerial Personnel as defined under Ind AS24. The remuneration paid to him for the full FY 2016-17 is ₹58,89,600.

**Mr. Ashish Sabharwal was appointed as the Company Secretary w.e.f. March 1, 2017. Hence, remuneration mentioned for 1 month only in the above table.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/ compounding fee imposed	Authority RD/NCLT/ Court	Appeal Made, if any
A. COMPANY					
Penalty					
Punishment	N.A.				
Compounding					
B. DIRECTORS					
Penalty					
Punishment	N.A.				
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment	N.A.				
Compounding					

For and on behalf of the Board of Directors

Place: Noida
Date: May 26, 2017

Aroon Purie
Chairman & Managing Director
DIN: 00002794
6 Palam Marg, Vasant Vihar,
New Delhi-110057.

Annexure VI

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12)

OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during the financial year 2016-17 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17

S. No	Name of the Director/ KMP	Designation	**% increase in Remuneration in the FY 2016-17	**Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Aroon Purie	Chairman & Managing Director	8.35	141.16
2.	^Mrs. Kalli Purie Bhandal	WholeTime Director	NA	54.03
3.	Mr. Dinesh Bhatia	Chief Financial Officer	16.43	NA
4.	Mr. Ashish Kumar Bagga	Chief Executive Officer	(11.24)	NA
5.	Dr. Puneet Jain	Group Chief Law & Group Chief Corporate Affairs Officer	(15.45)	NA
6.	*Mr. Ashish Sabharwal	Group Head - Secretarial & Company Secretary	NA	NA

^Ms. Kalli Purie Bhandal was appointed as Whole-time Director w.e.f February 8, 2016 and since comparable remuneration is not available therefore percentage increase in remuneration is not calculated.

** Mr. Ashish Sabharwal was appointed as the Company Secretary of the Company w.e.f. March 1, 2017, hence percentage increase in remuneration is not calculated.*

*** Not calculated for Non-Executive Directors as they are entitled for sitting fees as per the statutory provisions of the Companies Act, 2013. The details of remuneration of Non-Executive Directors are provided in the Corporate Governance Report. The ratio of remuneration and percentage increase for Non-Executive Directors Remuneration is therefore not considered for the purpose above.*

ii. The median remuneration (per annum) of employees of the Company during the financial year was ₹6,00,635/-. During the financial year, there was an increase of 6.38% in the median remuneration of employees.

iii. There were 1,224 permanent employees on the rolls of the Company as on March 31, 2017.

iv. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2016-17 was 8.49% whereas the increase in the managerial remuneration for the same financial year was 8.35%.

v. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Annexure VII

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In terms of the requirement of clause (m) of sub-section (3) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, the particulars with respect to "Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo" are given as under:

A. CONSERVATION OF ENERGY

1. **the steps taken or impact on conservation of energy:** The Company has changed all the tube lights with the LED lights to conserve energy and save cost and the installation was completed by May 31, 2016. Further, the Company has also completed the process of installing the new electrical supply dedicated line with Sector 16A, Noida power station as against the previous connection from Sector 29, Noida. This has resulted in reducing diesel consumption.

2. **the steps taken by company for utilizing alternate sources of energy:** The Company is in the process of evaluating various options for alternate sources of energy which we plan to conclude by this financial year.

3. **Company has made following capital investment on energy conservation equipment's:**

   i. LED Lights on the Floors: ₹4,760,000/- (in 2015-16) and ₹200,000/- (in 2016-17)- however the full installation happened in 2016-17

   ii. Total cost for SEB Energy consumption: ₹66,422,352/-

   iii. Total cost for DG Energy consumption: ₹11,476,279/-

B. TECHNOLOGY ABSORPTION

1. **The efforts made towards Technology Absorption and the benefits derived like product improvement, cost reduction, product development or import substitution:**

   Technology is ever changing and employees of the Company are made aware of the latest working techniques and technologies through workshops and discussion sessions for optimal use of available resources and to improve operational/production efficiency. The Company utilizes the latest digital technology in broadcasting its programs.

   The Company is aware of implementation of latest technologies in key working areas and outdated technologies are always identified and updated with latest/new innovations.

2. **in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

(a) During the year, the Company has imported broadcasting, IT and engineering equipments.

Last Three Financial Years and Financial Year 2016-17	Value of Import (In ₹)
2013-2014	12,601,153
2014-2015	44,724,113
2015-2016	30,447,791
2016-2017	4,823,433

(b) Whether the technology been fully absorbed- Yes

(c) If not fully absorbed, areas where absorption has not taken place and the reasons thereof- N.A.

(d) The expenditure incurred on Research and Development - your Company is doing research to explore new technology available and to meet this requirement various conferences and workshops are attended as well and keep constant engagement with vendors to understand the new products that were launched

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(In ₹)

(i)	Value of Imports	49,122,435
(ii)	Expenditure in foreign Currency (Accrued basis)	
	(a) Travelling Expenses	12,251,445
	(b) Production Cost	111,609,783
	(c) Repair and Maintenance	13,179,251
	(d) Others	3,073,982
(iii)	Income in Foreign Currency (Accrued basis)	138,126,031

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our governance philosophy is based on trusteeship, transparency and accountability. The Company's philosophy on corporate governance overseas business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and society at large.

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. For us, Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation.

We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance. We firmly believe that Board independence is essential to bring objectivity and transparency in the management and in the dealings of the Company.

Over the years, we have strengthened governance practices. These practices define the way in which business is conducted and value is generated. Stakeholders' interest is taken into account, before making any business decision.

BOARD OF DIRECTORS

BOARD DIVERSITY & STRUCTURE

The Company recognises and embraces the importance of a diverse Board for its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, industry experience, cultural and geographical background which will help us retain our competitive advantage. The Board has adopted a Policy which sets out the approach to diversity of the Board of Directors. The Board functions either as a full Board or through various committees constituted to oversee specific areas. Policy formulation, setting up of goals, evaluation of performance and control functions vest with the Board. The Board also provides directions and exercises appropriate control to ensure that the Company fulfills stakeholders' aspirations and societal expectations.

COMPOSITION OF THE BOARD

The Company's Board is an optimum mix of Executive, Non-Executive and Independent Directors and conforms with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31 2017, the Board comprises of 8 Directors out of which two (2) are Executive Directors, four (4) are Non-Executive Independent Directors and two (2) are Non-Executive Non-Independent Directors. The Chairman of the Board is an Executive Director. The Board reviews its strength and composition from time to time to ensure that it remains aligned with the statutory, as well as business requirements.

As per the Company's Policy on Nomination and Remuneration, selection of new board member(s) is the responsibility of the Nomination and Remuneration Committee, which is subsequently approved by the Board and by the shareholders at the Annual General Meeting (AGM).

Composition of Board of Directors of the Company and their Directorship(s)/ Committee Membership(s)/Chairmanship(s), number of meetings held and attended by them etc. during the financial year ended March 31, 2017 are provided below:

Name of the Director	Category	Board Meetings held during the F.Y. 2016-17	Board Meetings attended during the F.Y. 2016-17	Whether last AGM attended Yes / No	Directorships in other Public Ltd. companies*	No. of Memberships/ Chairmanships of other Board Committees (excluding T.V. Today Network Limited)	
						Membership	Chairmanship
Mr. Aroon Purie	Chairman & Managing Director-Promoter	6	5	Yes	5	1	NIL
Ms. Kalli Purie Bhandal	Whole Time Director - Promoter	6	5	Yes	2	NIL	NIL
Ms. Koel Purie Rinchet	Non- Executive Director - Promoter	6	1	No	1	NIL	NIL
Mr. Devajyoti Bhattacharya	Non-Executive Director	6	3	No	4	1	NIL
Mr. Ashok Kapur	Non-Executive-Independent Director	6	4	Yes	3	NIL	NIL
Mr. Sudhir Mehra	Non-Executive-Independent Director	6	6	Yes	NIL	NIL	NIL
Mr. Rajeev Gupta	Non-Executive-Independent Director	6	5	No	7	5	NIL
Mr. Anil Vig	Non-Executive-Independent Director	6	2	No	NIL	NIL	NIL

**Excludes directorships in Private Limited Companies, Foreign Companies and Section 8 Companies.*

***Only Audit Committee and Stakeholders Relationship Committee have been considered in terms of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

Note:

(i) Mr. Aroon Purie, Ms. Koel Purie Rinchet and Ms. Kalli Purie Bhandal are relatives.

(ii) As on March 31, 2017, apart from Ms. Koel Purie Rinchet who holds 1,315 Equity Shares, no other non-executive director of the Company holds equity shares in the Company.

(iii) The Company has not issued any convertible instruments.

INDEPENDENT DIRECTORS

The Non-Executive Independent Directors fulfil the conditions of independence specified in Section 149 of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company viz. www.aajtak.intoday.in

At the time of appointment and thereafter at the beginning of each financial year, the Independent Directors submit a self declaration, confirming their independence and compliance with various eligibility criteria laid down by the Company, among other disclosures and the Company also ensures that its Directors meet the above eligibility criteria. All such declarations are placed before the Board for information.

MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and also as per Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on December 12, 2016 to review the performance of Non Independent Directors (including the Chairman, Managing Director & CEO) and the Board as a whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

FAMILIARIZATION PROGRAMME OF THE INDEPENDENT DIRECTORS

The Familiarisation Programme for Independent Directors aims to familiarize them with the Company, their roles, rights, and responsibilities in the Company, nature of industry and business model of the Company etc., to enable to take sound decisions and contribute towards the overall growth of the Company. The Independent Directors have complete access to the information within the Company.

The Company regularly conducts training sessions for the Independent Directors where specific presentations were provided to them about the Company's strategy, business model, operations, markets, organization structure, product offerings, finance, risk management framework, competitor's analysis and various other factors affecting the Company's business. Moreover interactive meets are organized from time to time where they get opportunity to interact with Senior Management, Head of departments and other key personnel of the organization.

All important corporate communications/announcements are forwarded to all the Independent Directors on regular basis to keep them abreast with what is happening in the Company. Independent Directors have the freedom to interact with the Company's management as and when required.

The details of Familiarization programmes are uploaded on the website of the Company at http://media2.intoday.in/aajtak/investors/DOWNLOAD-PDF-PART-II.pdf

NUMBER OF BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. In case of business exigencies, the Board's approval is taken through circular resolutions. The circular resolutions are noted at the subsequent Board Meeting. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director. This ensures timely and informed decisions by the Board. In special and exceptional circumstances, additional or supplementary item(s) are permitted to be taken up as 'any other item' with the permission of the Chairman and consent of majority of Board member / Committee members.

During the financial year ended March 31, 2017, the Board met six (6) times on April 8, 2016, May 25, 2016, September 8, 2016, December 2, 2016, December 12, 2016 and February 9, 2017 and the gap between two consecutive Board Meetings did not exceed one hundred and twenty (120) days.

The Board approved six (6) matters by passing resolution by circulation during financial year 2016-17 and the same were presented in the next meeting for its noting.

INFORMATION PLACED BEFORE THE BOARD

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulations to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

CODE OF CONDUCT

There is a Code of Conduct for all the Board members and Senior Management Personnel of the Company as per Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 which is also posted on the web-site of the Company viz www.aajtak.intoday.in. The Code is a comprehensive code applicable to all Directors and members of the Senior Management.

The Code has been circulated to all the Board members and Senior Management Personnel and compliance of the same has been affirmed by them for the financial year 2016-17. A declaration signed by the Chief Executive Officer of the Company is attached.

BOARD COMMITTEES

In compliance with the statutory requirements, the Board has constituted various Committees with specific terms of reference and scope. The objective is to focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees operate as the Board's empowered agents according to their charter / terms of reference.

AUDIT COMMITTEE

As on March 31, 2017, Audit Committee comprises of 4 Directors, all of whom are Independent. All members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Company Secretary acts as the Secretary to Committee. The composition of the Audit Committee meets the requirements of Section 177 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman of the Audit Committee attended the Annual General Meeting held on August 31, 2016 to answer the shareholders queries.

Brief description of terms of reference

The terms of reference of the Audit Committee and its role & powers as specified in Section 177 of the Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015, as amended from time to time, *inter alia*, includes the following:

1. The recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
2. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
3. Approval or any subsequent modification of transactions of the Company with related parties;
4. Scrutiny of inter-corporate loans and investments;
5. Valuation of undertakings or assets of the Company, wherever it is necessary;
6. Evaluation of internal financial controls and risk management systems;
7. Monitoring the end use of funds raised through public offers and related matters;
8. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
9. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
   b. Changes, if any, in accounting policies and practices and reasons for the same.
   c. Major accounting entries involving estimates based on the exercise of judgment by management.
   d. Significant adjustments made in the financial statements arising out of audit findings.
   e. Compliance with listing and other legal requirements relating to financial statements.
   f. Disclosure of any related party transactions.
   g. Modified opinion (s) in the draft audit report.
10. Reviewing, with the management, the quarterly financial statements, annual financial statements and auditors' report thereon before submission to the Board for approval;
11. Review of Management Discussion & Analysis of Financial conditions & results of operations;
12. Review of statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
13. Review of management letters/ letters of internal control weaknesses issued by the Statutory Auditors;
14. The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
15. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
16. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
18. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
19. Discussion with internal auditors of any significant findings and follow up thereon;
20. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
21. Review of internal audit reports relating to internal control weaknesses;
22. The Appointment, removal & terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee;
23. Audit committee shall review the following :
   I. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.
   II. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
24. The Audit Committee shall have authority to investigate into any matter in relation to the items specified above or referred to it by Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;

25. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
26. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
27. To review the functioning of the Whistle Blower Mechanism;
28. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
29. The Audit Committee of the Company shall also review the financial statements, in particular, the investments made by the unlisted Subsidiary Company;
30. Examination of the financial statement and the Auditor's report thereon;
31. Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the Company subject to the conditions as prescribed under Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions.

Meetings, Attendance & Composition of the Audit Committee

During the financial year 2016-17, the Audit Committee met six (6) times on April 8, 2016, May 25, 2016, September 8, 2016, December 2, 2016, December 12, 2016 and February 9, 2017. Requisite quorum was present in all meetings of the Committee.

The Committee approved three (3) matters by passing resolution by circulation during financial year 2016-17 and the same was presented in the next meeting for its noting.

The Statutory Auditors, Internal Auditors and Senior Executives of the Company are invited to attend the meetings of the Committee. The Board accepted all recommendations made by the Committee during the year.

The composition of the Audit Committee as on March 31, 2017 and the attendance of members at the meetings held during financial year 2016-17 are given below:

S.N	Name of the Director	Designation	Category	No. of Meetings held during his tenure and attended	
				Held	Attended
1.	Mr. Ashok Kapur	Chairman	Non-Executive Independent Director	6	4
2.	Mr. Rajeev Gupta	Member	Non-Executive Independent Director	6	5
3.	Mr. Sudhir Mehra	Member	Non-Executive Independent Director	6	6
4.	Mr. Anil Vig	Member	Non-Executive Independent Director	6	1

NOMINATION AND REMUNERATION COMMITTEE

As on March 31, 2017, the Nomination and Remuneration Committee comprises of three (3) Non-Executive Directors, of whom two (2) members, including, the Chairman are Independent Directors. The composition of the Committee meets the requirements of Section 178 of the Companies Act, 2013 and the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Company Secretary acts as the secretary of the Committee.

The Chairman of the Nomination and Remuneration Committee attended the Annual General Meeting held on August 31, 2016 to answer the shareholders queries.

Brief description of terms of reference

Terms of reference of the Nomination and Remuneration Committee, *inter alia*, includes the following:

1. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;
2. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, KMP and other employees;
3. Formulate a familiarization programme to acquaint Directors with the Company and its business etc.

4. Formulating the criteria for evaluation of every directors performance;
5. Devising a policy on Board diversity;
6. The Committee shall take into consideration and ensure the compliance of provisions of Section 196, read with Schedule V of the Companies Act, 2013 while appointing and fixing remuneration of Managing Directors / Whole-time Directors;
7. While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;
8. The Committee shall consider and recommend to the Board, shares to be allotted to the eligible employees pursuant to the ESOP Scheme of the Company. Further, the Committee shall have the authority in its discretion:
   i. To determine the Exercise Price;
   ii. To select the Employees to whom Options may from time to time be granted hereunder;
   iii. To determine whether and to what extent Options are granted hereunder;
   iv. To determine the number of Shares to be covered by each Options granted hereunder;
   v. To approve forms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for use under the Plan;
   vi. To determine the terms and conditions, not inconsistent with the terms of the Plan, of any award granted hereunder;
   vii. To prescribe, amend and rescind rules and regulations relating to the Plan;
   viii. To construe and interpret the terms of the Plan and Shares issued pursuant to the Plan; and
   ix. To take decisions on other matter as may be necessary for administration of this Plan.
9. The Committee shall perform other activities as requested by the Board of Directors or to address issues related to any significant subject within its term of reference.

Meetings, Attendance & Composition of the Nomination and Remuneration Committee

During the financial year 2016-17, the Nomination and Remuneration Committee met two (2) times i.e. May 25, 2016 and February 9, 2017. Requisite quorum was present in both the meetings of the Committee.

The composition of the Nomination and Remuneration Committee as on March 31, 2017 and the attendance of members at the meetings held during financial year 2016-17 are given below:

S.N	Name of the Director	Designation	Category	No. of Meetings held and attended	
				Held	Attended
1.	Mr. Ashok Kapur	Chairman	Non-Executive Independent Director	2	2
2.	Mr. Devajyoti Bhattacharya	Member	Non – Executive Non-Independent Director	2	2
3.	Mr. Anil Vig	Member	Non-Executive Independent Director	2	1

Board Evaluation

The Company has devised a formal process for annual evaluation of performance of the Board, its Committees and Individual Directors. The process provides that the performance evaluation shall be carried out on annual basis.

During the year, the evaluation process was completed by the Company which included evaluation of the Board as a whole, Board Committees and individual directors. A structures questionnaire formed key part of the evaluation process for reviewing the functioning and effectiveness of the Board. The evaluation process focused on various aspects of the Board and Committees functioning such as structure, composition, quality, board meeting practices and overall Board effectiveness.

REMUNERATION OF DIRECTORS

Criteria for making payments to Non-Executive Directors

The Non-Executive Directors are paid sitting fees for each Meeting of the Board or Committee of Directors attended by them. However, the sitting fees are subject to ceiling/limits as provided under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force. The total amount of sitting fees paid to Non-Executive Directors during the Financial Year 2016-17 was ₹5,80,000.

The details of the remuneration of Directors during the financial year 2016-17 are given below:

(Amount in ₹)

Name of the Director	Sitting Fees	Salary and allowances[1]	Perquisites[2]	Commission[3]	Total
Executive Directors					
Mr. Aroon Purie	-	-	39,600	84,748,792	84,788,392
Ms. Kalli Purie Bhandal	-	32,413,008	39,600	-	32,452,608
Non-Executive Directors					
Mr. Rajeev Gupta	110,000	-	-	-	110,000
Mr. Ashok Kapur	190,000	-	-	-	190,000
Mr. Anil Vig	80,000	-	-	-	80,000
Mr. Sudhir Mehra	130,000	-	-	-	130,000
Mr. Devajyoti Bhattacharya	60,000	-	-	-	60,000
Ms. Koel Purie Rinchet	10,000	-	-	-	10,000
Total	**580,000**	**32,413,008**	**79,200**	**84,748,792**	**117,821,000**

1. *The salary and allowances includes the Company's contribution to the Provident Fund and ex-gratia wherever payable/paid.*
2. *The value of perquisites is calculated as per the provisions of the Income Tax Act, 1961.*
3. *Provision for profit based commission for the financial year 2016-17.*
4. *Ex-gratia is based on the financial performance of the Company and Individual appraisal result and is approved by the Nomination and Remuneration Committee.*

Notes:

(i) The Company has entered into service contract with Ms. Kalli Purie Bhandal, Whole-time Director dated February 08, 2016 for a period of 5 years. There are no other contracts with any other director.

(ii) Services of Ms. Kalli Purie Bhandal, Whole-time Director may be terminated by either party, giving three month's notice or the Company paying three month's salary in lieu thereof. There is no separate provision for payment of severance fees.

(iii) No notice or severance fee is payable to any other director.

(iv) No director has been granted any stock option during the year.

(v) There were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 178 of the Companies Act, 2013, the Company has a Stakeholders' Relationship Committee. As on March 31, 2017, the Committee comprises three (3) members of whom two (2) are Non-Executive Independent Directors and one (1) Non-Executive Director. Mr. Anil Vig, Chairman of the Committee is Independent Director. The Company Secretary acts as a Secretary to the Committee.

Mr. Ashok Kapur, member of the Committee was authorised by the Chairman of the Committee to attend the Annual General Meeting held on August 31, 2016 to answer the shareholders queries.

Terms of Reference

The Stakeholders Relationship Committee shall consider and resolve the grievance of various security holders of the Company. It shall specifically look into the redressal of stakeholders/investors complaints in a timely and proper manner.

Meetings, Attendance & Composition of the Stakeholders' Relationship Committee

The meetings of the Committee are generally held as and when deemed necessary, to review and ensure that all investor requests / grievances are redressed within stipulated time period.

During the financial year 2016-17, the Stakeholders' Relationship Committee met four (4) times i.e. May 25, 2016, November 18, 2016 February 9, 2017 and February 13, 2017. Requisite quorum was present in all the meetings of the Committee.

The composition of the Stakeholders' Relationship Committee as on March 31, 2017 and the attendance of members at the meetings held during financial year 2016-17 are given below:

S.N	Name of the Director	Designation	Category	No. of Meetings held and attended	
				Held	Attended
1.	Mr. Anil Vig	Chairman	Non-Executive Independent Director	4	4
2.	Ms. Koel Purie Rinchet	Member	Non – Executive Director	4	NIL
3.	Mr. Ashok Kapur	Member	Non-Executive Independent Director	4	4

Dr. Puneet Jain is the Compliance Officer.

During the year, the Company received 2 (two) complaints and all were resolved to the satisfaction of the Shareholders. There were no complaints outstanding as on March 31, 2017.

GENERAL BODY MEETINGS

The last three Annual General Meetings were held as per details below:

Relevant Financial Year	Date of AGM & Time	Venue	Details of special resolutions passed, if any
2013-2014	20.08.2014 3:00 P.M	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	Alteration of Articles of Association
2014-2015	20.08.2015 3:00 P.M	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	(a) Re-appointment of Mr. Aroon Purie as the Chairman and Managing Director and approval for continuation of his terms after attaining the age of 70 years; (b) Adoption of new set of Articles of Association in conformity with the Companies Act 2013; (c) Increase in the limit of Foreign Investment by Foreign Portfolio Investors (FPI)/Foreign Institutional Investors (FII)/Non Resident Indians (NRI) under Portfolio Investment Scheme
2015-2016	31.08.2016 3:00 P.M	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	None

During the year, no resolution has been passed through Postal Ballot. No Special resolution is proposed to be passed by the Company through Postal Ballot at the ensuing Annual General Meeting.

AFFIRMATIONS & DISCLOSURES

(A) RELATED PARTY TRANSACTIONS

The details of related party transaction with the Company are given in Note No. 27 of the Notes to Accounts of the Company.

Besides this, the Company has no material significant transaction with the related parties viz. promoters, directors of the Company, management, their relatives, subsidiaries of promoter Company etc. that may have a potential conflict with the interest of the Company at large.

As required under Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company at http://specials.indiatoday.com/aajtaknew/pdf/Policy-on-Materiality-of-Related-Party-Transactions-2016.pdf;

(B) DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, AND STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGES OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING LAST THREE FINANCIAL YEARS

The Company has complied with all requirements specified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as other regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three Financial years.

(C) VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated Vigil Mechanism and Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website at: http://specials.indiatoday.com/aajtaknew/download/Vigil_Mechanism_Whistle_Blower_Policy.pdf

(D) COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company maintains a USD EEFC account for foreign exchange transactions and the Company has not undertaken any hedging activities during the year.

(E) SUBSIDIARY COMPANY

The Company does not have any material subsidiary as defined under the Listing SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has formulated the Material Subsidiary Policy and uploaded on the website of the Company at http://specials.indiatoday.com/aajtaknew/pdf/Policy-for-Determining-Material-Subsidiary-2016.pdf

(F) DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(G) DIVIDEND DISTRIBUTION POLICY

Pursuant to the Regulation 43A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company adopted the Dividend Distribution Policy. The said policy is uploaded at the Company's website at http://specials.indiatoday.com/aajtaknew/download/Dividend-Distribution-Policy.pdf

(H) BUSINESS RESPONSIBILITY REPORT

Pursuant to the Regulation 34(2)(f) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Business Responsibility Report describing the initiatives taken by the Company from an environmental, social and governance perspective in the format as specified by the SEBI forms part of the Annual Report. The Company has also framed and adopted Business Responsibility Policy and the same is uploaded at the Company website at: http://specials.indiatoday.com/aajtaknew/download/Business-Responsibility-Policy.pdf

(I) COMPLIANCES WITH GOVERNANCE FRAMEWORK

(i) The Company has complied with the requirements of the Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;

(ii) The Company is in compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(J) COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

In terms of Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Certificate on Corporate Governance issued by practicing company secretaries is annexed to this report.

(K) CEO & CFO CERTIFICATION

The certificate required under Regulation 17(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, duly signed by CEO and CFO was placed before the Board. The same is annexed to this report.

(L) DETAILS OF COMPLIANCES WITH THE NON-MANDATORY REQUIREMENTS

In addition to the mandatory requirements, the Company has also adopted the following non-mandatory requirements in terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015:

(i) The Company's financial statements are with unmodified audit opinion. A declaration to this effect, duly signed by the Chief Financial Officer has also been furnished to the Stock Exchange(s) while submitting the annual audited results.

(ii) The positions of the Chairman & Managing Director of the Board and the Chief Executive Officer of the Company are held by separate individuals.

(iii) The Internal Auditor reports to the Audit Committee.

(M) RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

MEANS OF COMMUNICATION

The quarterly/ half yearly results are published in leading English & Hindi Newspapers - Financial Express and Jansatta respectively and are also displayed on website of the Company viz www.aajtak.intoday.in along with official news releases and presentations, if any. All other vital informations are also placed on the website of the Company.

The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) are filed electronically. The Company has complied with filing submissions with BSE through BSE Listing Centre. Likewise, the said information is also filed electronically with NSE through NEAPS portal.

A separate dedicated section under "Investors Relation", on the Company's website gives information on unclaimed dividends, shareholding pattern, quarterly/half yearly results and other relevant information of interest to the investors / public.

GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING

Relevant Financial Year	Date of AGM & Time
Day & Date	Thursday, August 31, 2017
Time	3:00 P.M
Venue	Airforce Auditorium, Subroto Park, New Delhi-110010.
Book Closure Dates	August 25, 2017 to August 31, 2017 (both days inclusive)
Dividend Payment Date	Dividend, if any, declared will be paid on or after August 31, 2017 (within the statutory time limit of 30 days i.e. up to September 30, 2017)

TENTATIVE CALENDAR FOR FINANCIAL YEAR ENDING MARCH 31, 2018

The tentative dates for Board Meetings for consideration of quarterly financial results are as follows:

Financial Year	April 1 - March 31
First Quarter Results	Within 45 days of the end of the first quarter
Second Quarter & Half Yearly Results	Within 45 days of the end of the second quarter
Third Quarter & Nine Months Results	Within 45 days of the end of the third quarter
Fourth Quarter and Annual Results	Within 60 days of the end of the financial year

EQUITY SHARES LISTING, STOCK CODE AND LISTING FEE PAYMENT

Name and address of the Stock Exchange, Scrip code and Status of fee paid for the financial year 2017-18

Name and Address of the Stock Exchanges	Stock Code	Status of Fee Paid for the FY 2017-18
BSE Limited BSE-Corporate Office Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	532515	Paid
National Stock Exchange of India Ltd. NSE-Corporate Office Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051	TVTODAY	Paid

MARKET PRICE DATA

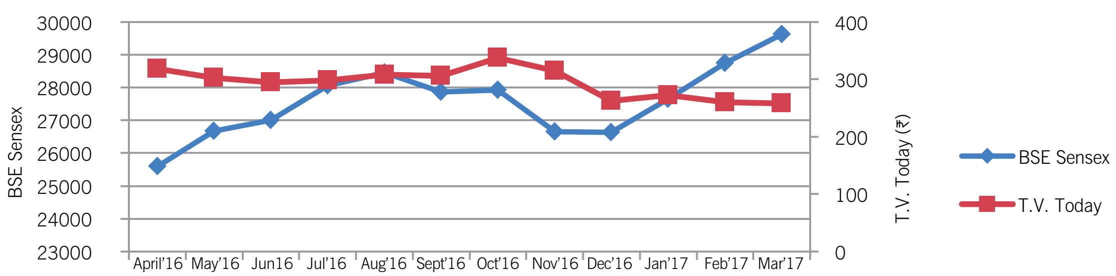
The monthly high & low during each month, in last financial year, is as below:

Month	BSE		NSE	
	High	Low	High	Low
	(₹)	(₹)	(₹)	(₹)
April 2016	336.00	302.20	335.70	303.10
May 2016	339.00	291.00	338.60	287.70
June 2016	307.95	260.00	308.00	266.60
July 2016	310.00	282.00	310.40	282.25
August 2016	319.60	287.00	320.00	284.90
September 2016	327.10	292.25	327.00	291.00
October 2016	348.85	305.00	349.90	304.05
November 2016	359.85	289.80	360.00	285.00
December 2016	319.00	250.00	319.85	249.10
January 2017	292.85	256.15	293.75	260.55
February 2017	282.60	259.00	282.50	259.10
March 2017	278.00	250.10	272.60	250.20

(Source: www.bseindia.com) *(Source: www.nseindia.com)*

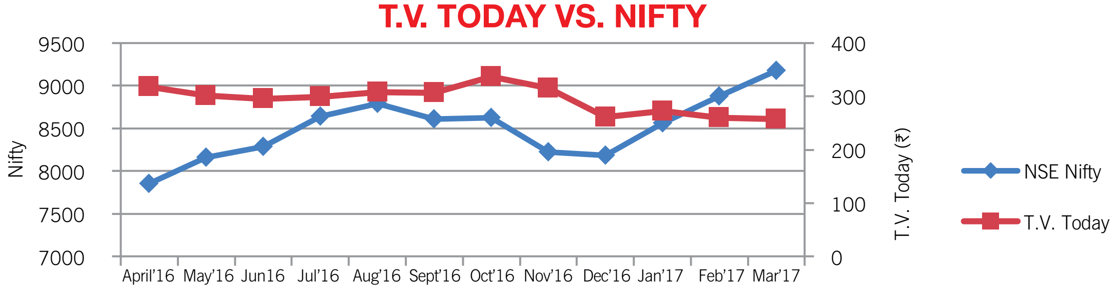
SHARE PRICE PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES BSE SENSEX AND NSE NIFTY

T.V. TODAY VS. BSE SENSEX



(Source: www.bseindia.com)

T.V. TODAY VS. NIFTY



(Source: www.nseindia.com)

REGISTRAR & SHARE TRANSFER AGENT

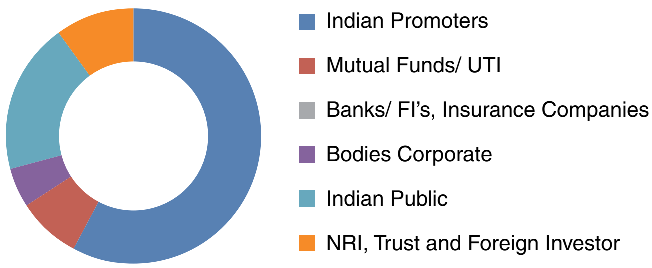
MCS Share Transfer Agent Limited is the Company's Registrar and Transfer Agent for handling the work related to share registry, both in physical and electronic form.

SHARE TRANSFER SYSTEMS

All share transfers are handled by Company's Registrar & Share Transfer Agent. Share transfers in physical form are registered within fifteen days from the date of receipt, provided the documents are found to be in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a Practicing Company Secretary carries out audit of the System of Transfer and a certificate to that effect is issued.

CATEGORIES OF SHAREHOLDERS AS ON MARCH 31, 2017

Sr. No.	Shareholders	No. of Shares	%
1.	Indian Promoters	34,251,486	57.42
2.	Mutual Funds/ UTI	5,014,996	8.41
3.	Banks/ FI's, Insurance Companies	30,485	0.05
4.	Bodies Corporate	3,029,612	5.07
5.	Indian Public	1,1,492,961	19.27
6.	NRI, Trust and Foreign Investor	5,834,075	9.78
	Total	59,653,615	100.00



DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2017

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1-500	22,994	88.98	2,334,284	3.91
501-1000	1,289	4.99	999,232	1.67
1001-2000	674	2.61	991,373	1.66
2001-3000	283	1.09	720,693	1.20
3001-4000	137	0.53	489,190	0.82
4001-5000	99	0.38	464,913	0.77
5001-10000	172	0.66	1,268,702	2.12
10001-50000	141	0.54	3,126,058	5.24
50001-100000	16	0.06	1,175,364	1.97
100001 and above	30	0.11	48,083,806	80.60
Total	**25,785**	**100.00**	**59,653,615**	**100.00**

DEMATERIALIZATION OF SHARES AND LIQUIDITY

As on March 31, 2017, 99.99% of the Company's total equity shares representing 59,645,706 were held in dematerialized form and 0.01% equity shares representing 7,909 shares were held in physical form.

The ISIN number allotted to the Company for dematerialization of shares is INE 038F01029.

OUTSTANDING GDRS / ADRS / WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company does not have any outstanding GDRs / ADRs / Warrants or any Convertible instruments as on date.

PLANT LOCATIONS

Not Applicable

COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company maintains a USD EEFC account for foreign exchange transactions and the Company has not undertaken any hedging activities during the year.

ADDRESS FOR CORRESPONDENCE

Registrar & Share Transfer Agents	Company
MCS Share Transfer Agent Limited F-65, Okhla Industrial Area Phase-I, New Delhi-110020 Ph. 011-41406149/51-52 Fax No. 011-41709881 E-mail: helpdeskdelhi@mcsregistrars.com admin@mcsregistrars.com Website: www.mcsregistrars.com	T.V. Today Network Limited Secretarial Department India Today Group Mediaplex FC-8, Sector- 16A, Film City, Noida- 201301. Uttar Pradesh. Telephone: 0120-4807100 Fax: 0120-4325028 E-Mail- investors@aajtak.com

DECLARATION ON THE COMPLIANCE WITH THE CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

In compliance with the provisions of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had laid down a code of conduct for all Board members and senior management personnel of the Company (hereinafter referred as 'Code'). The Code lays down the standards of ethical and moral conduct to be followed by the Board members and senior management personnel in the course of proper discharge of their official duties and commitments.

I confirm that all the members of the Board and senior management personnel have confirmed to and complied with the Code during the financial year 2016-17.

Place: Noida
Date: May 26, 2017

Ashish Kumar Bagga
Chief Executive Officer

COMPLIANCE CERTIFICATE

(Regulation 34(3) read with schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the members of
T.V. TODAY NETWORK LTD

1. We have examined the compliance of conditions of Corporate Governance by **T.V. TODAY NETWORK LTD** ("the Company"), for the year ended on March 31, 2017, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the period April 1, 2016 to March 31, 2017.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as mentioned in the above mentioned Listing Regulations.
4. We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For PI & Associates
Company Secretaries

Place: New Delhi
Date: May 25, 2017

Nitesh Latwal
Partner
ACS No. 32109
M.No. 16276

CEO/CFO CERTIFICATE UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors
T.V. TODAY NETWORK LTD

(a) We have reviewed financial statements and the cash flow statement for the Financial Year ended 31st March, 2017 and that to the best of our knowledge and belief:

 (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

 (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting in the Company and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee:

 (i) Significant changes in internal control over financial reporting during the year;

 (ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and

 (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Ashish Kumar Bagga
Chief Executive Officer

Dinesh Bhatia
Chief Financial Officer

Place: Noida
Date: May 26, 2017

BUSINESS RESPONSIBILITY REPORT

This Business Responsibility Report is testament to our accountability towards all our stakeholders. In line with the nine principles of the Government of India's 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' ("NVGs"), the report summarises our efforts to conduct business with responsibility.

Lasting value can only be created, if the right balance between the triple bottom lines of economic, environmental and social is achieved.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	Corporate Identification Number (CIN)	L92200DL1999PLC103001
2.	Name of the Company	T.V. TODAY NETWORK LIMITED ("the Company")
3.	Registered Address	F-26, First Floor, Connaught Circus, New Delhi-110001
4.	Website	http://aajtak.intoday.in/
5.	Email Id.	investors@aajtak.com
6.	Financial Year Reported	2016-17
7.	Sector that the Company is engaged in (Industrial Activity Code Wise)	Television programming and broadcasting activities (NIC Code: 602)
8.	List three key products/services that the Company manufactures/provides (as in balance sheet) :	(a) Broadcasting of current affair channels like India Today , Aajtak (b) Digital Media (c) Operating Radio Station
9.	Total number of locations where business activity is undertaken by the Company:	
	(a) Number of International Locations	The Company has operations in US, UK, Europe, Canada and Middle East.
	(b) Number of National Locations	Our news and current affairs channels reach out across all States of Union of India.
10.	Markets served by the Company	In addition to serving Indian markets, the Company also serves 59 countries worldwide as on March 31, 2017.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	Paid up Capital (INR)	₹298,268,075/-
2.	Total Turnover (INR)	₹572.77 Crores (Standalone)
3.	Total profit after taxes (INR)	₹107.88 Crores (Standalone)
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	The Company had contributed 2% of its average net profits for the last three financial years towards CSR during the FY 2016-17. The entire amount of ₹24,644,772/- was contributed to Education Today Fund during the financial year 2016-17. However, the entire amount of ₹24,644,772/- could not be utilised by Education Today (the Implementing Agency) before March 31, 2017 due to delay in getting the lease deed and sanction plans from various Statutory authorities. Education Today plans to spend this unspent amount in FY 2017-18.
5.	List of activities in which expenditure in 4 above has been incurred	The above fund has been contributed towards the school expansion programme (Blue Room Programme) for improving the lives of the children with special needs.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company/ Companies :**

   Yes, as on March 31, 2017 the Company has 3 subsidiaries i.e. T.V. Today Network (Business) Limited, India Today Online Private Limited and Mail Today Newspapers Private Limited.

2. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):**

   No, but the Company continuously encourages its subsidiaries to run its business in socially and environmental responsible manner.

3. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:**

   The Company encourages its suppliers, distributors and other stakeholders to adopt best practices and follow the concept of being a responsible business.

SECTION D: BR INFORMATION

1. DETAILS OF DIRECTOR/DIRECTORS RESPONSIBLE FOR BR

a) Details of the Director/Directors responsible for implementation of the BR policy/policies :

1. DIN : 00002794
2. Name : Mr. Aroon Purie
3. Designation : Chairman & Managing Director

b) Details of the BR head

S. No.	Particulars	Details
1.	DIN Number	00002794
2.	Name	Mr. Aroon Purie
3.	Designation	Chairman & Managing Director
4.	Telephone Number	0120 4908600
5.	E mail ID	investors@aajtak.com

2. PRINCIPLE-WISE (AS PER NVGS) BR POLICY/POLICIES

The nine principles as per BRR are as given below:

(a) Details of compliance (Reply in Y/N)

S.No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders	The policies have been formulated in consultation with the relevant stakeholders.								
3.	Does the policy conform to any national / international standards? if yes specify	All the policies are formulated with detailed consultation and benchmarking across industry. The policies are majorly in compliance with applicable laws.								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD / Owner / CEO/ appropriate Board Director?	As per Company practice, all the policies are approved by the concerned authority depending upon the nature of policy. The concerned authority could be Board, MD, CEO / Functional Head etc.								
5.	Does the Company have a specified committee of the Board / Director / official to oversee the implementation of the policy?	Mr. Aroon Purie, Chairman & Managing Director along with the Senior Leadership Team/Functional Heads are responsible for implementation of the policy.								
6.	Indicate the link for the policy to be viewed online?	Except Code of Conduct, Vigil Mechanism & Whistle Blower Policy and CSR Policy which are appearing on website of the Company at http://aajtak.intoday.in/investors ,all other policy documents are internal policies of the Company and thus, are not available on website of the Company.								
7	Has the policy been formally communicated to all the relevant internal and external stakeholders?	Except Code of Conduct, Vigil Mechanism & Whistle Blower Policy and CSR Policy which is available on the website of the Company, all other policies being in-house are uploaded on the intranet and are accessible to all employees of the Company. Further the Company from time to time communicates the policies to the internal stakeholders through various channels. External stakeholders are being informed as and when they deal with the Company.								
8.	Does the Company have in house structure to implement the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	All the policies have been formulated in consultation with various stakeholders and the Company evaluates the working of the policy mostly through internal audits and external consultations.								

3. GOVERNANCE RELATED TO BR

a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year :**

Since this is the Company's Maiden Business Responsibility Report, the Board of Directors will assess the BR performance of the Company annually henceforth.

b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

The Company is publishing its first BR Report for the financial year 2016-17.

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1. **Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/ Contractors/NGOs /Others?**

   The Company is committed to maintain the high standards of ethics in all spheres of its business activities and is backed by an independent and fully informed Board, policies and communication. The Board of Directors and Senior Management have a responsibility to set exemplary standards of ethical behavior. The Company has zero tolerance for bribery and corruption in its business dealings. All its officers and employees directly or indirectly, solicit or accept that they shall not derive any personal fee, commission or any form of remuneration arising out of a transaction involving the Company. This includes gifts or other benefits, which might be extended at times, to influence business decisions. Further, the Company adheres to the highest level of ethical business practices as articulated by its Code of Conduct to achieve its performance with integrity. The Code of Conduct is published, easily accessible, and applicable across India Today Group's internal and external stakeholders. All employees have to undergo mandatory certification on Code of Conduct to affirm their commitment to the Code.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   The details of complaints received during the financial year 2016-17 is set forth in the table below:-

Stakeholder Complaints			
Complaints	No. of Complaints received	No. of Complaints resolved	% of Complaints resolved
Viewers Complaints	35	35	100%
Shareholders Complaints	2	2	100%

In FY 2016-17, no cases of allegations of bribery/corruption were received.

PRINCIPLE 2 : SAFETY AND SUSTAINABILITY OF GOODS AND SERVICES

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   The Company's broadcasting services and distribution of contents thereof are in compliance with applicable regulations/advisories, issued by Ministry of Information and Broadcasting, Telecom Regulatory Authority of India (TRAI) and the self-regulatory guidelines / advisories issued by other applicable regulatory body from time to time.

   Being a leading news media Company, the Company understands its responsibilities towards the citizens of the country and accordingly creates awareness on various social and other issues like cleanliness etc. on national and international platforms, through various programmes, campaigns etc.

2. **Does the Company have procedures in place for sustainable sourcing (including transportation)?**

   If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

   Being engaged in the Broadcasting business, the Company sources content for its programmes across the country. For sourcing goods and services for usage its day-to-day business operations, the Company gives preference to local vendors and suppliers. While the Company encourages hiring of local talent but the nature of business, mandates hiring of reporters, journalists, cameraman etc., across geographical locations.

3. **Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? (a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

   Same as above

4. **Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as 10%). Also, provide details thereof, in about 50 words or so.**

   The Company continues to take initiatives to minimize waste that is generated by its operations. We have partnered with an e-waste management company for disposal & destruction of e-waste. All electronic, electronic equipments and computer equipments are disposed/

destructed in an environment friendly manner, under Pollution Control Board norms.

PRINCIPLE 3: WELL BEING OF ALL EMPLOYEES

The Company acknowledges the immense potential of its human capital. The Company believes that its success depends on its ability to develop knowledge, skills and expertise of its employees. The Company comprises of highly committed employees from diverse backgrounds.

1. **Please indicate the Total number of employees including Women employees.**

   The Company's workforce comprised of total of 1,224 employees.

2. **Please indicate the Total number of Women employees.**

   278 which represents 23% of total workforce.

3. **Please indicate the Total number of employees hired on temporary/contractual/casual basis.**

   930 employees are hired on temporary/contractual/casual basis as on March 31, 2017. The Company provides equal employment opportunities to all the employees and applicants for employment.

4. **Please indicate the Number of permanent employees with disabilities.**

   Presently, no employee with disabilities is employed with the Company.

5. **Do you have an employee association that is recognized by management?**

   Employees have direct and full access to management to raise their queries and concerns at any time without any fear/coercion. All concerns or issues raised by employees are resolved satisfactorily. No employee association exists in the Company.

   Keeping gender equality at its heart, the Company has also taken various initiatives to ensure a safe and healthy workplace for its women employees. The Company is fully compliant with the prevailing laws on the prevention of sexual harassment of women at workplace. The Internal Complaints Committee deals with all matters related to the subject in accordance with the tenets of the law. The list of members of the Committee has been communicated to all employees.

6. **What percentage of your permanent employees is members of this recognized employee association?**

   Not Applicable

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

   During the year, no complaints were received for child labour, forced labour, discriminatory employment and sexual harassment.

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   All categories of employees mentioned above have been covered through our training modules.

Category	Safety Training (No. of employees)	Skill upgradation training (No. of employees)
Permanent employees	993	466
Permanent women employees	210	145
Casual/ Temporary / Contractual Employees	325	11
Employees with disabilities	Not Applicable	Not Applicable

PRINCIPLE 4 : PROTECTION OF STAKEHOLDERS' INTEREST

1. **Has the Company mapped its internal and external stakeholders? Yes/No**

   The Company believes that the stakeholder engagement process is necessary for achieving its sustainability goal of inclusive growth. Stakeholder engagement helps in better understanding of the perspective on key issues and builds a strong relationship with them. The Company's regular engagement with its stakeholders allows it to identify, review and prioritise its sustainability efforts. The Company ensures the effectiveness of the stakeholder engagement process by mapping its key internal and external stakeholders in structure manner.

   The Company engages with its stakeholders, both internal as well as external namely, investors, viewers, customers, employees, business partners, suppliers, government, regulators and community to gauge their expectations, share information and explore avenues of partnership to achieve the goals.

   The Company has always believed in building a business that has a positive impact on the society and caring for the community that it operates in is well integrated with its business strategy. It has adopted a multi-fold approach in this regard focusing on its internal and external environment, social sustainability. It has also defined a clear CSR vision of building a powerful partnership with society for sustainable development.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders.**

   The Company has identified the disadvantaged, vulnerable and marginalized stakeholders through its association with Care Today Fund and Education Today Fund.

3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

   All its beneficiaries through the social development projects implemented by Care Today Fund are centered around the marginalised, economically weak and disadvantaged sections of the society. Care Today Funds' initiatives in constructing toilets for the poor households have already impacted their healthy living conditions, especially the women and girl child. The ongoing project activities would immensely address the issues of sanitation and hygiene within the project areas.

   Further, Education Today Fund programmes are centered for improving the lives of the children with special needs. By incorporating the various aspects of special education, all services are under one roof which will make it easy for the parents and the children with multiple disorders.

   The Company's community initiatives are being implemented in both rural and urban areas. Please refer to the CSR section of the Annual Report for details.

PRINCIPLE 5 : RESPECTING AND PROMOTING HUMAN RIGHTS

1. **Does the policy of the Company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

   The Company adheres to the highest levels of ethical business practices as articulated by its Code of Conduct. The Company recognizes and respects the human rights of all relevant stakeholders, including that of its employees, viewers, shareholders, investors and the public at large. Further, the Company strives to abide with the aforesaid principle and discourage violating practices by any third party to the extent possible. The Company shall also not be complicit with human rights abuses by a third party. The Company's commitment to follow the basic principles of human rights is reflected in the checks and balances within the HR processes. As on the date the policy of human rights is applicable only to the India Today Group.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   No incidence of discrimination or human rights violation was received by the Company during the financial year.

PRINCIPLE 6 : RESPECTING AND PROTECTING THE ENVIRONMENT

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others?**

   The Company understands its responsibility towards minimizing the negative impact of its businesses and operations on the environment. The Company strongly believes that a green and clean environment is foremost important for a heathier future generation. Since being engaged in services industry the Company has no specific written policy on environment protection but as a responsible business , the Company continuously take measures like energy efficiency & conservation, procurement of green products, optimum utilization of fuel, reduction in wastage of paper etc. to reduce carbon footprint & global warming. Further, the Company encourage its various stakeholders such as Group Companies, Suppliers, Contractors and others for protecting the environment. The Company promotes and encourage the viewers through its advertisement to adopt environmentally friendly goods and services.

2. **Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N.**

   The Company has launched a campaign in the name of Safai Singathon, to promote cleanliness under the Swach Bharat Mission, of the Government of India

   Further, the Company has taken multiple initiatives towards energy efficiency and also considering to implement various energy efficient measures in its day to day operations, ensuring use of renewables in various offices by installing energy efficient air conditioning and lighting energy savers. It also actively encourages its employees to create, green and safe workplace.

3. **Does the Company identify and assess potential environmental risks? Y/N**

   Yes

4. **Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

   Currently, the Company is not undertaking any project related to Clean Development Mechanism. Though the Company is committed towards promoting ecological sustainability and green initiatives by adopting energy saving mechanisms, sensitizing employees to reduce carbon footprint of the Company

5. **Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

   Same as above

6. **Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

   We have partnered with an e-waste management company for disposal & destruction of e-waste. All electronic, electronic equipments and computer equipments are disposed/destructed in an environment friendly manner, under Pollution Control Board norms.

7. **Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   During the financial year 2016-17, the Company did not receive any legal notice from pollution control boards.

PRINCIPLE 7: PUBLIC AND REGULATORY POLICY

1. **Is your Company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   The Company, being in the business of broadcasting, strives to be a part of various chambers and associations and make recommendations/ representations before regulators and associations for advancement and improvement of broadcasting sector in India. Presently, the Company is a member of following:

   a. News Broadcasters Association (NBA),

   b. Indian Broadcasting Federation (IBF)

   c. Association of Radio Operators for India (AROI).

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   The Company believes in the collective representation and inclusive growth of all the stakeholders and therefore ensures to perform the function of policy advocacy in a transparent and responsible manner. The Company, time to time, makes recommendations/ representations before the Government, semi-government bodies, regulators etc., for advancement and improvement of broadcasting sector and economy as a whole through various chambers and industry associations. The Company believes that policy advocacy must preserve and expand public good and thus shall never advocate any policy change to benefit itself alone or a select few in a partisan manner.

PRINCIPLE 8 : INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

1. **Does the Company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company has been undertaking CSR initiatives in the areas of education, healthcare, sanitation, community development, etc., to promote well-being of the society and while doing this, we particularly focus on reaching out to the poorest and marginalised sections of the community. The Company is striving towards increasing its presence in remote areas and rural parts of the country through its distribution channels.

2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/ government structures/any other organization?**

   The CSR activities of the Company are undertaken by Care Today Fund and Education Today Fund, which are initiatives of India Today Group, who carry such activities through external NGO's.

3. **Have you done any impact assessment of your initiative?**

   The CSR Committee of the Company regularly monitors the implementation of the CSR activities however, formal impact assessment is yet to be done.

4. **What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

   For CSR contributions, Annual report on CSR forming part of the Annual Report 2016-17.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   In Sanitation and Hygiene projects, community ownership of project activities is promoted through their participation in decision making and supervision of project activities. The community also participates in various awareness programs and promote behaviour change of other families as well. Such efforts lead to better adoption of programs on ground.

PRINCIPLE 9 : ENGAGING AND ENRICHING CUSTOMER VALUE

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

   The Company being in the Media and Entertainment Industry takes opportunity to provide a facility to its viewers/ stakeholders to record their grievances/feedback as required under regulatory norms which also enables the Company to redress the same and maintain high service standards.

   The Company ensures that any complaint in relation to content of TV channels under the Code of Ethics & Broadcasting Standards and News Broadcasting Standards (Disputes Redressal) Regulations of News Broadcasters Association (NBA) received by any viewer are duly redressed/ responded in fair manner.

   As at the end of financial year, no customer complaints are outstanding.

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks(additional information)**

   Considering the business activity of the Company i.e. Television programming and broadcasting activities the display of product information on the product label as per local laws is not be applicable on the Company.

3. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**

   The business of the Company is heavily dependent upon the television rating given by different approved rating agencies. The latest ratings released by BARC Rating System ranks Aaj Tak, India Today Television, Tez and Dilli Aaj Tak among the leading current affairs channels in India. Apart from television ratings, the marketing department on a regular basis carries out surveys (both formal and in-formal) for identifying consumers viewing pattern and emerging trends on consumer preferences.

4. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**

   No such case has been filed against the Company.

FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT
To the Members of T.V. Today Network Limited

Report on the Standalone Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying standalone financial statements of **T.V. Today Network Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements to give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its total comprehensive income (comprising of profit and other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

9. The financial information of the Company for the year ended March 31, 2016 and the transition date opening balance sheet as at April 1, 2015 included in these standalone Ind AS financial statements, are based on the previously issued statutory financial statements for the years ended March 31, 2016 and March 31, 2015 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by us, on which we expressed an unmodified opinion dated May 12, 2015 and May 25, 2016 respectively. The adjustments to those financial statements for the differences in accounting principles adopted by the Company on transition to the Ind AS have been audited by us.

   Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

10. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 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 B a statement on the matters specified in paragraphs 3 and 4 of the Order.

11. As required by Section 143 (3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

    (e) On the basis of the written representations received from the directors as on April 1, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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 A.

    (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:

        i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2017 on its financial position in its standalone Ind AS financial statements – Refer Note 28;

        ii. The Company does not have derivative contracts, and in respect of other long-term contracts, there were no material foreseeable losses as at March 31, 2017.

        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2017.

        iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management – Refer Note 24.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 57084

Place: Gurugram
Date: May 26, 2017

ANNEXURE A
TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of T.V. Today Network Limited on the standalone financial statements for the year ended March 31, 2017

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

1. We have audited the internal financial controls over financial reporting of T.V. Today Network Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

5. 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

6. 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

7. 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

8. 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 March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 57084

Place: Gurugram
Date: May 26, 2017

ANNEXURE B
TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of T.V. Today Network Limited on the standalone financial statements as of and for the year ended March 31, 2017

i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of property, plant and equipment.

(b) The property, plant and equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of immovable properties, as disclosed in Note 3 on property, plant and equipment to the financial statements, are held in the name of the Company.

ii. The Company is in the business of rendering services, and consequently, does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.

iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are 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 Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.

v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax and service tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, duty of customs, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, duty of customs, duty of excise, value added tax, which have not been deposited on account of any dispute. The particulars of dues of service tax as at March 31, 2017 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service tax	₹106,437,463 (including interest of ₹47,872,112 and penalty of ₹28,072,911)	F.Y. 2006-07 to F.Y. 2011-12	Customs, Excise and Service Tax Appellate Tribunal

viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.

ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

x. 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 by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act.

xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 57084

Place: Gurugram
Date: May 26, 2017

BALANCE SHEET as at March 31, 2017

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016	April 1, 2015
ASSETS				
Non-current assets				
Property, plant and equipment	3	16,895.07	18,058.43	19,757.21
Capital work-in-progress	3	311.13	183.35	79.25
Intangible assets	4	2,932.59	3,293.77	3,765.25
Intangible assets under development	4	6.56	287.49	228.82
Financial assets				
i. Investments	5(a)	3,418.41	340.83	1,172.13
ii. Loans	5(e)	10.29	10.95	10.36
iii. Other financial assets	5(f)	2,959.58	1,942.12	3,425.05
Deferred tax assets (net)	6	1,449.05	1,478.50	1,548.53
Other non-current assets	7	77.95	275.93	200.85
Total non-current assets		**28,060.63**	**25,871.37**	**30,187.45**
Current assets				
Financial assets				
i. Trade receivables	5(b)	15,571.72	14,116.43	11,579.00
ii. Cash and cash equivalents	5(c)	2,005.71	2,002.03	6,588.22
iii. Bank balances other than (ii) above	5(d)	24,240.79	14,992.83	2,952.19
iv. Loans	5(e)	13.20	17.55	12.67
v. Other financial assets	5(f)	192.16	193.76	91.73
Current tax assets (net)	8	3,668.79	3,124.31	2,609.55
Other current assets	9	1,813.66	1,949.02	1,883.27
Total current assets		**47,506.03**	**36,395.93**	**25,716.63**
Total assets		**75,566.66**	**62,267.30**	**55,904.08**
EQUITY AND LIABILITIES				
Equity				
Equity share capital	10(a)	2,982.68	2,982.68	2,982.43
Other equity				
Reserves and surplus	10(b)	59,584.11	47,778.99	42,774.35
Total equity		**62,566.79**	**50,761.67**	**45,756.78**
LIABILITIES				
Non-current liabilities				
Financial liabilities				
i. Other financial liabilities	11(b)	58.63	97.22	46.19
Provisions	12	674.92	648.88	622.84
Employee benefit obligations	13	207.62	118.89	57.64
Other non-current liabilities	14	0.55	2.04	64.14
Total non-current liabilities		**941.72**	**867.03**	**790.81**
Current liabilities				
Financial liabilities				
i. Borrowings	11(a)	-	-	672.58
ii. Trade payables	11(c)	7,587.21	6,098.35	4,821.71
iii. Other financial liabilities	11(b)	2,334.64	2,881.31	1,890.71
Provisions	12	-	-	3.53
Employee benefit obligations	13	606.76	554.12	476.40
Other current liabilities	14	1,529.54	1,104.82	1,491.56
Total current liabilities		**12,058.15**	**10,638.60**	**9,356.49**
Total liabilities		**12,999.87**	**11,505.63**	**10,147.30**
Total equity and liabilities		**75,566.66**	**62,267.30**	**55,904.08**

The above statement of changes in equity should be read in conjunction with the accompanying notes.
This is the statement of changes in equity referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Revenue from operations	15	57,277.42	54,201.67
Other income	16(a)	2,209.71	1,826.82
Other gains / (losses) - net	16(b)	(74.27)	276.74
Total income		**59,412.86**	**56,305.23**
Expenses			
Production cost	17	6,300.29	6,083.22
Employee benefits expense	18	14,636.94	14,166.12
Depreciation and amortisation expense	19	2,860.39	3,057.09
Other expenses	20	20,065.86	17,705.42
Finance costs	21	203.56	56.01
Total expenses		**44,067.04**	**41,067.86**
Profit before exceptional items and tax		**15,345.82**	**15,237.37**
Exceptional items	22	855.80	(3,862.30)
Profit before tax		**16,201.62**	**11,375.07**
Income tax expense	23		
- Current tax		5,383.13	5,216.09
- Deferred tax		30.43	75.01
Total tax expense		**5,413.56**	**5,291.10**
Profit for the year		**10,788.06**	**6,083.97**
Other comprehensive income			
Items that will not be reclassified to profit and loss			
Remeasurements of post-employment benefit obligations	13	(2.85)	(14.33)
Income tax relating to this item	13	0.99	4.96
Other comprehensive (expense) for the year, net of tax		**(1.86)**	**(9.37)**
Total comprehensive income for the year		**10,786.20**	**6,074.60**
Earnings per equity share	**31**		
Basic earnings per share		18.08	10.20
Diluted earnings per share		18.08	10.20

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2017

A Equity share capital

	Notes	(₹ in lacs)
As at April 1, 2015		2,982.43
Changes in equity share capital	10(a)	0.25
As at March 31, 2016		**2,982.68**
Changes in equity share capital	10(a)	-
As at March 31, 2017		**2,982.68**

B Other equity

(₹ in lacs)

	Notes	Reserves and surplus					Total
		Capital contribution	Securities premium reserve	Retained earnings	General reserve	Share options outstanding account	
Balance as at April 1, 2015		**-**	**5,384.87**	**29,954.69**	**7,430.29**	**4.50**	**42,774.35**
Profit for the year	10(b)	-	-	6,083.97	-	-	6,083.97
Other comprehensive (expense)	10(b)	-	-	(9.37)	-	-	(9.37)
Total comprehensive income for the year		**-**	**-**	**6,074.60**	**-**	**-**	**6,074.60**
Transfer from retained earnings to general reserve	10(b)	-	-	(500.00)	500.00	-	-
Transactions with owners in their capacity as owners:		**-**	**-**	**-**	**-**	**-**	**-**
Issue of equity shares as per employee stock option plan	10(a)	-	4.41	-	-	(0.50)	3.91
Dividend paid	26	-	-	(894.73)	-	-	(894.73)
Dividend distribution tax on dividend on equity shares	23	-	-	(178.89)	-	-	(178.89)
Options adjusted	30	-	-	-	-	(0.25)	(0.25)
Balance at March 31, 2016		**-**	**5,389.28**	**34,455.67**	**7,930.29**	**3.75**	**47,778.99**
Balance at April 1, 2016		**-**	**5,389.28**	**34,455.67**	**7,930.29**	**3.75**	**47,778.99**
Profit for the year		-	-	10,788.06	-	-	10,788.06
Other comprehensive income / (expense)		-	-	(1.86)	-	-	(1.86)
Total comprehensive income for the year		**-**	**-**	**10,786.20**	**-**	**-**	**10,786.20**
Transactions with owners in their capacity as owners:							
Capital contribution in the form of gifting of shares	10(b)	2,275.38	-	-	-	-	2,275.38
Dividend paid	26	-	-	(1,043.94)	-	-	(1,043.94)
Dividend distribution tax on dividend on equity shares	23	-	-	(212.52)	-	-	(212.52)
Option forfeited	30	-	-	-	1.50	(1.50)	-
Balance at March 31, 2017		**2,275.38**	**5,389.28**	**43,985.41**	**7,931.79**	**2.25**	**59,584.11**

The above statement of changes in equity should be read in conjunction with the accompanying notes.

This is the statement of changes in equity referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

STATEMENT OF CASH FLOWS

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Cash flow from operating activities			
Profit before income tax		16,201.62	11,375.07
Adjustments for			
Depreciation and amortisation expenses	19	2,860.39	3,057.09
Fixed assets written off	20	-	0.67
Employee share-based payment (income)	18	-	(0.25)
Allowance for doubtful debts - trade receivables	20	389.40	43.46
Allowance for doubtful advances	20	66.51	-
Bad debts net of adjustment with provision for doubtful debts and advances	20	-	41.37
Liabilities written back to the extent no longer required	16(a)	-	(256.80)
Net loss / (gain) on disposal of property, plant and equipment	16(b)	0.85	(272.80)
Fair value of investments acquired by way of gift	16(b)	(855.80)	-
Fair value loss on investment at fair value through profit and loss	22	53.60	831.30
Unwinding of discount on security deposits	16(a)	(20.58)	(19.27)
Interest income classified as investing cash flows	16(a)	(1,807.13)	(1,189.49)
Finance costs	21	203.56	56.01
Net exchange differences	16(b)	27.97	24.51
Fair value (loss) on guarantee received in relation to investment	22	-	3,031.00
Changes in operating assets and liabilities			
(Increase) in trade receivables		(1,676.26)	(2,419.77)
Increase in trade payables		1,489.98	1,255.82
(Increase) in other financial assets		(10,225.73)	(13,359.64)
(Increase) / decrease in other non - current assets		118.45	(31.26)
(Increase) / decrease in other current assets		109.85	(264.60)
Increase / (decrease) in other financial liabilities		(99.31)	693.94
Increase in employee benefit obligations		138.52	124.64
Increase / (decrease) in other current liabilities		424.72	(129.93)
Increase / (decrease) in other non - current liabilities		(1.49)	(62.10)
Cash generated from operations		**7,399.12**	**2,528.97**
Income tax paid	8	(5,927.61)	(5,734.38)
Net cash inflow / (outflow) from operating activities		**1,471.51**	**(3,205.41)**
Cash flows from investing activities			
Payment for acquisition of property, plant and equipment	3	(1,463.27)	(1,096.77)
Payment for acquisition of intangible assets	4	(73.24)	(223.08)
Proceeds from sale of property, plant and equipment	3	78.07	98.22
Sale of radio stations	35	-	400.00
Dividend received			-
Loans to / (repayment of loans by) employees	5(e)	5.01	(5.47)
Interest received	16(a)	1,751.40	879.20
Net cash inflow from investing activities		**297.97**	**52.10**

STATEMENT OF CASH FLOWS *(contd.)*

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Cash flows from financing activities			
Proceeds from issue of shares	10(a) and (b)	-	4.16
Interest and other borrowing costs paid	21	(170.39)	(19.46)
Dividends paid to company's shareholders	26	(1,041.60)	(894.73)
Dividend distribution tax paid	23	(212.52)	(178.89)
Net cash (outflow) from financing activities		**(1,424.51)**	**(1,088.92)**
Net increase / (decrease) in cash and cash equivalents		**344.97**	**(4,242.23)**
Cash and cash equivalents at the beginning of the financial year	5(c)	1,673.41	5,915.64
Effect of exchange rate changes on cash and cash equivalents		(12.67)	-
Cash and cash equivalents at the end of the year		**2,005.71**	**1,673.41**
Non-cash investing activity			
- Acquisition of equity shares in Mail Today by way of a gift at fair values	10(b)	3,131.18	-
Reconciliation of cash and cash equivalents as per the cash flow statement			
Cash and cash equivalents as per above comprise of the following			
Cash and cash equivalents (note 5c)		2,005.71	2,002.03
Book overdraft (note 11b)		-	(328.62)
Cash credit facility from bank (note 11a)		-	-
Balance as per statement of cash flows		**2,005.71**	**1,673.41**

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Background

T.V. Today Network Limited (hereinafter referred to as the 'Company') is a company limited by shares, incorporated and domiciled in India. The Company's equity shares are listed on the Bombay Stock Exchange and the National Stock Exchange in India. The registered office of the Company is situated at F-26, First Floor, Connaught Circus, New Delhi - 110001, India. The principal place of the business of the Company is situated at FC-8, Sector 16A, Film City, Noida 201301, Uttar Pradesh.

The Company is primarily engaged in broadcasting television news channels and radio stations in India.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements of the Company. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016] and other relevant provisions of the Act.

The financial statements up to year ended March 31, 2016 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS. Refer note 38 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

These financial statements have been issued in addition to the consolidated financial statements of the Company and its subsidiaries.

List of subsidiaries:

Name	Place of incorporation	Ownership interest			Method
		March 31, 2017	March 31, 2016	April1, 2015	
India Today Online Private Limited	India	100.00%	0.00%	0.00%	At fair values
Mail Today Newspapers Private Limited*	India	100.00%	8.14%	8.35%	At fair values
T.V. Today Network (Business) Limited	India	100.00%	100.00%	100.00%	At fair values

* As at March 31, 2017, 66.78% ownership interest is held through India Today Online Private Limited.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments

(b) Segment reporting

Since, the Annual financial statements of the Company contains both the consolidated and separate financial statements of the Company in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016] and other relevant provisions of the Act, hence as per Ind AS 108 - Operating segments, segment reporting is only included in the consolidated financial statements of the Company. Refer note 31 of the consolidated financial statements of the Company for segment reporting.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

(c) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR / H), which is the Company's functional and presentation currency.

(ii) Transaction and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

All foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

(d) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from services

Advertisement income is recognized in the accounting period in which the services are rendered, i.e., when the advertisements are displayed / aired.

The Company enters into arrangements for free / bonus spots, bundled with normal paid spots. The total consideration for advertising services is allocated to the paid and bonus spots based on their relative fair values. Revenues allocated to bonus spots is deferred (refer note 14) and recognised as revenue when such spots are utilised by customers.

Income from digital business is recognized in the period in which the services are rendered.

Subscription income from direct-to-home satellite operators and other distributors for the right to distribute the channels is recognised when the service has been provided as per the terms of the contract.

Fee from training is recognized over the duration of the course offered by the media institute of the Company.

(e) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in India where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(f) Leases

As a lessee :

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor :

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(g) Impairment of assets

Property, plant and equipment and other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

(h) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(i) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

(j) Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

-those to be measured subsequently at fair value (through profit or loss), and

-those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in profit or loss. For investment in debt instrument, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

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 statement of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets 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 investment 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 finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue 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 recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The Company subsequently measures all equity investments at fair value. Dividends from such investments are recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

(iii) Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 25 details how the group determines whether there has been a significant increase in credit risk.

For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Derecognition of financial assets

A financial asset is derecognised only when:

- The Company has transferred the rights to receive cash flows from the financial asset or

- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Income recognition

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(k) Derivatives that are not designated as hedges

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/(losses).

(l) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where 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. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(m) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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 item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value those stated above

(i) Leasehold land is depreciated over the period of the lease, on a straight line basis.

(ii) Leasehold improvements are depreciated over the lease term or their useful life (based on technical evaluation), whichever is shorter, on a straight line basis.

(iii) Continuous process plant and machinery are depreciated over the useful life of 9.67 years, based on technical evaluation, on a straight line basis.

(iv) Vehicles are depreciated over the useful life of 5 years, based on technical evaluation, on a straight line basis.

(v) Assets costing less than ₹5,000 are depreciated over a period of 12 months, on a straight line basis.

(vi) Depreciation on property, plant and equipment (other than leasehold land, leasehold improvements, continuous process plant and machinery and vehicles) is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013, which approximate the useful lives of the assets estimated by the management.

The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(n) Intangible assets

Acquired intangible assets are shown at historical cost. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses, if any.

(i) Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:
Computer software: 3 years
Production software: 3 years
CTI sites BECIL: 10 years (license period)
Digital rights of news channels: 10 years

(ii) Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

(o) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(p) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(q) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(r) Provisions

Provisions for legal claims, volume discounts and returns are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

(s) Employee benefits

(i) Short-term obligation

Liabilities for salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefits obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post employment obligations

The Company operates the following post-employment schemes:

(a) defined benefit plan, i.e., gratuity

(b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Company pays provident fund and employee state insurance contributions to government administered Employee Provident Fund Organisation and Employee State Insurance Corporation respectively. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iv) Share based payments

Share-based compensation benefits are provided to employees via TV Today Network Limited Employee Stock Option Plan.

Employee options

The fair value of options granted under the TV Today Network Limited Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

-including any market performance conditions (e.g., the entity's share price)

-excluding the impact of any service and non market performance vesting conditions (e.g., profitability, sales growth targets and remaining an employee of the entity over a specified time period) and

-including the impact of any non vesting conditions (e.g., the requirement for employees to save or holdings shares for a specific period of time)

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment in equity.

(v) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually or statutorily obliged or where there is a past practice that has created a constructive obligation.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

(t) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(u) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(v) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

(a) the profit attributable to owners of the Company.

(b) by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year. (note 31).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

(a) the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

(b) the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(w) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

(x) Recent accounting pronouncements

Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment'. These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the Company from April 1, 2017.

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for the year ended March 31, 2017

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The company is evaluating the requirements of the amendment and the effect thereof on its financial statements is being evaluated.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the 'fair values', but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement.

In the opinion of the management, the impact on the financial statements of the amendment is not expected to be material.

(y) Rounding of amounts

All amounts in Indian Rupees disclosed in the financial statements and notes thereof have been rounded off to the nearest lacs as per the requirement of Schedule III, unless otherwise stated.

Note 2: Critical estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different that those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Critical estimates

The areas involving critical estimates are:

i) Estimated fair value of unlisted securities - Note 5(a)
ii) Estimation of defined benefit obligations - Note 13
iii) Impairment of trade receivables - Note 24

Critical judgements

The areas involving critical judgements are:

i) Estimate useful life of property, plant and equipment and intangible assets - Notes 1(m), 1(n), 3 and 4

ii) Estimation of provision for legal claim and contingent liabilities - Notes 12 and 28

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 3: Property, plant and equipment

(₹ in lacs)

	Leasehold land	Building	Leasehold improvements	Plant and machinery	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Year ended March 31, 2016										
Gross carrying amount										
Gross carrying amount as at April 1, 2015	1,203.59	9,003.87	989.40	21,536.49	1,927.70	1,298.98	1,376.21	655.20	37,991.44	79.25
Closing accumulated depreciation as at April 1, 2015	164.88	483.90	937.88	14,081.92	1,193.29	660.24	334.25	377.87	18,234.23	-
Deemed cost as at April 1, 2015	**1,038.71**	**8,519.97**	**51.52**	**7,454.57**	**734.41**	**638.74**	**1,041.96**	**277.33**	**19,757.21**	**79.25**
Additions (including transfers from CWIP)	-	3.30	-	319.81	270.66	108.31	36.22	217.57	955.87	612.59
Disposals	-	-	(29.83)	(134.98)	(0.85)	(3.46)	(4.53)	(42.14)	(215.79)	-
Transfers	-	-	-	-	-	-	-	-	-	(508.49)
Closing gross carrying amount	**1,038.71**	**8,523.27**	**21.69**	**7,639.40**	**1,004.22**	**743.59**	**1,073.65**	**452.76**	**20,497.29**	**183.35**
Accumulated depreciation										
Depreciation charge during the year	16.52	244.48	23.75	1,452.62	265.83	273.42	143.12	75.52	2,495.26	-
Disposals	-	-	(16.78)	(22.44)	(0.46)	(1.25)	(0.54)	(14.93)	(56.40)	-
Closing accumulated depreciation	**16.52**	**244.48**	**6.97**	**1,430.18**	**265.37**	**272.17**	**142.58**	**60.59**	**2,438.86**	**-**
Net carrying amount	1,022.19	8,278.79	14.72	6,209.22	738.85	471.42	931.07	392.17	18,058.43	183.35
Year ended March 31, 2017										
Gross carrying amount										
Opening gross carrying amount	1,038.71	8,523.27	21.69	7,639.40	1,004.22	743.59	1,073.65	452.76	20,497.29	183.35
Additions (including transfers from CWIP)	-	105.83	12.71	594.57	251.25	27.51	23.49	236.11	1,251.47	788.94
Disposals	-	-	-	(41.64)	(0.58)	-	-	(71.05)	(113.27)	-
Transfers									-	(661.16)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 3: Property, plant and equipment *(contd.)*

(₹ in lacs)

	Leasehold land	Building	Leasehold improvements	Plant and machinery	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Closing gross carrying amount	**1,038.71**	**8,629.10**	**34.40**	**8,192.33**	**1,254.89**	**771.10**	**1,097.14**	**617.82**	**21,635.49**	**311.13**
Accumulated depreciation									**-**	
Opening accumulated depreciation	16.52	244.48	6.97	1,430.18	265.37	272.17	142.58	60.59	2,438.86	-
Depreciation charge during the year	16.52	251.22	7.04	1,266.69	287.07	281.53	145.69	80.15	2,335.91	
Disposals	-	-	-	(8.28)	(0.58)	-	-	(25.49)	(34.35)	
Closing accumulated depreciation and impairment	**33.04**	**495.70**	**14.01**	**2,688.59**	**551.86**	**553.70**	**288.27**	**115.25**	**4,740.42**	**-**
Net carrying amount	**1,005.67**	**8,133.40**	**20.39**	**5,503.74**	**703.03**	**217.40**	**808.87**	**502.57**	**16,895.07**	**311.13**

(i) Leased assets

The Company has acquired a leasehold land from New Okhla Industrial Development Authority under finance lease. The lease term in respect of land acquired under finance lease is 73 years.

(ii) Contractual obligations

Refer to note 29 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iii) Capital work in progress

Capital work in progress mainly comprises of broadcast equipment not yet ready to use.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 4: Intangible assets

(₹ in lacs)

	Production software	Computer software	CTI site BECIL	Digital rights*	Total	Intangible assets under development
Year ended March 31, 2016						
Gross carrying amount						
Gross carrying amount as at April 1, 2015	1,267.33	168.91	470.18	3,875.00	5,781.42	228.82
Closing accumulated depreciation as at April 1, 2015	1,187.51	103.40	337.76	387.50	2,016.17	-
Deemed cost as at April 1, 2015	**79.82**	**65.51**	**132.42**	**3,487.50**	**3,765.25**	**228.82**
Additions (including transfers from intangible assets under development)	-	157.05	-	-	157.05	172.68
Disposals	-	(1.21)	(77.71)	-	(78.92)	
Transfers					-	(114.01)
Closing gross carrying amount	**79.82**	**221.35**	**54.71**	**3,487.50**	**3,843.38**	**287.49**
Accumulated amortisation						
Amortisation charge for the year	3.04	119.13	51.10	388.56	561.83	-
Disposals	-	-	(12.22)	-	(12.22)	-
Closing accumulated amortisation	**3.04**	**119.13**	**38.88**	**388.56**	**549.61**	**-**
Closing net carrying amount	76.78	102.22	15.83	3,098.94	3,293.77	287.49
Year ended March 31, 2017						
Gross carrying amount						
Opening gross carrying amount	79.82	221.35	54.71	3,487.50	3,843.38	287.49
Additions (including transfer from intangible assets under development)	7.19	156.11	-	-	163.30	38.90
Disposals	-	-	-	-	-	(188.16)
Transfers	-	-	-	-	-	(131.67)
Closing gross carrying amount	**87.01**	**377.46**	**54.71**	**3,487.50**	**4,006.68**	**6.56**
Accumulated amortisation						
Opening accumulated amortisation	3.04	119.13	38.88	388.56	549.61	-
Amortisation charge for the year	10.93	112.54	13.64	387.37	524.48	
Closing accumulated amortisation	**13.97**	**231.67**	**52.52**	**775.93**	**1,074.09**	**-**
Closing net carrying amount	**73.04**	**145.79**	**2.19**	**2,711.57**	**2,932.59**	**6.56**

* Digital rights of the Company's news channels acquired from the holding company, Living Media India Limited.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 5: Financial assets

5(a) Non-current investments

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Investment in equity instrument (fully paid up)			
Equity investments at FVTPL			
Subsidiary Companies			
Unquoted			
150,000 (March 31, 2016: 150,000, April 1, 2015: 150,000) equity shares of T.V. Today Network (Business) Limited	15.00	15.00	15.00
94,807,389 (March 31, 2016: Nil, April 1, 2015: Nil) equity shares of India Today Online Private Limited	2,275.38	-	-
43,553,135 (March 31, 2016: Nil, April 1, 2015: Nil) equity shares of Mail Today Newspapers Private Limited	1,128.03	-	-
Other than subsidiaries			
Unquoted			
Nil (March 31, 2016: 10,510,510, April 1, 2015: 10,510,510) equity shares of Mail Today Newspapers Private Limited	-	325.83	1,157.13
1,100,000 (March 31, 2016: 1,100,000, April 1, 2015: 1,100,000) equity shares of Radio Today Broadcasting Limited	-	-	-
Total non - current investments	**3,418.41**	**340.83**	**1,172.13**

5(b) Trade receivables

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Trade receivables	16,825.41	14,575.25	12,553.36
Receivables from related parties (refer note 27)	735.74	1,135.18	1,396.52
Less: Allowance for doubtful debts	(1,989.43)	(1,594.00)	(2,370.88)
Total receivables	**15,571.72**	**14,116.43**	**11,579.00**
Current portion	15,571.72	14,116.43	11,579.00
Non-current portion	-	-	-

Break-up of security details (₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Secured, considered good			
Unsecured, considered good	15,571.72	14,116.43	11,579.00
Doubtful	1,989.43	1,594.00	2,370.88
Total	**17,561.15**	**15,710.43**	**13,949.88**
Allowance for doubtful debts	(1,989.43)	(1,594.00)	(2,370.88)
Total trade receivables	**15,571.72**	**14,116.43**	**11,579.00**

5(c) Cash and cash equivalents

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Balances with banks			
- in current accounts	1,922.51	1,044.28	1,398.58
- in EEFC accounts	72.53	446.65	140.19
Deposits with maturity of less than three months	-	503.74	5,038.14
Cash on hand	10.67	7.36	11.31
Total cash and cash equivalents	**2,005.71**	**2,002.03**	**6,588.22**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

5(d) Bank balances - others

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Other bank balances			
Long-term deposits with maturity more than 3 months but less than 12 months *	24,228.75	14,977.54	2,938.44
Unpaid dividend accounts	12.04	15.29	13.75
Total bank balances - others	**24,240.79**	**14,992.83**	**2,952.19**

* ₹198.00 lacs (March 31, 2016: ₹198.00 lacs, April 1, 2015: ₹198.00 lacs) held as lien by bank against bank guarantees

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 5: Financial assets *(contd.)*

5(e) Loans

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Unsecured, considered good						
Loan to employees	13.20	10.29	17.55	10.95	12.67	10.36
Total loans	**13.20**	**10.29**	**17.55**	**10.95**	**12.67**	**10.36**

5(f) Other financial assets

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Unsecured, considered good, unless otherwise stated:						
(i) Derivative						
Guarantee from holding company in relation to investment (refer note 27)	-	-	-	-	-	3,031.00
(ii) Others						
Long-term deposits with banks with remaining maturity period more than 12 months	-	2,623.68	-	1,582.95	-	-
Claims recoverable						
- Considered good	40.06	-	45.18	-	57.47	-
- Considered doubtful	-	-	-	-	29.50	-
Less: Allowance for doubtful claims recoverable	-	-	-	-	(29.50)	-
Advance recoverable						
- Considered good	7.54	-	74.61	-	-	-
- Considered doubtful	34.97	-	-	-	-	-
Less: Allowance for doubtful advance recoverable	(34.97)	-	-	-	-	-
Security deposits						
- Considered good	144.56	335.90	73.97	359.17	34.26	394.05
- Considered doubtful	-	4.35	-	4.35	-	4.35
Less: Allowance for doubtful security deposits	-	(4.35)	-	(4.35)	-	(4.35)
Total other financial assets	**192.16**	**2,959.58**	**193.76**	**1,942.12**	**91.73**	**3,425.05**

Note 6: Deferred tax assets (net)

The balance comprises temporary differences attributable to:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Defined benefit obligations	235.37	186.45	138.36
Provision for bonus	66.71	69.04	5.48
	302.08	**255.49**	**143.84**
Other Items			
Allowance for doubtful debts and advances	863.29	705.55	886.54
Disallowances under section 40(a) of the Income Tax Act, 1961	1,088.56	1,223.53	1,068.45
Others	12.05	13.86	2.73
	1,963.90	**1,942.94**	**1,957.72**
Total deferred tax assets	**2,265.98**	**2,198.43**	**2,101.56**
Set-off of deferred tax liabilities pursuant to set-off provisions:			
Property, plant and equipment	(478.53)	(435.12)	(384.26)
Intangible assets	(338.40)	(284.81)	(151.63)
Others	-	-	(17.14)
Net deferred tax assets	**1,449.05**	**1,478.50**	**1,548.53**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 6: Deferred tax assets (net) *(contd.)*

Movement in deferred tax assets

(₹ in lacs)

	Defined benefit obligations	Provision for bonus	Allowance for doubtful debts and advances	Disallowances under section 40(a)	Deferred tax assets - others	Deferred tax liabilities - others	Property, plant and equipment	Intangible assets	Total
As at April 1, 2015	**138.36**	**5.48**	**886.54**	**1,068.45**	**2.73**	**(17.14)**	**(384.26)**	**(151.63)**	**1,548.53**
(Charged)/credited:									
- to profit or loss	43.13	63.56	(180.99)	155.08	11.13	17.14	(50.86)	(133.18)	(74.99)
- to other comprehensive income	4.96	-	-	-	-	-	-	-	4.96
As at March 31, 2016	**186.45**	**69.04**	**705.55**	**1,223.53**	**13.86**	**-**	**(435.12)**	**(284.81)**	**1,478.50**
(Charged)/credited:									
- to profit or loss	47.93	(2.33)	157.74	(134.97)	(1.81)	-	(43.41)	(53.59)	(30.44)
- to other comprehensive income	0.99	-	-	-	-	-	-	-	0.99
As at March 31, 2017	**235.37**	**66.71**	**863.29**	**1,088.56**	**12.05**	**-**	**(478.53)**	**(338.40)**	**1,449.05**

Note 7: Other non-current assets

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Unsecured, considered good, unless otherwise stated:			
Capital advances			
- Considered good	25.58	105.11	61.29
- Considered doubtful	10.46	10.46	10.46
Less: Allowance for doubtful capital advances	(10.46)	(10.46)	(10.46)
Advance to vendors	14.50	14.50	14.50
Prepaid expenses	37.87	156.32	125.06
Total other non-current assets	**77.95**	**275.93**	**200.85**

Note 8: Current tax assets (net)

(₹ in lacs)

	March 31, 2017	March 31, 2016
Advance income tax		
Opening balance	3,113.51	2,598.75
Add: Taxes paid	5,927.61	5,730.85
Less: Current tax payable for the year	5,383.13	5,216.09
Closing balance	**3,657.99**	**3,113.51**
Advance fringe benefits tax		
Opening balance	10.80	10.80
Add: Taxes paid	-	-
Less: Tax payable	-	-
Closing balance	**10.80**	**10.80**
Total closing balance	**3,668.79**	**3,124.31**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 9: Other current assets

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Unsecured, considered good, unless otherwise stated:			
Receivables - barter transactions			
- Related parties (note 27)	86.38	122.16	231.62
- Others			
- Considered good	97.99	266.58	457.93
- Considered doubtful	215.83	221.86	23.01
Less: Allowance for doubtful receivables - barter transactions	(215.83)	(221.86)	(23.01)
Prepaid expenses	871.76	542.75	314.70
Balances with government authorities	339.91	369.62	126.65
Advances			
- Considered good	417.62	647.91	752.37
- Considered doubtful	154.85	123.31	123.31
Less: Allowance for doubtful advances	(154.85)	(123.31)	(123.31)
Total other current assets	**1,813.66**	**1,949.02**	**1,883.27**

Note 10: Equity share capital and other equity

10(a) Share capital

Authorised share capital

	Equity shares		Preference shares	
	Number of shares	(₹ in lacs)	Number of shares	(₹ in lacs)
As at April 1, 2015	68,000,000	3,400.00	300,000	300.00
Increase during the year	-	-	-	-
As at March 31, 2016	**68,000,000**	**3,400.00**	**300,000**	**300.00**
Increase during the year	-	-	-	-
As at March 31, 2017	**68,000,000**	**3,400.00**	**300,000**	**300.00**

(i) Movements in equity share capital

	Notes	Number of shares	Equity share capital (par value) (₹ in lacs)
As at April 1, 2015		59,648,615	2,982.43
Exercise of options - proceeds received	30	5,000	0.25
As at March 31, 2016		**59,653,615**	**2,982.68**
Exercise of options - proceeds received	30	-	-
As at March 31, 2017		**59,653,615**	**2,982.68**

Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of H5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

Shares reserved for issue under options

Information relating to T.V. Today Network Limited Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 30.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

(ii) Shares of the Company held by holding/ultimate holding company

(Nos. in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Living Media India Limited (holding company)	339.54	339.54	339.54
World Media Private Limited (ultimate holding company upto December 18, 2015)	-	-	0.02

(iii) Details of shareholders holding more than 5% shares in the Company

	March 31, 2017		March 31, 2016		April 1, 2015	
	Number of shares	% holding	Number of shares	% holding	Number of shares	% holding
Living Media India Limited, the holding company	33,954,000	56.92%	33,954,000	56.92%	33,954,000	56.92%

(iv) Aggregate number of shares issued for consideration other than cash (during 5 years immediately preceding March 31, 2017)

	March 31, 2017 Number of shares	March 31, 2016 Number of shares	March 31, 2015 Number of shares	March 31, 2014 Number of shares	March 31, 2013 Number of shares
Equity shares issued under the Employee Stock Option Plan as consideration for services rendered by employees (refer note 30)	-	5,000	160,500	31,500	-

Note : No shares were issued for consideration other than cash during the year ended March 31, 2012

10(b) Reserves and surplus

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Securities premium reserve	5,389.28	5,389.28	5,384.87
Capital contribution in the form of gifting of shares	2,275.38	-	-
General reserve	7,931.79	7,930.29	7,430.29
Share options outstanding account	2.25	3.75	4.50
Retained earnings	43,985.41	34,455.67	29,954.69
Total reserves and surplus	**59,584.11**	**47,778.99**	**42,774.35**

(i) Securities premium reserve

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	5,389.28	5,384.87
Add: Transferred from stock options outstanding	-	0.50
Add: Received on issue of equity shares	-	3.91
Closing balance	**5,389.28**	**5,389.28**

(ii) Capital contribution in the form of gifting of shares

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	-	-
Add: Share of gift received from holding company	2,275.38	-
Closing balance	**2,275.38**	**-**

(iii) General reserve

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	7,930.29	7,430.29
Add: Options expired during the year	1.50	-
Add: Appropriations during the year	-	500.00
Closing balance	**7,931.79**	**7,930.29**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

(iv) Share options outstanding account

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	3.75	4.50
Less: Options expired/adjusted during the year	(1.50)	(0.25)
Less: Transfer to securities premium on exercise of stock options during the year	-	(0.50)
Closing balance	**2.25**	**3.75**

(v) Retained earnings

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	34,455.67	29,954.69
Net profit for the year	10,788.06	6,083.97
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	(1.86)	(9.37)
Transfer to general reserve	-	(500.00)
Dividend on equity shares for previous year	(1,043.94)	(894.73)
Dividend distribution tax on dividend for previous year	(212.52)	(178.89)
Closing balance	**43,985.41**	**34,455.67**

Nature and purpose of other reserves

Securities premium reserve

Securities Premium reserve represents the amount received in excess of par value of securities (equity shares). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

Capital contribution

During the year, the Company received 100% equity shares of India Today Online Private Limited ("ITOPL"), which holds 66.78% of ownership interest in Mail Today Newspaper Private Limited (MTNPL), by way of a gift (involving no monetary consideration) from Living Media India Limited, the holding company. The gift received by the Company has been recognised at fair value with corresponding credit to capital contribution considering the parent-subsidiary relationship and the economic substance of the transaction. Refer additionally relevant accounting policy. (refer note 10b).

General reserve

General reserve represents the statutory reserve created in accordance with Indian Corporate law, wherein a portion of profit is required to be apportioned to such reserve. Under the Companies Act, 1956, it was mandatory to transfer a required amount to general reserve before a company could declare dividend, however, under the Companies Act, 2013, the transfer of any amount to general reserve is at the discretion of the Company.

Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued to employees under TV Today Network Limited stock employee option plan.

Retained earnings

Retained earnings represent the undistributed profits of the Company.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 11: Financial liabilities

11(a) Current borrowings

(₹ in lacs)

	Maturity	Terms of repayment	Coupon/ Interest rate	March 31, 2017	March 31, 2016	April 1, 2015
Loans repayable on demand (secured):						
Cash credit facility from bank	Annual renewable	Repayable on demand	SBI Base rate + 3%	-	-	672.58
Total current borrowings				**-**	**-**	**672.58**

Secured borrowings and assets pledged as security

(a) Cash credit facility has been secured by way of first charge against the whole of book debts of the Company.

The carrying amounts of financial and non financial assets pledged as security for current borrowings are disclosed in note 33.

11(b) Other financial liabilities

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Non-current			
Security deposits	58.63	97.22	46.19
Total other non-current financial liabilities	**58.63**	**97.22**	**46.19**
Current			
Book overdraft with a bank	-	328.62	-
Unpaid dividends	14.38	15.29	13.75
Employee benefits payable	2,145.54	2,192.63	1,588.32
Capital creditors	136.90	314.78	226.68
Security deposits	37.82	23.49	55.03
Others	-	6.50	6.93
Total other current financial liabilities	**2,334.64**	**2,881.31**	**1,890.71**

11(c) Trade payables

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Current			
Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises (refer note 37) and	-	-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	7,579.67	6,097.41	4,599.77
(c) Trade payables to related parties (note 27)	7.54	0.94	221.94
Total trade payables	**7,587.21**	**6,098.35**	**4,821.71**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 12: Provisions

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Legal claim (i)	-	674.92	-	648.88	-	622.84
Wealth tax (i)	-	-	-	-	3.53	-
Total	**-**	**674.92**	**-**	**648.88**	**3.53**	**622.84**

(i) Information about individual provisions and significant estimates

Legal claim

Claim from Prasar Bharti towards uplinking charges: A provision has been recognised on an estimated basis amounting to ₹674.92 lacs (March 31, 2016: ₹648.88 lacs, April 1, 2015: ₹622.84 lacs). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from its counsel, the provision made in the books is considered to be adequate

Wealth tax

Represents provision for wealth tax payable under the Wealth Tax Act,1957.

(ii) Movements in provisions

Movements in each class of provision during the financial year, are set out below:

(₹ in lacs)

	Legal claims	Wealth Tax	Total
As at April 1, 2015	**622.84**	**3.53**	**626.37**
Charged to profit or loss			
-unwinding of discount	26.04	-	26.04
Amount paid during the year	-	(3.53)	(3.53)
As at March 31, 2016	**648.88**	**-**	**648.88**
Charged to profit or loss			
-unwinding of discount	26.04	-	26.04
Amount paid during the year	-	-	-
As at March 31, 2017	**674.92**	**-**	**674.92**

Note 13: Employee benefit obligations

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Non-current			
Gratuity (ii)	207.62	118.89	57.64
Total non-current employee benefit obligations	**207.62**	**118.89**	**57.64**
Current			
Leave obligations (i)	606.76	554.12	476.40
Total current employee benefit obligations	**606.76**	**554.12**	**476.40**

(i) Leave obligations

The leave obligations cover the Company's liability of earned leave.

The amount of the provision of ₹606.76 lacs (March 31, 2016 : ₹554.12 lacs, April 1, 2015 : ₹476.40 lacs) is presented as current since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Current leave obligations not expected to be settled within the next 12 months	528.98	484.10	411.32

(ii) Post-employment obligations

a) Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days' salary multiplied with the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

(iii) Defined contribution plans

The Company also has certain defined contribution plans. Contributions are made to provident fund, employee pension scheme and employee's state insurance scheme for employees as per regulations. The contributions are made to registered funds administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual or any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹551.23 lacs (March 31, 2016 ₹498.14 lacs).

Balance sheet amounts - Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(₹ in lacs)

	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2015	**788.05**	**(730.41)**	**57.64**
Current service cost	129.71	-	129.71
Interest expense/(income)	61.47	(57.05)	4.42
Total amount recognised in profit or loss	**191.18**	**(57.05)**	**134.13**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(7.26)	(7.26)
(Gain)/loss from change in financial assumptions	17.80	-	17.80
Experience (gains)/losses	3.79	-	3.79
Total amount recognised in other comprehensive income	**21.59**	**(7.26)**	**14.33**
Employer contributions	-	(87.21)	(87.21)
Benefit payments	(74.15)	74.15	-
March 31, 2016	**926.67**	**(807.78)**	**118.89**
April 1, 2016	**926.67**	**(807.78)**	**118.89**
Current service cost	145.80	-	145.80
Interest expense/(income)	69.90	(60.58)	9.32
Total amount recognised in profit or loss	**215.70**	**(60.58)**	**155.12**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(8.44)	(8.44)
(Gain)/loss from change in financial assumptions	21.07	-	21.07
Experience (gains)/losses	(9.78)	-	(9.78)
Total amount recognised in other comprehensive income	**11.29**	**(8.44)**	**2.85**
Employer contributions	-	(69.24)	(69.24)
Benefit payments	(77.92)	77.92	-
March 31, 2017	**1,075.74**	**(868.12)**	**207.62**

The net liability disclosed above relates to funded plan as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Present value of funded obligation	1,075.74	926.67	788.05
Fair value of plan assets	(868.12)	(807.78)	(730.41)
Deficit of gratuity plan	**207.62**	**118.89**	**57.64**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

(iv) Post employment benefits (gratuity)

The significant actuarial assumptions were as follows:

	March 31, 2017	March 31, 2016	April 1, 2015
Discount rate	7.20%	7.50%	7.80%
Salary growth rate	6.50%	6.50%	6.50%
Mortality rate	Published rates under Indian Assured Lives Mortality (2006-08) ultimate table		

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(i) Changes in defined benefit obligation due to 1% increase/decease in discount rate

(₹ in lacs)

Particulars	March 31, 2017	March 31, 2016
a) Defined benefit obligation	1,075.74	931.69
b) Defined benefit obligation at 1% increase in discount rate	1,008.78	874.01
c) Defined benefit obligation at 1% decrease in discount rate	1,150.95	996.50
d) Decrease in defined benefit obligation due to 1% increase in discount rate (a-b)	66.96	57.68
e) Increase in defined benefit obligation due to 1% decrease in discount rate (c-a)	75.21	64.81

(ii) Changes in defined benefit obligation due to 1% increase/decease in salary growth rate

(₹ in lacs)

	March 31, 2017	March 31, 2016
a) Defined benefit obligation	1,075.74	931.69
b) Defined benefit obligation at 1% increase in salary growth rate	1,141.08	988.66
c) Defined benefit obligation at 1% decrease in salary growth rate	1,015.03	878.85
d) Increase in defined benefit obligation due to 1% increase in salary growth rate (b-a)	65.34	56.97
e) Decrease in defined benefit obligation due to 1% decrease in salary growth rate (a-c)	60.71	52.84

(iii) Changes in defined benefit obligation due to 1% increase/decease in mortality rate, is negligible.

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(vi) The major categories of plan assets are as follows:

	March 31, 2017		March 31, 2016		April 1, 2015	
	Unquoted	in %	Unquoted	in %	Unquoted	in %
Investment funds						
Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC)	868.12	100%	807.78	100%	730.41	100%
Total	**868.12**	**100%**	**807.78**	**100%**	**730.41**	**100%**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

(vii) Risk exposure

Through its defined benefit plan, the Company is exposed to a number of risks, the most significant of which are defined below:

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to yield on government bonds. If plan liability is funded and return on plan assets is lower than yield on the government bonds, it will create a plan deficit.
Interest risk (discount rate risk)	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. The mortality table used for the purpose is Indian Assured Lives Mortality (2006-08) ultimate table published by the Institute of Actuaries of India. A change in mortality rate will have a bearing on the plan's liability.
Salary risk	The present value of the defined benefit plan liability 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.

The Company ensures that investment positions are managed within an asset/liability matching (ALM) framework that has been developed to achieve long term investments that are in line with the obligations under employee benefit plans. Within this framework, the Company's ALM objective is to match assets to the Gratuity obligations by investing in Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC) with maturities that match the benefit payments as they fall due.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes to manage its risk from previous periods.

The Company believes the LIC policy offers reasonable returns over the long-term with an acceptable level of risk.

The plan asset mix is in compliance with the requirements of the local regulations.

(viii) Defined benefit liability and employer contributions

The Company has agreed that it will aim to eliminate the deficit in defined benefit gratuity plan over the coming years. Funding levels are monitored on an annual basis and the current agreed contribution rate as advised by the LIC. The Company considers that the contribution rates set at the last valuation date are sufficient to eliminate the deficit over the coming years and that regular contributions, which are based on service costs, will not increase significantly.

Expected contribution to post-employment benefit plan for the year ending March 31, 2018 is ₹144.96 lacs.

The weighted average duration of the defined benefit obligation as at March 31, 2017 is 10.03 years (March 31, 2016 10.04 years, April 1, 2015- 10.09 years). The expected maturity analysis of gratuity is as follows:

(₹ in lacs)

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
March 31, 2017					
Defined benefit obligation	115.05	99.42	272.58	588.69	1,075.74
Total	**115.05**	**99.42**	**272.58**	**588.69**	**1,075.74**
March 31, 2016					
Defined benefit obligation	93.56	92.23	230.23	510.65	926.67
Total	**93.56**	**92.23**	**230.23**	**510.65**	**926.67**
April 1, 2015					
Defined benefit obligation	82.67	77.92	197.90	429.56	788.05
Total	**82.67**	**77.92**	**197.90**	**429.56**	**788.05**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 14: Other liabilities

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Payables - barter transactions	16.24	-	-	-	-	-
Deferred revenue	85.69	0.55	53.05	0.16	72.50	4.20
Statutory dues payables (including provident fund and tax deducted at source)	409.00	-	528.12	-	256.72	-
Advances from customers	998.76	-	497.25	-	1,116.33	-
Others	19.85	-	26.40	1.88	46.01	59.94
Total other liabilities	**1,529.54**	**0.55**	**1,104.82**	**2.04**	**1,491.56**	**64.14**

Note 15: Revenue from operations

The Company derives the following types of revenue:

(₹ in lacs)

	March 31, 2017	March 31, 2016
Sale of services :		
- Advertisement income	54,691.72	49,694.80
- Subscription income	2,068.89	3,473.10
- Income from digital business	67.00	388.30
Revenue from exchange of services - Advertisement income	232.81	258.52
Other operating revenue :		
- Fees from training	195.87	163.24
- SMS income	-	2.33
- Income from sale of animations	21.13	116.21
- Income from programme support service	-	105.17
Total revenue from operations	**57,277.42**	**54,201.67**

Note 16: Other income and other gains/(losses)

(a) Other income

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Rental income		305.27	310.20
Interest income from financial assets at amortised cost		1,807.13	1,189.49
Unwinding of discount on security deposits		20.58	19.27
Provisions/ liabilities written back to the extent no longer required		-	256.80
Miscellaneous income		76.73	51.06
Total other income		**2,209.71**	**1,826.82**

(b) Other gains/(losses)

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Net (loss)/gain on disposal of property, plant and equipment	3	(0.85)	272.80
Fair value loss on investment in subsidiaries at fair value through profit and loss		(53.60)	-
Net foreign exchange gains/(losses)		(19.82)	3.94
Total other gains/(losses)		**(74.27)**	**276.74**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 17: Production costs

(₹ in lacs)

	March 31, 2017	March 31, 2016
Reporting expenses	1,020.76	1,050.96
Up-linking charges	254.01	227.29
Assignment charges	157.18	73.25
Subscription charges	367.59	150.33
Transponder lease rentals	1,063.10	1,108.51
Programme procurement expenses	25.40	5.00
Royalty fee	523.13	477.36
Equipment hire charges	208.94	166.17
Freelancer fee	556.82	428.24
Outdoor broadcasting van operational expenses	295.28	247.95
Licence fee	842.06	1,004.67
Content fee	79.49	59.83
Others	906.53	1,083.66
Total production costs	**6,300.29**	**6,083.22**

Note 18: Employee benefits expense

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Salaries, wages and bonus		13,527.43	13,069.30
Contribution to provident and other funds		551.23	498.14
Employee share-based payment expense / (income)	30	-	(0.25)
Gratuity	13	155.12	134.13
Leave compensation	13	118.11	146.30
Staff welfare expenses		285.05	318.50
Total employee benefits expense		**14,636.94**	**14,166.12**

Note 19: Depreciation and amortisation expense

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Depreciation of property, plant and equipment	3	2,335.91	2,495.26
Amortisation of intangible assets	4	524.48	561.83
Total depreciation and amortisation expense		**2,860.39**	**3,057.09**

Note 20: Other expenses

(₹ in lacs)

	March 31, 2017	March 31, 2016
Advertising, distribution and sales promotion	11,238.86	10,642.71
Water and electricity charges	794.55	797.08
Rental charges	740.49	491.85
Repairs and maintenance :		
Building	30.89	12.43
Plant and machinery	627.56	646.07
Others	313.58	260.11
Insurance	172.57	167.39
Rates and taxes	193.10	113.99
Travelling and conveyance	1,843.13	1,341.96
Payments to auditors [refer note 20(a)]	96.24	81.62
Corporate social responsibility expenditure [refer note 20(b)]	246.45	165.43
Legal and professional fees	568.55	408.45
Printing and stationery	42.69	44.88
Telephone and communication charges	406.56	372.71

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 20: Other expenses *(contd.)*

(₹ in lacs)

	March 31, 2017	March 31, 2016
Car hire charges	734.08	681.02
Housekeeping expenses	622.33	547.83
Vehicle running and maintenance	51.39	58.35
Commission	26.10	42.13
Freight and courier	22.59	29.29
Guard services expenses	253.67	218.85
Newspapers and periodicals	11.11	106.31
Business promotion	435.58	260.52
Software expenses	38.19	33.70
Fixed assets written off	-	0.67
Allowances for doubtful debts - trade receivables	389.40	43.46
Allowance for doubtful advances	66.51	-
Bad debts net of adjustment with provision for doubtful debts and advances of ₹ Nil (previous year ₹533.81 lacs)	-	41.37
Miscellaneous expenses	99.69	95.24
Total other expenses	**20,065.86**	**17,705.42**

Note 20(a): Details of payments to auditors

(₹ in lacs)

	March 31, 2017	March 31, 2016
Payments to auditors		
As auditor:		
Statutory audit fee	60.00	50.00
Tax audit fee	5.65	4.00
Limited reviews fee	21.00	18.00
In other capacities:		
Certification fee	2.31	4.25
Re-imbursement of expenses	7.28	5.37
Total payments to auditors	**96.24**	**81.62**

Note 20(b): Corporate social responsibility expenditure

(₹ in lacs)

	March 31, 2017	March 31, 2016
Contribution to Care Today Fund	-	165.43
Contribution to Education Today	246.45	
Total	**246.45**	**165.43**
Amount required to be spent as per Section 135 of the Act	246.45	165.43
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	246.45	165.43

Note 21: Finance costs

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Interest and finance charges on financial liabilities not at fair value through profit or loss		7.13	10.91
Unwinding of discount on provisions	12	26.04	26.04
Other borrowing costs		168.13	19.06
Interest on shortfall of advance tax		2.26	-
Total finance costs		**203.56**	**56.01**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 22: Exceptional items

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Gain on investment received by way of gift measured at fair value through profit or loss	27(f)	855.80	-
Fair value (loss) on guarantee received in relation to investment	27(f)	-	(3,031.00)
Fair value (loss) on investment in Mail Today		-	(831.30)
Total exceptional items		**855.80**	**(3,862.30)**

Note 23: Income tax expense

This note provides an analysis of the Company's income tax expense and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax position.

(₹ in lacs)

	March 31, 2017	March 31, 2016
(a) Income tax expense		
Current tax		
Current tax on profits for the year	5,383.13	5,216.09
Total current tax expense	**5,383.13**	**5,216.09**
Deferred tax		
Increase in deferred tax liabilities	98.13	156.97
(Increase) in deferred tax assets	(67.70)	(81.96)
Total deferred tax expense	**30.43**	**75.01**
Income tax expense	**5,413.56**	**5,291.10**

(c) Reconciliation of tax expenses and the accounting profit multiplied by stipulated tax rates:

(₹ in lacs)

	March 31, 2017	March 31, 2016
Profit before income tax expense	16,201.62	11,375.07
Tax at the rate of 34.61% (2015-16: 34.61%)	**5,607.06**	**3,936.68**
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	42.92	57.25
Interest on delayed deposit of tax deducted at source	0.78	0.14
Fair value gain on acquisition of interest in subsidiary by way of gifting of shares	(277.63)	-
Amortisation expense pertaining to leasehold land	5.72	5.72
Others	34.71	0.72
Previously unrecognised tax losses now recouped to reduce current tax expense	-	(46.07)
Tax effect of fair value loss on guarantee received and mail today investment [refer Note 27 (f)] for which no deferred income tax was recognised	-	1,336.66
Income tax expense	**5,413.56**	**5,291.10**

(d) Unrecognised temporary differences

(₹ in lacs)

	March 31, 2017	March 31, 2016
Unrecognised deductible temporary difference pertaining to fair valuation of investment in MTNPL for which no deferred tax asset has been recognised*	37,208.35	4,226.30
Unrecognised deferred tax asset relating to the above temporary differences @ 23.072%	8,584.71	975.09

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 23: Income tax expense (contd.)

(e) Tax losses

(₹ in lacs)

	March 31, 2017	March 31, 2016
Unused capital losses in the Company for which no deferred tax asset has been recognised**	50.93	50.93
Potential tax benefit @ 23.072%	11.75	11.75

*Represents fair value loss on investment in Mail Today Newspapers Private Limited and amortisation expense pertaining to leasehold land, but no deferred tax asset has been recognised on such temporary differences as the Company does not expect the same to be deductible in determining taxable profit of future periods.

**The unused tax losses represents long term capital losses for which no deferred tax asset has been recognised as it is not probable that future taxable income (capital gains) will be available against which such tax losses can be utilised. These losses can be carried forward for eight assessment years subsequent to the year in which such losses are incurred by the Company, i.e., FY - 2019-2020.

As at March 31, 2017, the dividend distribution tax on dividends recommended by Directors amounting to ₹242.88 lacs (March 31, 2016 : ₹212.52 lacs, April 1, 2015 : ₹178.89 lacs) has not been recognised as liability, pending approval of shareholders in the ensuing annual general meeting.

Note 24: Fair value measurements

Financial instruments by category

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	FVPL	Amortised Cost	FVPL	Amortised Cost	FVPL	Amortised Cost
Financial assets						
Investments - equity instruments	3,418.41	-	340.83	-	1,172.13	-
Trade receivables	-	15,571.72	-	14,116.43	-	11,579.00
Loans to employees	-	23.49	-	28.50	-	23.03
Security deposits	-	480.46	-	433.14	-	428.31
Cash and cash equivalents	-	2,005.71	-	2,002.03	-	6,588.22
Other bank balances	-	24,240.79	-	14,992.83	-	2,952.19
Derivative financial asset- guarantee	-	-	-	-	3,031.00	-
Long-term deposits with banks with remaining maturity period more than 12 months	-	2,623.68	-	1,582.95	-	-
Advance recoverable	-	7.54	-	74.61	-	-
Claims recoverable		40.06	-	45.18	-	57.47
Total financial assets	**3,418.41**	**44,993.45**	**340.83**	**33,275.67**	**4,203.13**	**21,628.22**
Financial liabilities						
Borrowings	-	-	-	-	-	672.58
Trade payables	-	7,587.21	-	6,098.35	-	4,821.71
Security deposits	-	96.45	-	120.71	-	101.22
Book overdraft	-	-		328.62		-
Unpaid dividends	-	14.38	-	15.29	-	13.75
Employee benefits payable	-	2,145.54	-	2,192.63	-	1,588.32
Capital creditors	-	136.90	-	314.78	-	226.68
Others	-	-	-	6.50	-	6.93
Total financial liabilities	**-**	**9,980.48**	**-**	**9,076.88**	**-**	**7,431.19**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 24: Fair value measurements *(contd.)*

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(₹ in lacs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2017					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	3,418.41	3,418.41
Total financial assets		**-**	**-**	**3,418.41**	**3,418.41**

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2017					
Financial assets					
Loans to employees	5(e)	-	-	23.49	23.49
Security deposits	5(f)	-	-	480.96	480.96
Long-term deposits with banks with remaining maturity period more than 12 months	5(f)	-	-	2,652.95	2,652.95
Total financial assets		**-**	**-**	**3,157.40**	**3,157.40**
Financial Liabilities					
Security deposits	11(b)	-	-	96.46	96.46
Total financial liabilities		**-**	**-**	**96.46**	**96.46**

(₹ in lacs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2016					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	340.83	340.83
Total financial assets		**-**	**-**	**340.83**	**340.83**

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2016					
Financial assets					
Loans to employees	5(e)	-	-	28.66	28.66
Security deposits	5(f)	-	-	434.23	434.23
Long-term deposits with banks with remaining maturity period more than 12 months	5(f)	-	-	1,620.83	1,620.83
Total financial assets		**-**	**-**	**2,083.72**	**2,083.72**
Financial liabilities					
Security deposits	11(b)	-	-	121.05	121.05
Total financial liabilities		**-**	**-**	**121.05**	**121.05**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 24: Fair value measurements *(contd.)*

(₹ in lacs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At April 1, 2015					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	1,172.13	1,172.13
Derivative financial asset - guarantee	5(f)	-	-	3,031.00	3,031.00
Total financial assets		**-**	**-**	**4,203.13**	**4,203.13**

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At April 1, 2015					
Financial assets					
Loans					
Loans to employees	5(e)	-	-	23.03	23.03
Security deposits	5(f)	-	-	428.31	428.31
Long-term deposits with banks with remaining maturity period more than 12 months	5(f)	-	-	-	-
Total financial assets		**-**	**-**	**451.34**	**451.34**
Financial liabilities					
Security deposits	11(b)	-	-	101.22	101.22
Total financial liabilities		**-**	**-**	**101.22**	**101.22**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices (for example listed equity instruments, traded bonds and mutual funds that have quoted price).

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity securities and derivative financial asset - guarantee are included in level 3.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the derivative financial assets is determined using Binomial Lattice Model.

- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 3, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 24: Fair value measurements *(contd.)*

(iii) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the years ended March 31, 2017 and March 31, 2016:

(₹ in lacs)

	Unquoted equity shares	Derivative financial asset	Total
As at April 1, 2015	**1,172.13**	**3,031.00**	**4,203.13**
(Losses) recognised in profit or loss	(831.30)	(3,031.00)	(3,862.30)
As at March 31, 2016	**340.83**	**-**	**340.83**
Acquisitions at fair values by way of gifts, credited to profit or loss	855.80	-	855.80
Acquisitions at fair values by way of gifts from the parent company, credited to capital contributions	2,275.38		2,275.38
Losses recognised in profit or loss	(53.60)	-	(53.60)
As at March 31, 2017	**3,418.41**	**-**	**3,418.41**
Unrealised gains/(losses) recognised in profit and loss related to assets and liabilities held at the end of the reporting period			
March 31, 2017	(53.60)	-	(53.60)
March 31, 2016	(831.30)	-	(831.30)

(iv) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See (ii) above for the valuation techniques adopted.

As at March 31, 2017

Particulars	Fair value (₹ in lacs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Unquoted equity shares	3,418.41	Earnings growth rate	Growth rate - 5% Range 4.5% ~ 5.5%	Increase in earning growth factor (+ 50 basis points) and lower discount rate (- 100 basis points) would increase fair value by ₹1,000 lacs; lower growth factor (- 50 basis points) and higher discount rate (+100 basis points) would decrease fair value by ₹570 lacs.
		Risk adjusted discount rate	Rate used - 15% Range 14%~16%	

As at March 31, 2016

Particulars	Fair value (₹ in lacs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Unquoted equity shares	340.83	Earnings growth rate	Growth rate - 5% Range 4.5% ~ 5.5%	Increase in earning growth factor (+ 50 basis points) and lower discount rate (- 100 basis points) would increase fair value by ₹1105 lacs; lower growth factor (- 50 basis points) and higher discount rate (+100 basis points) would decrease fair value by ₹860 lacs.
		Risk adjusted discount rate	Rate used - 16.6% Range 15.6%~17.6%	
Derivative financial asset	-	Volatility	Not Applicable	Given the unlikely scenario of the guarantee being exercised by the Company due to, inter-alia, its imminent expiry on June 9, 2016 with no expectation of its renewal and the Company being in the process of acquiring remaining equity shares from the other shareholders of Mail Today Newspapers Private Limited, the value of guarantee is nil.
		Risk free rate	Not Applicable	

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 24: Fair value measurements *(contd.)*

As at April 1, 2015

Particulars	Fair value (₹ in lacs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Unquoted equity shares	1,172.13	Earnings growth rate	Growth rate - 3% Range 2.5% ~ 3.5%	Increase in earning growth factor (+ 50 basis points) and lower discount rate (- 100 basis points) would increase fair value by ₹189.18 lacs; lower growth factor (- 50 basis points) and higher discount rate (+100 basis points) would decrease fair value by ₹147.15 lacs.
		Risk adjusted discount rate	Rate used - 17% Range 16%~18%	
Derivative financial asset	3,031.00	Volatility	Volatility rate -35.6% Range 34.6%~36.6%	Decrease in volatility rate by 100 basis points would not result in any change in the fair value and increase in volatility by 100 basis points would not result in any change in the fair value.
		Risk free rate	Risk free rate - 7.8% Range 6.8%~8.8%	Decrease in risk free rate by 100 basis points would increase the fair value by ₹44.00 lacs and increase in risk free rate by 100 basis points would decrease the fair value by ₹43.00 lacs.

*There were no significant inter-relationships between unobservable inputs that materially affect fair values.

(v) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values, except the valuations of derivative financial asset and unquoted equity shares which are performed by an external valuation expert. This team and the valuation expert report directly to the Chief Financial Officer (CFO) and the Audit Committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the valuation team at least once every three months, in line with the Company's quarterly reporting periods.

The main level 3 inputs for the unquoted equity shares and derivative financial asset used by the Company are derived and evaluated as follows:

- Discount rates are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.
- Risk free rate is computed based on the 10 year Indian Government Bond yield.
- Earnings growth factor for unquoted equity shares are estimated based on market information for similar types of companies.
- Volatility rate is computed based on monthly stock prices sourced from Capital IQ Database.

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO, AC and the valuation team. As part of this discussion, the team presents a report that explains the reason for the fair value movements.

(vi) Fair value of financial assets and liabilities measured at amortised cost

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets						
Loans to employees	23.49	23.49	28.50	28.66	23.03	23.03
Security deposits	480.46	480.96	433.14	434.23	428.31	428.31
Long-term deposits with banks with remaining maturity period more than 12 months	2,623.68	2,652.95	1,582.95	1,620.83	-	-
Total financial assets	**3,127.63**	**3,157.40**	**2,044.59**	**2,083.72**	**451.34**	**451.34**
Financial liabilities						
Security deposits	96.45	96.46	120.71	121.05	101.22	101.22
Total financial liabilities	**96.45**	**96.46**	**120.71**	**121.05**	**101.22**	**101.22**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 24: Fair value measurements *(contd.)*

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, advance recoverable, claims recoverable, current borrowings, trade payables, employee benefits payables, interest accrued, book overdraft, unpaid dividends, capital creditors and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for loans to employees, security deposits and long - term deposits with banks with remaining maturity period more than 12 months were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including counterparty credit risk.

The fair values of security deposits received were calculated based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Significant estimates

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions, see (ii) and (iv) above.

Note 25: Financial risk management

The Company activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the Company is exposed to and how the Company manages such risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratios	Diversification of bank deposits and credit limits
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Cash flow forecasting
Market risk - interest rate	Short-term borrowings at variable rates	Sensitivity analysis	Periodic monitoring of interest rates
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The senior management of the Company oversees the management of these risks. The Company's senior management is supported by a financial risk team that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk team provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

(A) Credit risk

Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

(i) Credit risk management

For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the Company assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

VL 1 : High-quality assets, negligible credit risk
VL 2 : Quality assets, low credit risk
VL 3 : Standard assets, moderate credit risk
VL 4 : Substandard assets, relatively high credit risk
VL 5 : Low quality assets, very high credit risk
VL 6 : Doubtful assets, credit-impaired

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- Internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the party's ability to meet its obligations.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 180 days past due for non-government customers and 365 days for government customers.

A default on a financial asset is when the counterparty fails to make contractual payments within 1 year of when they fall due for non-government customers and 2 years for government customers. This definition of default is determined by considering the business environment in which the Company operates and other macro-economic factors.

(ii) Provision for expected credit losses

The Company provides for expected credit loss based on the following:

Internal Rating	Category	Description of category	Basis for recognition of expected credit loss provision	
			Loans, deposits and advances	Trade receivables
VL 1	High quality assets, negligible credit risk	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil.	12-month expected credit losses	Life-time expected credit losses (Simplified approach)
VL 2	Quality assets, low credit risk	Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past.		
VL 3	Standard assets, moderate credit risk	Assets where the probability of default is considered moderate, counter-party's capacity to meet the obligations is not strong.		
VL 4	Substandard assets, relatively high credit risk	Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due.	Life-time expected credit losses	
VL 5	Low quality assets, very high credit risk	Assets where there is a high probability of default. In general, assets where contractual payments are more than 180 days past due for non-government customers and 365 days for government customers are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 180/365 days past due.		
VL 6	"Doubtful assets, credit-impaired"	Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Group. The Group categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 1 year when they fall due for non-government customers and 2 years for government customers past due. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.	Asset is written off	

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

Year ended March 31, 2017:

(a) Expected credit loss for loans, security deposits and advances

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to employees	VL 1	23.49	0.00%	-	23.49
		Security deposits	VL 2	484.81	0.90%	(4.35)	480.46
		Claims recoverable	VL 1	40.06	0.00%	-	40.06
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	42.51	82.26%	(34.97)	7.54

Expected credit loss for trade receivables under simplified approach

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	10,766.80	2,874.75	1,164.76	940.56	380.98	208.03	1,225.27	17,561.15
Expected loss rate	0.90%	2.18%	6.89%	13.64%	60.99%	83.32%	99.23%	11.33%
Expected credit losses (Loss allowance provision)	96.61	62.73	80.22	128.32	232.36	173.33	1,215.86	1,989.43
Carrying amount of trade receivables (net of impairment)	**10,670.19**	**2,812.02**	**1,084.54**	**812.24**	**148.62**	**34.70**	**9.41**	**15,571.72**

Year ended March 31, 2016:

(a) Expected credit loss for loans, security deposits and advances

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses.	Financial assets for which credit risk has not increased significantly since initial recognition.	Loans to employees	VL 1	28.50	0.00%	-	28.50
		Security deposits	VL 2	437.49	0.99%	(4.35)	433.14
		Claims recoverable	VL 1	45.18	0.00%	-	45.18
		Advance recoverable	VL 1	74.61	0.00%	-	74.61

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

Year ended March 31, 2016:

(b) Expected credit loss for trade receivables under simplified approach

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	9,839.85	2,727.99	1,351.32	277.29	299.50	399.17	815.31	15,710.43
Expected loss rate	0.75%	1.80%	3.76%	15.62%	63.67%	95.25%	98.85%	10.15%
Expected credit losses (Loss allowance provision)	73.83	49.22	50.82	43.33	190.71	380.19	805.90	1,594.00
Carrying amount of trade receivables (net of impairment)	**9,766.02**	**2,678.77**	**1,300.50**	**233.96**	**108.79**	**18.98**	**9.41**	**14,116.43**

As at April 1, 2015:

(a) Expected credit loss for loans, security deposits and advances

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses.	Financial assets for which credit risk has not increased significantly since initial recognition.	Loans to employees	VL 1	23.03	0.00%	-	23.03
		Security deposits	VL 2	432.66	1.00%	(4.35)	428.31
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Claims recoverable	VL 4	86.97	33.92%	(29.50)	57.47

As at April 1, 2015:

(b) Expected credit loss for trade receivables under simplified approach

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	8,372.85	2,354.63	629.15	568.38	737.11	403.45	884.31	13,949.88
Expected loss rate	1.81%	4.24%	17.16%	35.17%	75.33%	94.60%	98.94%	17.00%
Expected credit losses (Loss allowance provision)	151.37	99.80	107.93	199.91	555.29	381.68	874.90	2,370.88
Carrying amount of trade receivables (net of impairment)	**8,221.48**	**2,254.83**	**521.22**	**368.47**	**181.82**	**21.77**	**9.41**	**11,579.00**

The gross carrying amount of trade receivables is ₹17,561.15 lacs (March 31, 2016 : ₹15,710.43 lacs, April 1, 2015 : ₹13,949.88 lacs)

During the year, the Company made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection cash flows previously written off.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

(iv) Reconciliation of loss allowance provision - Loans, deposits and advances.

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses	Loss allowance measured at life-time expected losses
		Financial assets for which credit risk has increased significantly and not credit-impaired
Loss allowance on April 1, 2015	**4.35**	**29.50**
Add (Less): Changes in loss allowances due to		
Write-offs	-	(29.50)
Loss allowance on March 31, 2016	**4.35**	**-**
Add (Less): Changes in loss allowances due to		
Changes in risk parameters #	-	34.97
Loss allowance on March 31, 2017	**4.35**	**34.97**

The change in the loss allowance is due to changes in the probability of default used to calculate 12-month expected credit loss.

(iii) Reconciliation of loss allowance provision - Trade receivables

Reconciliation of loss allowance	Life-time expected credit losses
Loss allowance on April 1, 2015	**2,370.88**
Changes in loss allowance	(776.88)
Loss allowance on March 31, 2016	**1,594.00**
Changes in loss allowance	395.43
Loss allowance on March 31, 2017	**1,989.43**

Significant estimates and judgments

Impairment of financial assets

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet cash requirements, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Floating rate			
-Expiring within one year (cash credit facility and non-fund based facilities)	5,077.54	4,803.17	3,577.31
	5,077.54	**4,803.17**	**3,577.31**

The cash credit facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facility may be drawn at any time in INR and have an average maturity of 1 year (March 31, 2016: 1 year, April 1, 2015: 1 year).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

(ii) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities:

(₹ in lacs)

Contractual maturities of financial liabilities - March 31, 2017	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Borrowings	-	-	-	-	-	-	-
Trade payables	-	7,587.21	-	-	-	-	7,587.21
Other financial liabilities	24.66	2,305.83	-	4.15	58.63	-	2,393.27
Total financial liabilities	**24.66**	**9,893.04**	**-**	**4.15**	**58.63**	**-**	**9,980.48**

(₹ in lacs)

Contractual maturities of financial liabilities - March 31, 2016	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Borrowings	-	-	-	-	-	-	-
Trade payables	-	6,098.35	-	-	-	-	6,098.35
Other financial liabilities	364.10	2,393.55	13.60	110.06	97.22	-	2,978.53
Total financial liabilities	**364.10**	**8,491.90**	**13.60**	**110.06**	**97.22**	**-**	**9,076.88**

(₹ in lacs)

Contractual maturities of financial liabilities - April 1, 2015	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Borrowings	672.58		-	-	-	-	672.58
Trade payables	-	4,821.71	-	-	-	-	4,821.71
Other financial liabilities	75.44	1,712.00	42.56	60.71	10.27	35.92	1,936.90
Total financial liabilities	**748.02**	**6,533.71**	**42.56**	**60.71**	**10.27**	**35.92**	**7,431.19**

(C) Market risk

(i) Foreign currency risk

The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the GBP and USD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows.

(a) Foreign currency risk exposure:

The Company exposure to foreign currency risk at the end of the reporting period, is as follows

(₹ in lacs)

	March 31, 2017					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	147.10	-	-	5.21	65.84	266.26
Bank balance in EEFC accounts						72.53
Net exposure to foreign currency risk (assets)	**147.10**	**-**	**-**	**5.21**	**65.84**	**338.79**
Financial liabilities						
Trade payables	20.75	-	-	-	-	104.91
Net exposure to foreign currency risk (liabilities)	**20.75**	**-**	**-**	**-**	**-**	**104.91**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

(FC in lacs)

	March 31, 2017					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.82	-	-	0.11	1.36	4.11
Bank balance in EEFC accounts	-	-	-	-	-	1.11
Net exposure to foreign currency risk (assets)	**1.82**	**-**	**-**	**0.11**	**1.36**	**5.22**
Financial liabilities						
Trade payables	0.26	-	-	-	-	1.62
Net exposure to foreign currency risk (liabilities)	**0.26**	**-**	**-**	**-**	**-**	**1.62**

(₹ in lacs)

	March 31, 2016					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	167.62	0.33	0.57	5.34	54.81	248.25
Bank balance in EEFC accounts	-	-	-	-	-	446.65
Net exposure to foreign currency risk (assets)	**167.62**	**0.33**	**0.57**	**5.34**	**54.81**	**694.90**
Financial liabilities						
Trade payables	-	-	-	-	-	937.14
Other current financial liabilities	12.50	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**12.50**	**-**	**-**	**-**	**-**	**937.14**

(FC in lacs)

	March 31, 2016					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.76	0.00	0.03	0.11	1.08	3.74
Bank balance in EEFC accounts	-	-	-	-	-	6.73
Net exposure to foreign currency risk (assets)	**1.76**	**0.00**	**0.03**	**0.11**	**1.08**	**10.47**
Financial liabilities						
Trade payables	-	-	-	-	-	14.13
Other current financial liabilities	0.13	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.13**	**-**	**-**	**-**	**-**	**14.13**

(₹ in lacs)

	April 1, 2015					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	181.03	0.29	1.09	8.41	10.36	218.45
Bank balance in EEFC accounts	-	-	-	-	-	140.19
Net exposure to foreign currency risk (assets)	**181.03**	**0.29**	**1.09**	**8.41**	**10.36**	**358.64**
Financial liabilities						
Other current financial liabilities	-	-	-	-	-	265.68
Net exposure to foreign currency risk (liabilities)	**-**	**-**	**-**	**-**	**-**	**265.68**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

(FC in lacs)

	April 1, 2015					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.96	0.00	0.06	0.17	0.21	3.49
Bank balance in EEFC accounts	-	-	-	-	-	2.24
Net exposure to foreign currency risk (assets)	**1.96**	**0.00**	**0.06**	**0.17**	**0.21**	**5.73**
Financial liabilities						
Other current financial liabilities	-	-	-	-	-	4.24
Net exposure to foreign currency risk (liabilities)	**-**	**-**	**-**	**-**	**-**	**4.24**

(b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments:

(₹ in lacs)

	Impact on profit after tax	
	March 31, 2017	March 31, 2016
GBP sensitivity		
INR/GBP - Increase by 5%*	6.32	7.76
INR/GBP - Decrease by 5%*	(6.32)	(7.76)
EURO sensitivity		
INR/EURO - Increase by 5%*	-	0.02
INR/EURO - Decrease by 5%*	-	(0.02)
AED sensitivity		
INR/AED - Increase by 5%*	-	0.03
INR/AED - Decrease by 5%*	-	(0.03)
AUD sensitivity		
INR/AUD - Increase by 5%*	0.26	0.27
INR/AUD - Decrease by 5%*	(0.26)	(0.27)
CAD sensitivity		
INR/CAD - Increase by 5%*	3.29	2.74
INR/CAD - Decrease by 5%*	(3.29)	(2.74)
USD sensitivity		
INR/USD - Increase by 5%*	8.07	(34.44)
INR/USD - Decrease by 5%*	(8.07)	34.44

* Holding all other variables constant.

(ii) Cash flow and fair value interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(a) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period is as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Variable rate borrowings	-	-	672.58
Total borrowings	**-**	**-**	**672.58**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 25: Financial risk management *(contd.)*

(b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rate:

(₹ in lacs)

	Impact on profit after tax	
	March 31, 2017	March 31, 2016
Interest rate - increase by 50 basis points*	-	(0.02)
Interest rate - decrease by 50 basis points*	-	0.02

* Holding all other variables constant

(iii) Price risk

(a) Exposure

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet as fair value through through profit or loss.

The Company's unquoted equity shares are susceptible to market price risk arising from uncertainties about future value of the investment securities. The Company's investment in unquoted equity shares are of strategic importance to the Company (for details refer note 24).

(b) Sensitivity

Sensitivity analyses of these investments have been provided in Note 24(iv).

Note 26: Capital management

(a) Risk management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

(b) Dividends

(₹ in lacs)

	March 31, 2017	March 31, 2016
(i) Equity shares		
Final dividend for the year ended March 31, 2016 of INR 1.75 (March 31, 2015: ₹1.50) per fully paid share	1,043.94	894.73
(ii) Dividends not recognised at the end of the reporting period		
In addition to the above dividend, since year end, the directors have recommended the payment of a final dividend of INR 2 per fully paid equity share (March 31, 2016: ₹1.75 per equity share).This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,193.07	1,043.94

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 27: Related party transactions

(a) Parent entities

The Company is controlled by following entities:

Name	Type	Place of incorporation	Ownership interest		
			March 31, 2017	March 31, 2016	April 1, 2015
Living Media India Limited	Parent entity	India	56.92%	56.92%	56.92%
World Media Private Limited	Ultimate parent entity (till December 18, 2015)	India	0.003%	0.003%	0.003%

(b) Subsidiaries

Name	Type	Place of incorporation	Ownership interest		
			March 31, 2017	March 31, 2016	April 1, 2015
India Today Online Private Limited (From March 15, 2017)	Subsidiary	India	100.00%	0.00%	0.00%
Mail Today Newspapers Private Limited (From March 15, 2017)	Subsidiary	India	100.00%	8.14%	8.35%
T.V. Today Network (Business) Limited	Subsidiary	India	100.00%	100.00%	100.00%

(c) Other related parties

Type	Name	Place of incorporation
Fellow subsidiaries	Mail Today Newspapers Private Limited (upto March 14, 2017)	India
	Today Merchandise Private Limited (upto February 28, 2017)	India
	ITAS Media Private Limited	India
	Radio Today Broadcasting Limited (upto December 18, 2015)	India
	Universal Learn Today Private Limited	India
	Thomson Press (India) Limited (upto December 18, 2015)	India
	Integrated Databases India Limited (upto August 6, 2015)	India
	Today Retail Network Private Limited (upto February 28, 2017)	India
	India Today Online Private Limited (upto March 14, 2017)	India
Members of investor group	World Media Private Limited (from December 19, 2015)	India
	Thomson Press (India) Limited (from December 19, 2015)	India
	Radio Today Broadcasting Limited (from December 19, 2015)	India
Associates of parent entity	Integrated Databases India Limited (from August 7, 2015)	India
	Today Merchandise Private Limited (from March 01, 2017)	India
	Today Retail Network Private Limited (from March 01, 2017)	India
Entities over which Key Management Personnel exercise significant influence	Care Today Fund	India
	Vasant Valley School	India
	Education Today	India
	TV Today Gratuity Trust	India
Key Management Personnel	Mr. Aroon Purie (Managing Director)	
	Ms. Koel Purie Rinchet (Whole-time director till June 26, 2015, Director thereafter)	
	Ms. Kalli Purie Bhandal (Whole-time director w.e.f. February 8, 2016)	
	Mr. Anil Vig (Director of Company)	
	Mr. Ashok Kapur (Director of Company)	
	Mr. Devajyoti Bhattacharya (Director of Company)	
	Mr. Sudhir Mehra (Director of Company)	
	Mr. Rajeev Gupta (Director of Company)	
	Mr. Ashish Kumar Bagga (CEO of Company)	
	Mr. Dinesh Bhatia (CFO of Company)	
	Dr. Puneet Jain (Company Secretary of Company till February 28,2017, Group Chief Corporate Affairs Officer and Group Chief Law & Compliance Officer thereafter)	
	Mr. Ashish Sabharwal (Company Secretary of Company) (from March 1, 2017)	

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 27: Related party transactions *(contd.)*

(c) Key Management Personnel (KMP) compensation

(₹ in lacs)

	March 31, 2017	March 31, 2016
Short-term employee benefits*	1,230.58	1,018.20
Post-employment benefits	9.62	19.79
Long-term employee benefits	28.26	32.82
Sitting fees	5.80	4.70
Total compensation	**1,274.26**	**1,075.51**

In addition to the above, the Company received key management personnel services from the parent entity, for which a management fee of ₹741.74 lacs (March 31, 2016: ₹644.47 lacs) was charged and paid, being an appropriate allocation of costs incurred by the parent entity.

* Short-term employee benefits for Mr Aroon Purie is remuneration by way of commission paid @ 5% of net profits of the Company.

The remuneration of Key Management Personnel is determined by the Board / Nomination and Remuneration Committee having regard to the performance of individual and market trends.

(d) Transactions with related parties

The following transaction occurred with related parties

(₹ in lacs)

	March 31, 2017	March 31, 2016
Sales and purchases of goods and services		
Purchase of advertisement space / material:		
- parent entity	190.50	575.60
- subsidiaries	3.93	-
- fellow subsidiaries	25.78	35.04
Advertisement income		
- parent entity (refer note i)	148.11	295.39
- subsidiaries	1.44	-
- fellow subsidiaries	46.00	25.09
Agency commission paid to parent entity	-	51.45
Income from digital business received from parent entity	77.05	444.61
SMS income from parent entity	-	2.67
Management fee paid to parent entity (other than key management personnel services)	748.56	651.30
Management fee received from parent entity	105.77	80.61
Purchase of diaries from parent entity	-	2.85
Income from sale of online T.V. Today Media Institute prospectus to parent entity	4.54	4.51
Rent charged by related parties for use of common facilities / utilities:		
- parent entity (refer note i)	296.91	209.54
- fellow subsidiaries	-	2.84
- members of investor group	5.02	0.95
Rent charged to related parties for use of common facilities / utilities		
- parent entity	546.17	534.54
- subsidiaries	7.35	-
- fellow subsidiaries	58.12	79.79
Miscellaneous inter-company services received from related parties and other charges paid to:		
- parent entity	8.70	14.04
- fellow subsidiaries	-	14.48
- members of investor group	23.61	5.47
- associates of parent entity	0.50	0.13
- entity over which the KMP exercise significant influence	-	0.35
Miscellaneous inter-company services rendered to related parties and other charges received from:		
- parent entity	97.88	27.97
- fellow subsidiaries	1.43	1.09
- members of investor group	0.04	0.08

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 27: Related party transactions *(contd.)*

(₹ in lacs)

	March 31, 2017	March 31, 2016
- associates of parent entity	0.01	0.14
- entities over which KMP exercise significant influence	0.01	-
Other transactions		
Gift of shares of India Today Online Private Limited by parent entity	2,275.38	-
Contribution to post-employment benefit plan (gratuity trust)	74.25	81.13
Purchase of fixed assets from fellow subsidiary	-	0.11
Expenditure towards Corporate Social Responsibility activities and other donations to entities over which KMP exercise significant influence	247.03	165.99
Royalty fee charged by parent entity	457.09	342.53
Content fee charged by parent entity	79.49	59.83
Reimbursement of expenses by parent entity	190.87	7.36
Expenses paid on behalf of subsidiary	0.83	0.90
Dividend paid		
- ultimate parent entity	-	0.02
- parent entity	594.20	509.32
- members of investor group	0.03	-
- KMP	5.15	4.41

Notes:

i. Advertisement income from and rent paid to parent entity include ₹ Nil (previous year ₹171.49 lacs) and H Nil (previous year ₹26.48 lacs) respectively, arising out of a transaction with a third party pursuant to the contract entered into by the parent entity with the said third party.

ii. The figures include sales tax / service tax, as applicable.

(e) Outstanding balances arising from sales/purchases of goods and services and other transactions

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Trade payables (purchases of goods and services) (note 11(c))			
- parent entity	-	-	87.54
- fellow subsidiary	-	-	134.40
- member of investor group	7.50	0.91	-
- associate of parent entity	0.04	0.03	-
Total payables to related parties	**7.54**	**0.94**	**221.94**
Trade receivables (sale of goods and services) (note 5(b))			
- parent entity	621.06	1,101.67	1,303.55
- subsidiary	104.42	0.90	0.57
- fellow subsidiary	-	26.60	92.40
- associate of parent entity	4.24	-	-
- member of investor group	6.01	6.01	-
- entity over which the KMP exercise significant influence	0.01	-	-
Total receivables from related parties	**735.74**	**1,135.18**	**1,396.52**
Receivables against exchange of services (note 9)			
- parent entity	86.38	122.16	231.62
Security deposit (note 5(f))			
- parent entity	30.00	24.61	21.77
Derivative financial asset (note 5(f))			
- parent entity	-	-	3,031.00
Employee benefits payables (note 11(b))			
- key management personnel	846.76	782.17	673.39

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 27: Related party transactions *(contd.)*

(f) Terms and conditions

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

Goods and services were sold to the related parties during the year based on the price lists in force / other appropriate basis, as applicable, and terms that would be available to third parties. Management services were bought from the immediate parent entity on cost basis.

Contribution to gratuity trust and expenditure towards Corporate Social Responsibility activities were in accordance with the applicable laws and regulations.

The guarantee was received from the parent entity for indemnifying any loss to the Company arising from the sale of investment in equity shares of Mail Today Newspapers Private Limited ("Mail Today"). Also refer note 5(f).

The Company acquired 8% stake in Mail Today Newspapers Private Limited (Mail Today) at a cost of ₹4,552.12 lacs in earlier years. Also, a guarantee was obtained from the holding company, Living Media India Limited (LMIL), according to which any loss to the Company arising from the sale of the said investment would be indemnified by LMIL. As at March 31, 2015, the Company did a fair valuation of Mail Today investment and LMIL guarantee, and the fair value loss and gain in respect of investment and guarantee amounting to ₹3,395.00 lacs and ₹3,031.00 lacs respectively was adjusted against Retained Earnings.

During the year ended March 31, 2016, the Company contemplated to acquire the balance 92% stake in Mail Today to consolidate its business and achieve business, content and editorial synergies. For this purpose, the Company entered into an arrangement with AN (Mauritius) Limited and LMIL for transferring their stake in Mail Today free of cost in the form of gifts. Consequent to this arrangement, the guarantee from LMIL was no longer required and necessary adjustment was made in the financial statements for the year ended March 31, 2016 in respect of the guarantee. A further fair value loss of ₹831.30 lacs was also recorded in relation to the investment in the said year.

The shares in Mail Today have been acquired in the current year as per the above arrangement and recognized at fair value. The fair value of shares acquired from LMIL (through acquisition of shares of India Today Online Private Limited, holding company of Mail Today), free of cost, amounting to ₹2,275.38 lacs has been treated as a capital contribution and credited to equity while the fair value of shares received from AN (Mauritius) Limited, free of cost, amounting to ₹855.80 lacs has been credited to the statement of profit and loss in the current year.

All other transactions were made on normal commercial terms and conditions and at market rates.

All outstanding balances are unsecured and settled in cash, except barter transactions, as mentioned above, which are settled on receipt or provision of service by the parties.

Note 28: Contingent liabilities

The Company had contingent liabilities as at March 31, 2017 in respect of:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
(i) Claims against the Company not acknowledged as debts:			
Income tax matters:			
The Company has received demand notices from the Income Tax Department, which the Company has contested / disputed. In the opinion of the management, no liability is likely to arise on account of such demand notices.	116.94	77.36	70.72
Service tax matters:			
The Company has received demand notice from the Service Tax Department, which the Company has contested / disputed. In the opinion of the management, based on its understanding of the case and as advised by the counsel, no liability is likely to arise on account of such demand notice.	1,064.37	1,001.30	938.04
Other matters:			
(1) Claim from Prasar Bharti towards uplinking charges: Provision amounts to ₹674.92 lacs (March 31, 2016: ₹648.88 lacs April 1, 2015: ₹622.84 lacs) (refer note 12). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from the counsel, the provision made is considered adequate.	228.95	215.93	202.91
(2) Claim from Phonographic Performance Limited (PPL) towards royalty for use of PPL's sound recordings over Company's radio stations: Liability recorded amounts to ₹42.75 lacs (March 31, 2016: ₹35.42 lacs, April 1, 2015: ₹25.31 lacs). In the opinion of the management, based on its understanding of the case and as advised by the counsel, the liability recorded in the books is considered to be adequate.	320.56	269.37	215.87

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 28: Contingent liabilities *(contd.)*

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
(3) The Company made an application to the Ministry of Information and Broadcasting ('MIB') to grant approval for sale of its three FM radio stations at New Delhi, Mumbai and Kolkata, which was declined by the Ministry. Subsequently, the Company filed a writ petition before the Honourable High Court of Delhi against such decline. The Ministry also demanded a payment of ₹7,136.00 lacs towards additional migration fee for migration of its FM radio stations from Phase II to Phase III policy regime, against which the Company obtained an interim relief till the disposal of the aforesaid case. The Company was pursuing the case legally and expected a favourable outcome. During the year ended March 31, 2017 the Committee of Senior Officials of the Company in its meeting held on December 19, 2016 approved the initiation of necessary procedural formalities for migration of its FM radio stations from Phase II to Phase III Policy Regime. Accordingly, the Company filed an application with the MIB on January 30, 2017 seeking approval for the migration of its FM radio stations to Phase III Policy Regime. Refer note 35(a) for details.	-	7,136.00	-
(4) The Company has received legal notices of claims / lawsuits filed against it in respect of programme aired on its television channels. In the opinion of the management, no liability is likely to arise on account of such claims / lawsuits.	-	-	-
Guarantees:			
Bank guarantees	299.93	258.40	228.40
Corporate guarantee	300.00	300.00	-

Note 29: Commitments

(a) Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Property, plant and equipment	81.05	157.99	-
Intangible assets	2.03	24.24	174.59

(b) Operating leases

As a lessee:

The Company has cancellable and non-cancellable operating leases mainly for office premises and company leased accommodation for employees. The leases range for a period between 11 months and 10 years. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Within one year	1.76	195.67	223.24
Later than one year but not later than five years	-	272.58	458.01
Later than five years	-	-	-
	1.76	468.25	681.25

Rental expense relating to operating leases

(₹ in lacs)

	March 31, 2017	March 31, 2016
Minimum lease payments	740.49	491.85
Total rental expense relating to operating leases	**740.49**	**491.85**

As a lessor:

The Company has given a part of Noida office building on cancellable operating lease to two parties. These lease arrangements have been entered for a period of ten years from March 1, 2014. The lease arrangements are renewable for further period on mutually agreeable terms and also include escalation clauses.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 30: Share-based payments

(a) Employee stock option plan

The Company instituted the Employee Stock Option Plan (TVTN ESOP 2006) to grant equity - based incentives to its eligible employees. The TVTN ESOP 2006 was approved by the board of directors in their meeting held on August 21, 2006 and by shareholders in their meeting held on September 28, 2006, for grant of 2,900,000 options, representing one share for each option upon exercise by the employees of the Company, at an exercise price determined by the Board / Remuneration Committee. The equity shares covered under the scheme shall vest over a period of four years; vesting shall vary based on the meeting of the performance criteria. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits. The Optionees may exercise their vested options at any moment after the earliest applicable vesting date and prior to the completion of ten years from the grant date. Options are granted under the plan for no consideration and carry no dividend or voting rights. The exercise price is based on the market value of the underlying equity shares on the date of grant.

Set out below is a summary of options granted under the plan:

	March 31, 2017		March 31, 2016	
	Average exercise price per share option (₹)	Number of options	Average exercise price per share option (₹)	Number of options
Opening balance	97.74	25,000	94.48	30,000
Granted during the year	-	-	-	-
Exercised during the year *	-	-	83.15	5,000
Expired during the year	119.85	10,000	-	-
Closing balance		**15,000**		**25,000**
Vested and exercisable		15,000		25,000

*No options were exercised during the year ended March 31, 2017. The weighted average share price at the date of exercise of options exercised during the year ended March 31, 2016: ₹83.15 (April 1, 2015: ₹71.44).

No options were forfeited during the periods covered in the above table.

Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Grant Date	Expiry date	Exercise price (₹)	Share options		
			March 31, 2017	March 31, 2016	April 1, 2015
March 1, 2007	February 28, 2017	134.85	-	5,000	5,000
March 1, 2007	February 28, 2017	104.85	-	5,000	5,000
June 24, 2008	June 23, 2018	93.15	3,750	3,750	6,250
June 24, 2008	June 23, 2018	63.15	3,750	3,750	6,250
May 20, 2010	May 19, 2020	102.85	3,750	3,750	3,750
May 20, 2010	May 19, 2020	72.85	3,750	3,750	3,750
Total			**15,000**	**25,000**	**30,000**
Weighted average remaining contractual life of options outstanding at the end of the period			2.18 years	2.28 years	3.27 years

Fair value of options granted

No option was granted during the year ended March 31, 2017 and March 31, 2016.

(b) Expense arising from share-based payment transactions

Total expense / (income) arising from share-based payment transactions recognised in profit or loss as part of employee benefits expense was as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016
Employee stock option plan (note 18)	-	(0.25)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 31: Earnings per share

Particulars	Year ended	
	March 31, 2017 Amount (I)	March 31, 2016 Amount (I)
(a) Basic earnings per share	18.08	10.20
(b) Diluted earnings per share	18.08	10.20

(c) Reconciliation of earnings used in calculating earnings per share

Particulars	Year ended	
	March 31, 2017 (I in lacs)	March 31, 2016 (I in lacs)
Basic / Diluted earnings per share		
Profit attributable to the equity holders of the Company used in calculating basic / diluted earnings per share:	10,788.06	6,083.97
	10,788.06	**6,083.97**

(d) Weighted average number of shares used as the denominator

Particulars	Year ended	
	March 31, 2017 Number of shares	March 31, 2016 Number of shares
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	59,653,615	59,650,528
Adjustments for calculation of diluted earnings per share:		
Options	2,302	3,414
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share	**59,655,917**	**59,653,941**

(e) Information concerning the classification of securities

Options

Options granted to employees under the Employee Stock Option Plan are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share. Details relating to the options are set out in note 30.

Note 32: Offsetting financial assets and financial liabilities

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at March 31, 2017, March 31, 2016 and April 1, 2015. The column 'net amount' shows the impact on the Company's balance sheet of all set-off rights were exercised.

(₹ in lacs)

	Effects of offsetting on the balance sheet			Related amounts not offset	
	Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to master netting arrangements {Refer note (i)}	Net amount
March 31, 2017					
Financial assets					
Investments (i)	3,418.41	-	3,418.41	-	3,418.41
Trade receivables (ii)	18,701.64	(3,129.92)	15,571.72	-	15,571.72
Total	**22,120.05**	**(3,129.92)**	**18,990.13**	**-**	**18,990.13**
Financial liabilities					
Trade payables (ii)	10,717.13	(3,129.92)	7,587.21	-	7,587.21
Total	**10,717.13**	**(3,129.92)**	**7,587.21**	**-**	**7,587.21**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 32: Offsetting financial assets and financial liabilities *(contd.)*

(₹ in lacs)

	Effects of offsetting on the balance sheet			Related amounts not offset	
	Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to master netting arrangements {Refer note (i)}	Net amount
March 31, 2016					
Financial assets					
Investments (i)	340.83	-	340.83	-	340.83
Trade receivables (ii)	15,438.43	(1,322.00)	14,116.43	-	14,116.43
Total	**15,779.26**	**(1,322.00)**	**14,457.26**	**-**	**14,457.26**
Financial liabilities					
Trade payables (ii)	7,420.35	(1,322.00)	6,098.35	-	6,098.35
Total	**7,420.35**	**(1,322.00)**	**6,098.35**	**-**	**6,098.35**
April 1, 2015					
Financial assets					
Investments (i)	1,157.13	-	1,157.13	3,031.00	4,188.13
Trade receivables (ii)	12,980.06	(1,401.06)	11,579.00	-	11,579.00
Derivative financial instruments (i)	3,031.00	-	3,031.00	(3,031.00)	-
Total	**17,168.19**	**(1,401.06)**	**15,767.13**	**-**	**15,767.13**
Financial liabilities					
Trade payables (ii)	6,222.77	(1,401.06)	4,821.71	-	4,821.71
Total	**6,222.77**	**(1,401.06)**	**4,821.71**	**-**	**4,821.71**

(i) Master netting arrangement - not currently enforceable

A guarantee was provided by the parent entity to the Company for indemnifying any loss to the Company arising from the sale of investment in equity shares of Mail Today Newspapers Private Limited ('Mail Today'). Accordingly, the guarantee can be invoked (to claim loss) only in the event of sale of investment by the Company. Hence, the fair value loss recorded by the Company in respect of the said investment has not been offset against the fair value of the guarantee in the balance sheet (as the Company currently does not have a legally enforceable right to set off the recognised amounts) and these amounts have been presented separately in the table above.

(ii) Offsetting arrangements

Trade receivables and trade payables

(a) The Company gives volume based incentives to advertisement agencies. Under the terms of the agreements, the amounts payable by the Company are offset against receivables from the agencies and only the net amounts are settled. The relevant amounts have therefore been presented net in the balance sheet.

(b) The Company enter into various transactions for purchase and sale of goods and services with the related parties which are settled in net. The relevant amounts have therefore been presented net in the balance sheet.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 33: Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings and guarantees are:

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016	April 1, 2015
Current				
Financial assets				
First charge				
Trade receivables *	5(b)	15,571.72	14,116.43	11,579.00
Long-term Deposits with maturity more than 3 months but less than 12 months *	5(e)	198.80	198.80	198.80
Total assets pledged as security		**15,770.52**	**14,315.23**	**11,777.80**

* Pledged against cash credit facility and guarantees issued by bank (refer note 11(a) and 28)

Note 34: Disclosure relating to Specified Bank Notes * (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016:

(₹ in lacs)

Particulars	Specified Bank Notes *	Other denomination notes	Total
Closing cash in hand as on November 08, 2016	14.07	0.05	14.12
Add: Permitted receipts	2.77	24.21	26.98
Less: Permitted payments	-	(16.71)	(16.71)
Less: Amount deposited in banks	(16.84)	-	(16.84)
Closing cash in hand as on December 30, 2016	**-**	**7.55**	**7.55**

*Specified Bank Notes (SBNs) mean the bank notes of denominations of the existing series of the value of five hundred rupees and one thousand rupees as defined under the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs no. S.O. 3407(E), dated the 8th November, 2016.

Note 35: Event occuring after the reporting period

(a) Migration of radio business to Phase III Policy Regime

The Company sold four of its FM radio stations at Amritsar, Patiala, Jodhpur and Shimla on September 18, 2015 to Entertainment Network (India) Limited, as a going concern, on a slump sale basis, after obtaining approval from Ministry of Information and Broadcasting ("MIB") on July 20, 2015, for a lump sum consideration of ₹400.00 lacs adjusted for net working capital as per the business transfer agreement. The Company's application to the MIB to grant approval for sale of its three FM radio stations at New Delhi, Mumbai and Kolkata was declined by the Ministry. The Company filed a writ petition before the Honourable High Court of Delhi against such decline. The MIB also demanded a payment of ₹7,136.80 lacs towards additional migration fee for migration of its FM radio stations from Phase II to Phase III Policy Regime, against which the Company obtained an interim relief till the disposal of the aforesaid case.

Meanwhile, the Committee of Senior Officials of the Company in its meeting held on December 19, 2016 approved the initiation of necessary procedural formalities for migration of its FM radio stations from Phase II to Phase III Policy Regime. Accordingly, the Company filed an application with the MIB on January 30, 2017 seeking approval for the migration of its FM radio stations to Phase III Policy Regime.

The Company received an offer letter dated April 20, 2017 from MIB for migration of its three FM radio stations from Phase II to Phase III, subject to, inter-alia, the execution of Grant of Permission Agreement (GOPA) for the said migration and payment of migration fee and other charges and interest. The Company paid the migration fee and other charges and interest totalling ₹8,515.28 lacs in two instalments, i.e., ₹2,124.42 lacs on April 25, 2017 and balance ₹6,390.86 lacs on May 4, 2017 and executed the GOPA on May 23, 2017. Consequently, the three FM radio stations of the Company now stand migrated to Phase III w.e.f. April 1, 2015 (GOPA commencement date) for a period of 15 years.

(b) Other event

Refer to note 26 for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 36: Disclosure required under Section 186(4) of the Companies Act, 2013

(a) Particulars of Loan given:

No loan given in the current and previous financial year.

(b) Particulars of guarantee given:

(₹ in lacs)

Name of the receipient	Guarantee given during the year ended		Closing balance	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Yes Bank Limited	-	300.00	300.00	300.00

Corporate guarantee has been given in connection with the loan to BARC (Broadcast Audience Research Council of India) by Yes Bank Limited.

(c) Particulars of investments made:

(₹ in lacs)

Name of the investee	Investment made during the year ended		Closing balance	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
India Today Online Media Private Limited	2,275.38	-	2,275.38	-
Mail Today Newspapers Private Limited	855.80	-	1,128.03	325.83
TV. Today Network (Business) Limited	-	-	15.00	15.00
Radio Today Broadcasting Limited	-	-	-	-
	3,131.18	**-**	**3,418.41**	**340.83**

Note 37: Dues to Micro and Small Enterprises

Based on information available with the Company, there are no outstanding dues to micro and small enterprises as at March 31, 2017. No interest has been paid / is payable by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006.

Note 38: First-time adoption of Ind AS

Transition to Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended March 31, 2017, the comparative information presented in these financial statements for the year ended March 31, 2016 and in the preparation of an opening Ind AS balance sheet as at April 1, 2015 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

A. Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A.1 Ind AS optional exemptions

A.1.1 Business combinations

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date.

The Company elected to apply Ind AS 103 prospectively to business combinations occurring after its transition date. Business combinations occurring prior to the transition date have not been restated.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS (contd.)

A.1.2 Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.

Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value.

A.1.3 Share - based payments

Ind AS 101 permits a first-time adopter to not apply Ind AS 102, Share - based payments for the equity instruments that vested before the date of transition to Ind AS and liabilities arising from share - based payment transactions that were settled before the date of transition to Ind AS.

Accordingly, the Company has not applied Ind AS 102, to the equity instruments that vested before the transition date and liabilities arising from share - based payment transactions that were settled before the date of transition to Ind AS. Further, no options have vested after the transition date.

A.1.4 Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS.

The Company has not elected to apply this exemption for its investment in equity investments.

A.1.5 Leases

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing at the date of transition to Ind AS, except where the effect is expected to be not material.

The Company has elected to apply this exemption for such contracts/arrangements.

A.2 Ind AS mandatory exceptions

A.2.1 Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 1, 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Investment in equity instruments carried at FVPL;

- Impairment of financial assets based on expected credit loss model.

A.2.2 De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirement in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

A.2.3 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

The Company has applied the above requirement on transition date.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

B. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Reconciliation of equity as at date of transition (April 1, 2015)

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment		19,757.21	-	19,757.21
Capital work-in-progress		79.25	-	79.25
Intangible assets		3,765.25	-	3,765.25
Intangible assets under development		228.82	-	228.82
Financial assets			-	
i. Investments	1	4,567.13	(3,395.00)	1,172.13
ii. Loans	9	11.69	(1.33)	10.36
iii. Other financial assets	2 and 7	435.31	2,989.74	3,425.05
Deferred tax assets (net)	3	1,573.14	(24.61)	1,548.53
Other non-current assets	7 and 9	181.80	19.05	200.85
Total non-current assets		**30,599.60**	**(412.15)**	**30,187.45**
Current assets				
Financial assets				
i. Trade receivables		11,579.00	-	11,579.00
ii. Cash and cash equivalents		6,588.22	-	6,588.22
iii. Bank balances other than (ii) above		2,952.19	-	2,952.19
iv. Loans		12.67	-	12.67
v. Other financial assets		91.73	-	91.73
Current tax assets (net)		2,609.55	-	2,609.55
Other current assets	7 and 9	1,867.09	16.18	1,883.27
Total current assets		**25,700.45**	**16.18**	**25,716.63**
Total assets		**56,300.05**	**(395.97)**	**55,904.08**
EQUITY AND LIABILITIES				
Equity				
Equity share capital		2,982.43	-	2,982.43
Other equity				
Reserves and surplus	1,2,5,7,8,9,11,12	42,013.89	760.46	42,774.35
Total equity		**44,996.32**	**760.46**	**45,756.78**
LIABILITIES				
Non-current liabilities				
Financial liabilities				
i. Other financial liabilities	8	56.34	(10.15)	46.19
Provisions		622.84	-	622.84
Employee benefit obligations		57.64	-	57.64
Other non-current liabilities	8 and 11	122.15	(58.01)	64.14
Total non-current liabilities		**858.97**	**(68.16)**	**790.81**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
Current liabilities				
Financial liabilities				
i. Borrowings		672.58	-	672.58
ii. Trade payables		4,821.71	-	4,821.71
iii. Other financial liabilities		1,890.71	-	1,890.71
Provisions	5	1,077.15	(1,073.62)	3.53
Employee benefit obligations		476.40	-	476.40
Other current liabilities	8 and 11	1,506.21	(14.65)	1,491.56
Total current liabilities		**10,444.76**	**(1,088.27)**	**9,356.49**
Total liabilities		**11,303.73**	**(1,156.43)**	**10,147.30**
Total equity and liabilities		**56,300.05**	**(395.97)**	**55,904.08**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of equity as at March 31, 2016

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment		18,058.43	-	18,058.43
Capital work-in-progress		183.35	-	183.35
Intangible assets		3,293.77	-	3,293.77
Intangible assets under development		287.49	-	287.49
Financial assets			-	-
i. Investments	1	4,029.13	(3,688.30)	340.83
ii. Loans	9	12.81	(1.86)	10.95
iii. Other financial assets	2 and 7	1,970.38	(28.26)	1,942.12
Deferred tax assets (net)	3	1,487.46	(8.96)	1,478.50
Other non-current assets	7 and 9	265.18	10.75	275.93
Total non-current assets		**29,588.00**	**(3,716.63)**	**25,871.37**
Current assets				
Financial assets				
i. Trade receivables	10	14,177.05	(60.62)	14,116.43
ii. Cash and cash equivalents		2,002.03	-	2,002.03
iii. Bank balances other than (ii) above		14,992.83	-	14,992.83
iv. Loans		17.55	-	17.55
v. Other financial assets		193.76	-	193.76
Current tax assets (net)		3,124.31	-	3,124.31
Other current assets	7 and 9	1,934.96	14.06	1,949.02
Total current assets		**36,442.49**	**(46.56)**	**36,395.93**
Total assets		**66,030.49**	**(3,763.19)**	**62,267.30**
EQUITY AND LIABILITIES				
Equity				
Equity share capital		2,982.68	-	2,982.68
Other equity				
Reserves and surplus	1,2,5,7,8,9,11,12	50,191.45	(2,412.46)	47,778.99
Other reserves				
Total equity		**53,174.13**	**(2,412.46)**	**50,761.67**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
LIABILITIES				
Non-current liabilities				
Financial liabilities				
i. Other financial liabilities	8	104.29	(7.07)	97.22
Provisions		648.88	-	648.88
Employee benefit obligations		118.89	-	118.89
Other non-current liabilities	8 and 11	62.15	(60.11)	2.04
Total non-current liabilities		**934.21**	**(67.18)**	**867.03**
Current liabilities				
Financial liabilities				
i. Borrowings		-	-	-
ii. Trade payables	10	6,122.57	(24.22)	6,098.35
ii. Other financial liabilities		2,881.31	-	2,881.31
Provisions	5	1,256.46	(1,256.46)	-
Employee benefit obligations		554.12	-	554.12
Other current liabilities	8 and 11	1,107.69	(2.87)	1,104.82
Total current liabilities		**11,922.15**	**(1,283.55)**	**10,638.60**
Total liabilities		**12,856.36**	**(1,350.73)**	**11,505.63**
Total equity and liabilities		**66,030.49**	**(3,763.19)**	**62,267.30**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total comprehensive income for the year ended March 31, 2016

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP*	Adjustments	Ind AS
Revenue from operations	8, 10, 13 and 14	54,601.17	(399.50)	54,201.67
Other income	7, 9 and 14	2,898.16	(1,071.34)	1,826.82
Other gains / (losses) - net	1 and 2	(261.26)	538.00	276.74
Total Income		**57,238.07**	**(932.84)**	**56,305.23**
Expenses				
Production cost	14	6,172.49	(89.27)	6,083.22
Employee benefits expense	6, 9 and 14	14,194.05	(27.93)	14,166.12
Depreciation and amortisation expense		3,057.10	(0.01)	3,057.09
Other expenses	7,10,11,13 and 14	19,062.77	(1,357.35)	17,705.42
Finance costs	8 and 14	19.46	36.55	56.01
Total expenses		**42,505.87**	**(1,438.01)**	**41,067.86**
Profit before exceptional items and tax		**14,732.20**	**505.17**	**15,237.37**
Exceptional items		-	(3,862.30)	(3,862.30)
Profit before tax		**14,732.20**	**(3,357.13)**	**11,375.07**
Profit from continuing operation after tax		**15,874.33**	**(4,499.26)**	**11,375.07**
Income tax expense				
- Current tax		5,216.09	-	5,216.09
- Deferred tax	3	85.74	(10.73)	75.01
Total tax expense		**5,301.83**	**(10.73)**	**5,291.10**
Profit from continuing operations after tax		10,572.50	(4,488.53)	6,083.97
(Loss) from discontinuing operations after tax	12	(1,142.13)	1,142.13	-
Profit for the year		**9,430.37**	**(3,346.40)**	**6,083.97**
Other comprehensive income / (expense)		**-**	**(9.37)**	**(9.37)**
Total comprehensive income for the year		**9,430.37**	**(3,355.77)**	**6,074.60**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

Reconciliation of total equity as at March 31, 2016 and April 1, 2015

(₹ in lacs)

	Notes to first time adoption	March 31, 2016	April 1, 2015
Total equity (shareholders funds) as per previous GAAP		53,174.13	44,996.32
Adjustments:			
Fair valuation of investment	1	(3,688.30)	(3,395.00)
Fair valuation of derivative (guarantee received from the parent company in relation to an investment)	11	-	3,031.00
Fair valuation of security deposits given	7	(6.07)	(7.90)
Fair valuation of security deposits received	8	1.71	1.92
Fair valuation of employee loans	9	0.77	0.53
Proposed dividend	5	1,043.94	894.73
Dividend distribution tax	5	212.52	178.89
Derecognition of revenue from exchange of similar services	10	(60.62)	-
Derecognition of expense from exchange of similar services	10	24.22	-
Reversal of lease rent equalization reserve	12	68.33	80.90
Tax effects of adjustments	2	(8.96)	(24.61)
Total adjustments		**(2,412.46)**	**760.46**
Total equity as per Ind AS		**50,761.67**	**45,756.78**

Reconciliation of total comprehensive income for the year ended March 31, 2016

(₹ in lacs)

	Notes to first time adoption	March 31, 2016
Profit after tax as per previous GAAP		9,430.37
Adjustments:		
Fair value loss on investment in subsidiaries at fair value through profit and loss	1	(293.30)
Fair value loss on guarantee received from holding company	11	(3,031.00)
Interest income measurement using effective interest rate method on certain interest free security deposits and loan given to employees	7	16.77
Amortisation of prepaid rent in relation to certain interest free deposits given which have been measured at amortised cost using effective interest rate method	7	(15.00)
Amortisation of deferred employee benefits expenses in relation to certain interest free loan given to employees which have been measured at amortised cost using effective interest rate method	9	0.24
Interest expense measurement using effective interest rate method on certain interest free security deposits received	8	(10.50)
Recognition of advertisement income in relation to certain interest free deposits received which have been measured at amortised cost using effective interest rate method	8	10.30
Revenue in relation to barter transactions reversed in accordance with Ind AS 18	10	(60.62)
Expenses in relation to barter transactions reversed in accordance with Ind AS 18	10	24.22
Lease equalization provision reversal in accordance with Ind AS 17	12	(12.57)
Actuarial losses / (gains) on employee benefits recognised in "Other comprehensive income"	6	14.33
Tax impact of above adjustments	2	10.73
Total adjustments		**(3,346.40)**
Net profit as per Ind AS		**6,083.97**
Other comprehensive income / (expense)		**(9.37)**
Total comprehensive income as per Ind AS		**6,074.60**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

Impact of Ind AS adoption on the statements of cash flows for the year ended March 31, 2016

(₹ in lacs)

	Notes to first time adoption	Previous GAAP*	Adjustments	Ind AS
Net cash flow from operating activities	4	3,912.87	(7,118.28)	(3,205.41)
Net cash flow from investing activities	9	64.92	(12.82)	52.10
Net cash flow from financing activities	4	(1,759.97)	671.05	(1,088.92)
Net increase/(decrease) in cash and cash equivalents		**2,217.82**	**(6,460.05)**	**(4,242.23)**
Cash and cash equivalents as at April 1, 2015	4	6,559.89	(644.25)	5,915.64
Effects of exchange rate changes on cash and cash equivalents		-	-	-
Cash and cash equivalents as at March 31, 2016		**8,777.71**	**(7,104.30)**	**1,673.41**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Analysis of changes in cash and cash equivalents for the purposes of statement of cash flows under Ind AS:

(₹ in lacs)

	Notes to first time adoption	March 31, 2016	April 1, 2015
Cash and cash equivalents as per previous GAAP		8,777.71	6,559.89
Cash credit	4	-	(672.58)
Book overdraft	4	(328.62)	-
Reclassification to other bank balances		(6,775.68)	28.33
Cash and cash equivalents for the purpose of statement of cash flows		**1,673.41**	**5,915.64**

C: Notes to first-time adoption

Note 1: Fair valuation of investments

Under the previous GAAP, investments in equity instruments were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for diminution, other than temporary decline, in the value of such investments. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value.

Reduction in fair value of the investment in Mail Today Newspapers Private Limited has been recognised in retained earnings as at the date of transition and subsequently in the Statement of profit or loss for the year ended March 31, 2016. This decreased the retained earnings by ₹3,688.30 lacs as at March 31, 2016 (April 1, 2015 - ₹3,395.00 lacs).

Note 2: Fair value of guarantee (derivative financial asset)

Under the previous GAAP, the guarantee received from the holding company, Living Media India Limited, for indemnifying any loss to the Company arising from the sale of investment in equity shares of Mail Today Newspapers Private Limited, was considered for the purpose of determining other than temporary decline in the value of such investment. Under Ind AS, the said guarantee is a separate transaction, and hence, is accounted for separately from the investment in equity shares. The guarantee meets the definition of derivative financial instrument given in Ind AS 109. All derivatives in scope of Ind AS 109, including those linked to unquoted equity investments, are measured at fair value and changes in fair value are recognised in profit or loss. Consequent to this change, the Company has recognised the guarantee at its fair value of ₹ Nil as at March 31, 2016 (April 1, 2015 - ₹3,031.00 lacs). Total equity increased by ₹3,031.00 lacs as at April 1, 2015. The profit for the year and total equity as at March 31, 2016 decreased by ₹3,031.00 lacs due to recognition of fair value loss in respect of the guarantee.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

Note 3: Deferred tax

Under Ind AS, deferred tax has been recognised on the adjustments made on transition to Ind AS.

Note 4: Cash credit / book overdraft

Under Ind AS, cash credit repayable on demand and book overdraft, which form an integral part of the cash management process are included in cash and cash equivalents for the purpose of presentation of statement of cash flows. Under previous GAAP, cash credit of ₹672.58 lacs as at April 1, 2015 was considered as part of borrowings and movement in cash credit was shown as part of financing activities. While, book overdraft of ₹328.62 lacs as at March 31, 2016 was shown as a part of operating activities. Consequently, cash and cash equivalents have reduced by ₹328.62 lacs as at March 31, 2016 (April 1, 2015: ₹672.58 lacs) with corresponding increase / decrease in cash flows from financing / operating activities respectively for the year ended March 31, 2016 to the effect of the movements in cash credit and book overdraft.

Note 5: Proposed dividend

Under the previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for proposed dividend of ₹1,043.94 lacs as at March 31, 2016 (April 1, 2015: ₹894.73 lacs) and dividend distribution tax thereon of ₹212.52 lacs as at March 31, 2016 (April 1, 2015: ₹178.89 lacs) included under provisions have been reversed with corresponding adjustment to retained earnings. Consequently, the total equity increased by an equivalent amount. [Refer Note 26 (b)]

Note 6: Remeasurements of post-employment benefit obligation

Under Ind AS, remeasurements, i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the profit for the year ended March 31, 2016 increased by ₹9.37 lacs. There is no impact on total equity as at March 31, 2016.

Note 7: Security deposits - assets

Under the previous GAAP, interest free lease security deposits (that are refundable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as prepaid rent. Consequent to this change, the amount of security deposits decreased by ₹28.26 lacs as at March 31, 2016 (April 1, 2015: ₹41.26 lacs). The prepaid rent increased by ₹22.19 lacs as at March 31, 2016 (April 1, 2015: ₹33.36 lacs). Total equity decreased by ₹7.90 lacs as at April 1, 2015. The profit for the year and total equity as at March 31, 2016 increased by ₹1.77 lacs due to notional interest income of ₹16.77 lacs recognised on security deposits which is partially off-set by the amortisation of the prepaid rent by ₹15.00 lacs.

Note 8: Security deposits - liabilities

Under the previous GAAP, interest free security deposits received (that are payable in cash on termination of the contract) are recorded at their transaction value. Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits received under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as unearned income. Consequent to this change, the amount of security deposits decreased by ₹7.07 lacs as at March 31, 2016 (April 1, 2015: ₹10.15 lacs). The unearned income increased by ₹5.36 lacs as at March 31, 2016 (April 1, 2015: ₹8.23 lacs). Total equity increased by ₹1.92 lacs as on April 1, 2015. The profit for the year and total equity as at March 31, 2016 decreased by ₹0.20 lacs due to notional interest expense of ₹10.50 lacs recognised on security deposits which is partially off-set by recognition of the unearned income of ₹10.30 lacs as revenue from operations.

Note 9: Loan to employees - assets

Under the previous GAAP, interest free loan to employees (that are repayable in cash on completion of the agreed term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these loans under Ind AS. Difference between the fair value and transaction value of the loan has been recognised as deferred employee expense. Consequent to this change, the amount of loan decreased by ₹1.86 lacs as at March 31, 2016 (April 1, 2015: ₹1.33 lacs). The deferred employee expense increased by ₹2.63 lacs as at March 31, 2016 (April 1, 2015: ₹1.86 lacs). Total equity increased by ₹0.53 lacs as on April 1, 2015. The profit for the year and total equity as at March 31, 2016 increased by ₹0.24 lacs due to notional interest income of ₹2.50 lacs recognised on loan which is partially off-set by the amortisation of the deferred employee expense by ₹2.26 lacs.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

Note 10: Revenue - barter transactions involving advertising services

Under the previous GAAP, the Company regarded the barter transactions entered into to provide advertising services in exchange for receiving advertising services from its customers, amounting to exchange of services of a similar nature, as a transaction which generates revenue.

Under Ind AS, exchange of services of a similar nature is not regarded as a transaction which generates revenue. Consequent to this change, the amount of trade receivables and trade payables decreased by ₹60.62 lacs and ₹24.22 lacs respectively as on March 31, 2016 (April 1, 2015: ₹ Nil and ₹ Nil respectively). The profit for the year and total equity as at March 31, 2016 decreased by ₹36.40 lacs due to derecognition of advertisement revenue of ₹60.62 lacs from such transactions which is partially off-set by derecognition of advertisement expense of ₹24.22 lacs from such transactions.

Note 11: Lease rent equalisation reserve

Under the previous GAAP, the lease payments under an operating lease were recognised as an expense in the statement of profit and loss on a straight line basis over the lease term.

Under Ind AS, the lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the lessor vary because of factors other than general inflation, then this condition is not met. Since the lease payments under all the operating leases entered into by the Group as a lessee are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, the lease rent equalisation reserve created in respect of such leases amounting to ₹80.90 lacs under the previous GAAP, has been reversed with corresponding adjustment to retained earnings as at April 1, 2015. Consequently, the total equity increased by an equivalent amount. The profit for the year and total equity as at March 31, 2016 decreased by ₹12.57 lacs and ₹68.33 lacs respectively, due to reversal of utilization of lease rent equalization reserve created in respect of the aforesaid leases under the previous GAAP.

Note 12: Discontinued operations

The application for approval of sale of three radio stations of the Company was declined by the Ministry of Information and Broadcasting (""MIB"") in the previous year. The Company filed a writ petition before the Honourable High Court of Delhi against such decline. The Company was pursuing the case legally and expected a favourable outcome.

Accordingly, under the previous GAAP, the radio business was classified as a discontinuing operation as the Company's board of directors had both (i) approved a detailed, formal plan for the discontinuance and (ii) made an announcement of the plan.

Under Ind AS, a discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale. An entity shall classify a non-current asset (or disposal group) as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the asset (or disposal group) must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets (or disposal groups) and its sale must be highly probable. Considering the above decline of approval by the MIB, the disposal group (radio business) is not considered to be available for immediate sale in its present condition. Hence, the radio business has not been considered as a discontinued operation under Ind AS.

Consequently, the loss from discontinuing operations before tax (₹1,349.14 lacs), profit from disposal of assets and liabilities of discontinuing operations (₹207.01 lacs) and income tax expense thereon (₹ nil) for the year ended March 31, 2016 under the previous GAAP has been adjusted / included against / in the profit from continuing operations for the year ended March 31, 2016. As a result of this change, the profit from continuing operations for the year ended March 31, 2016 has decreased by ₹1,142.13 lacs and the loss from discontinued operations for the year ended March 31, 2016 is nil. There is no impact on the total equity and profit.

Note 13: Agency incentive

Under previous GAAP, the incentive paid to the advertisement agencies was recognised as an expense in the statement of profit and loss.

Under Ind AS, if the agencies are acting as a principal, the incentive payable should be adjusted against the advertisement income. Accordingly the advertisement income and agency incentive expenses have decreased by ₹764.62 lacs for the year ended March 31, 2016. There is no impact on the total equity and profit.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
for the year ended March 31, 2017

Note 38: First-time adoption of Ind AS *(contd.)*

Note 14: Provisions / liabilities written back to the extent no longer required

Under the previous GAAP, the provisions / liabilities written back to the extent no longer required were credited to Other income. Under Ind AS, where the original provision was charged as an expense, any subsequent reversal should be credited to the same line in the statement of profit and loss in accordance with the principle of consistency. Accordingly, the aforesaid provisions / liabilities written back to the extent no longer required have been credited to the respective expense line in the statement of profit and loss. This change has resulted in a decrease in other income, increase in revenue from operations and decrease in other expenses for the year ended March 31, 2016 by ₹1,334.83 lacs, ₹415.43 lacs and ₹919.40 lacs respectively. There is no impact on the total equity and profit.

Note 15: Retained earnings

Retained earnings as at April 1, 2015 has been adjusted consequent to the above Ind AS transition adjustments.

Note 16: Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Item of income / expense that is not recognised in profit or loss but is shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plan. The concept of other comprehensive income did not exist under the previous GAAP.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

INDEPENDENT AUDITORS' REPORT

To the Members of T.V. Today Network Limited

Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying consolidated Ind AS financial statements of **T.V. Today Network Limited** ("hereinafter referred to as the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"); (refer Note 1(b) to the attached consolidated financial statements), comprising of the consolidated Balance Sheet as at March 31, 2017, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Cash Flow Statement for the year then ended and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and changes in equity of the Group in accordance with accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.

4. We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

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

6. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 8 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group as at March 31, 2017, and their consolidated total comprehensive income (comprising of consolidated profit/ loss and consolidated other comprehensive income), their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Other Matters

8. We did not audit the financial statements of 2 subsidiaries whose financial statements reflect total assets of ₹5,134.64 lacs and net assets of ₹107.85 lacs as at March 31, 2017, total revenue of ₹3,608.12 lacs, total comprehensive income (comprising of profit/ loss and other comprehensive income) ₹1,509.63 lacs and net cash flows amounting to ₹238.56 lacs for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated Ind AS

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

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

9. The comparative financial information of the Company for the year ended March 31, 2016 and the transition date opening balance sheet as at April 1, 2015 included in these consolidated Ind AS financial statements, are based on the previously issued statutory financial statements for the years ended March 31, 2016 and March 31, 2015 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by us, on which we expressed an unmodified opinion dated May 25, 2016 and May 12, 2015 respectively. The adjustments to those financial statements for the differences in accounting principles adopted by the Company on transition to the Ind AS have been audited by us.

   Our opinion is not qualified in respect of these matters.

Report on Other Legal and Regulatory Requirements

10. As required by Section143(3) of the Act, we report, to the extent applicable, that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

    (b) In our opinion, proper books of account as required by law maintained by the Holding Company, its subsidiaries included in the Group, including relevant records relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and records of the Holding Company and a subsidiary and the reports of the other auditors.

    (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained by the Holding Company, its subsidiaries included in the Group, including relevant records relating to the preparation of the consolidated Ind AS financial statements.

    (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

    (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2017 taken on record by the Board of Directors of the Holding Company and a subsidiary and the reports of the statutory auditors of its other subsidiary companies, none of the directors of the Group companies, is disqualified as on March 31, 2017 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 Holding Company and its subsidiary companies, and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

    (g) With respect to the other matters to be included in the Auditors' 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 consolidated Ind AS financial statements disclose the impact, if any, of pending litigations as at March 31, 2017 on the consolidated financial position of the Group – Refer Note 35 to the consolidated Ind AS financial statements.

        ii. The Company does not have derivative contracts, and in respect of other long-term contracts, there were no material foreseeable losses as at March 31, 2017.

        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies during the year ended March 31, 2017.

        iv. The Group has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with books of account maintained by the Holding Company, and its subsidiary companies, and as produced to us by the Management – Refer Note 42.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 57084

Place: Gurugram
Date: May 26, 2017

ANNEXURE A
TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 10(f) of the Independent Auditors' Report of even date to the members of T.V. Today Network Limited on the consolidated financial statements for the year ended March 31, 2017

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. 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 ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

6. 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

7. 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

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

Other Matter

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 2 subsidiary companies, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 57084

Place: Gurugram
Date: May 26, 2017

CONSOLIDATED BALANCE SHEET as at March 31, 2017

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016	April 1, 2015
ASSETS				
Non-current assets				
Property, plant and equipment	3	16,940.80	18,127.00	19,850.65
Capital work-in-progress	3	311.13	183.35	79.25
Intangible assets	4	2,934.27	3,305.19	3,779.86
Intangible assets under development	4	6.56	287.49	228.82
Investment properties	5	643.35	717.46	752.01
Financial assets				
i. Investments	6(a)	-	-	-
ii. Loans	6(e)	10.29	10.95	10.36
iii. Other financial assets	6(f)	2,969.45	1,951.42	3,433.30
Non-current tax assets (net)	7	24.86	43.89	95.57
Deferred tax assets (net)	8	1,449.05	1,478.50	1,548.53
Other non-current assets	9	597.11	663.93	254.96
Total non-current assets		**25,886.87**	**26,769.18**	**30,033.31**
Current assets				
Inventories	10	157.99	142.61	221.29
Financial assets				
i. Trade receivables	6(b)	16,304.93	15,076.18	12,424.14
ii. Cash and cash equivalents	6(c)	2,049.24	2,005.32	7,075.82
iii. Bank balances other than (ii) above	6(d)	24,262.18	15,015.07	2,972.74
iv. Loans	6(e)	13.20	17.55	12.67
v. Other financial assets	6(f)	192.74	194.34	95.17
Current tax assets (net)	7	3,668.79	3,166.26	2,609.55
Other current assets	11	2,229.79	2,347.02	2,094.07
Total current assets		**48,878.86**	**37,964.35**	**27,505.45**
Total assets		**74,765.73**	**64,733.53**	**57,538.76**
EQUITY AND LIABILITIES				
Equity				
Equity share capital	12(a)	2,982.68	2,982.68	2,982.43
Other equity				
Reserves and surplus	12(b)	54,025.31	44,233.77	39,001.82
Equity attributable to owners of T.V. Today Network Limited		**57,007.99**	**47,216.45**	**41,984.25**
Non-controlling interests		-	-	-
Total equity		**57,007.99**	**47,216.45**	**41,984.25**
LIABILITIES				
Non-current liabilities				
Financial liabilities				
i. Borrowings	13(a)	520.80	1,109.45	1,484.35
ii. Other financial liabilities	13(d)	58.63	97.22	46.19
Provisions	14	674.92	648.88	622.84
Employee benefit obligations	15	279.56	197.85	143.44
Other non-current liabilities	17	0.55	2.04	64.14
Total non-current liabilities		**1,534.46**	**2,055.44**	**2,360.96**
Current liabilities				
Financial liabilities				
i. Borrowings	13(b)	782.08	1,794.79	1,835.13
ii. Trade payables	13(c)	8,551.43	6,969.58	5,426.59
iii. Other financial liabilities	13(d)	4,525.67	4,728.07	3,641.94
Provisions	14	-	-	3.53
Employee benefit obligations	15	608.29	556.23	480.07
Current tax liabilities (net)	16	-	0.19	0.60
Other current liabilities	17	1,755.81	1,412.78	1,805.69
Total current liabilities		**16,223.28**	**15,461.64**	**13,193.55**
Total liabilities		**17,757.74**	**17,517.08**	**15,554.51**
Total equity and liabilities		**74,765.73**	**64,733.53**	**57,538.76**

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership No. 57084

Ashish Sabharwal
Company Secretary
Membership No. F4991

For and on behalf of the Board

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Revenue from operations	18	60,809.97	58,159.98
Other income	19(a)	2,265.38	1,788.15
Other gains / (losses) - net	19(b)	(17.70)	271.70
Total income		**63,057.65**	**60,219.83**
Expenses			
Cost of materials consumed	20	307.20	381.04
Production cost	21	7,142.01	7,079.74
Employee benefits expense	22	15,691.29	15,349.19
Depreciation and amortisation expense	23	2,897.13	3,092.11
Other expenses	24	21,709.20	19,178.06
Finance costs	25	841.03	640.41
Total expenses		**48,587.86**	**45,720.55**
Profit before exceptional items and tax		**14,469.79**	**14,499.28**
Exceptional items	26	855.80	(3,031.00)
Profit before tax		**15,325.59**	**11,468.28**
Income tax expense	27		
- Current tax		5,383.85	5,216.67
- Deferred tax		30.43	75.01
Total tax expense		**5,414.28**	**5,291.68**
Profit for the year		**9,911.31**	**6,176.60**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	15	1.50	(15.48)
Income tax relating to this item		0.99	4.96
Other comprehensive income/(expense) for the year, net of tax		**2.49**	**(10.52)**
Total comprehensive income for the year		**9,913.80**	**6,166.08**
Profit is attributable to:			
Owners of T.V. Today Network Limited		10,086.57	6,336.40
Non-controlling interests		(175.26)	(159.80)
		9,911.31	**6,176.60**
Other comprehensive income / (expense) is attributable to:			
Owners of T.V. Today Network Limited		1.44	(10.22)
Non-controlling interests		1.05	(0.30)
		2.49	**(10.52)**
Total comprehensive income / (expense) is attributable to:			
Owners of T.V. Today Network Limited		10,088.01	6,326.18
Non-controlling interests		(174.21)	(160.10)
		9,913.80	6,166.08
Earnings per equity share attributable to owners of T.V. Today Network Limited			
Basic earnings per share		16.61	10.35
Diluted earnings per share	39	16.61	10.35

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership No. 57084

For and on behalf of the Board

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2017

A Equity share capital

	Notes	(₹ in lacs)
As at April 1, 2015		2,982.43
Changes in equity share capital	12	0.25
As at March 31, 2016		**2,982.68**
Changes in equity share capital	12	-
As at March 31, 2017		**2,982.68**

B Other equity

(₹ in lacs)

	Notes	Reserves and surplus attributable to owners of T.V. Today Network Limited					Non-controlling interests	Total
		Securities premium reserve	Capital reserve on (CCBC)	Retained earnings	General reserve	Share options outstanding account		
Balance at April 1, 2015		**5,384.87**	**22,464.22**	**3,717.94**	**7,430.29**	**4.50**	**-**	**39,001.82**
Profit/(loss) for the year		-	-	6,336.40	-	-	(159.80)	6,176.60
Other comprehensive (expense)		-	-	(10.22)	-	-	(0.30)	(10.52)
Total comprehensive income / (expense) for the year		**-**	**-**	**6,326.18**	**-**	**-**	**(160.10)**	**6,166.08**
Transfer from retained earnings to general reserve		-	-	(500.00)	500.00	-	-	-
Transactions with owners in their capacity as owners:								
Issue of equity shares	12(a)	4.41	-	-	-	(0.50)	-	3.91
Dividend paid	30(b)	-	-	(894.73)	-	-	-	(894.73)
Dividend distribution tax on dividend on equity shares	12(b)	-	-	(178.89)	-	-	-	(178.89)
Transactions with non-controlling interests	33(b)	-		(24.27)			160.10	135.83
Options adjusted	37(b)	-	-	-	-	(0.25)	-	(0.25)
		4.41	-	(1,597.89)	500.00	(0.75)	160.10	(934.13)
Balance at March 31, 2016		**5,389.28**	**22,464.22**	**8,446.23**	**7,930.29**	**3.75**	**-**	**44,233.77**
Balance at April 1, 2016		**5,389.28**	**22,464.22**	**8,446.23**	**7,930.29**	**3.75**	**-**	**44,233.77**
Profit/(loss) for the year		-	-	10,086.57	-	-	(175.26)	9,911.31
Other comprehensive income		-	-	1.44	-	-	1.05	2.49
Total comprehensive income / (expense) for the year		**5,389.28**	**22,464.22**	**18,534.24**	**7,930.29**	**3.75**	**(174.21)**	**54,147.57**
Transactions with owners in their capacity as owners:								
Dividend paid	30(b)	-	-	(1,043.94)	-	-	-	(1,043.94)
Dividend distribution tax on dividend on equity shares	12(b)	-	-	(212.52)	-	-	-	(212.52)
Capital reserve arising on common control business combination ('CCBC')	12(b)	-	1,990.00	-	-	-	-	1,990.00
Transactions with non-controlling interests	33(b)	-	-	(1,030.01)	-	-	174.21	(855.80)
Options forfeited/adjusted	37(b)	-	-	-	1.50	(1.50)	-	-
		-	**1,990.00**	**(2,286.47)**	**1.50**	**(1.50)**	**174.21**	**(122.26)**
Balance at March 31, 2017		**5,389.28**	**24,454.22**	**16,247.77**	**7,931.79**	**2.25**	**-**	**54,025.31**

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
Partner
Membership No. 57084

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Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Cash flow from operating activities			
Profit before income tax		15,325.59	11,468.28
Profit before income tax		**15,325.59**	**11,468.28**
Adjustments for			
Depreciation and amortisation expense	23	2,897.13	3,092.11
Bad debts net of adjustment with provision for doubtful debts and advances	24	1.62	60.58
Fixed assets written off	24	-	0.67
Employee share-based payment (income)	22	-	(0.25)
Provision for impairment on investment property under construction	24	73.28	91.00
Allowance for doubtful debts - trade receivables	24	617.83	276.71
Allowance for doubtful advances	24	66.51	-
Net loss / (gain) on disposal of property, plant and equipment	19(b)	0.91	(273.15)
Provisions / liabilities written back to the extent no longer required	19(a)	(96.88)	(263.18)
Fair value of investments acquired by way of gift	34(h)	(855.80)	-
Fair value (loss) on guarantee received in relation to investment	34(h)	-	3,031.00
Unwinding of discount on security deposits	25	(20.58)	(19.27)
Interest income classified as investing cash flows	19(a)	(1,817.49)	(1,199.81)
Finance costs	25	841.03	640.41
Net exchange differences		0.13	(19.95)
Change in operating assets and liabilities, net of effects from purchase of controlled entities			
(Increase) in trade receivables		(1,663.37)	(2,783.11)
Increase in trade payables		1,678.73	1,549.37
(Increase) in other financial assets		(10,225.52)	(13,359.54)
(Increase) in other non - current assets		(12.71)	(365.15)
Decrease / (Increase) in inventories		(15.38)	78.68
Decrease / (Increase) in other current assets		91.72	(451.80)
Increase in employee benefit obligations		135.27	115.09
Increase / (decrease) in other financial liabilities		(96.33)	688.47
Increase / (decrease) in other current liabilities		343.03	(136.11)
(Decrease) in other non - current liabilities		(1.49)	(62.10)
Cash generated from operations		**7,267.23**	**2,158.95**
Income tax paid (net of refunds)	7	(5,867.54)	(5,725.67)
Net cash inflow / (outflow) from operating activities		**1,399.69**	**(3,566.72)**
Cash flows from investing activities			
Payment for acquisition of property, plant and equipment	3	(1,463.27)	(1,099.76)
Payment for acquisition of intangible assets	4	(73.24)	(223.08)
Payment for investment properties	5	(3.50)	(60.78)
Proceeds from sale of property, plant and equipment	3	78.19	98.93

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2017

(₹ in lacs)

	Notes	Year ended March 31, 2017	Year ended March 31, 2016
Sale of radio stations	38	-	400.00
Loans to / (repayment of loans by) employees	6(e)	5.01	(5.47)
Interest received	19(a)	1,761.83	889.54
Net cash inflow from investing activities		**305.02**	**(0.62)**
Cash flows from financing activities			
Proceeds from issue of shares	12(a) and 12(b)	-	4.16
Proceeds from issue of shares to non-controlling interest	33(b)	-	135.83
Share issue costs	10(b)	(2.00)	-
Proceeds from borrowings	13(a) and (b)	2,583.33	1,581.01
Repayment of borrowings	13(a) and (b)	(1,977.93)	(1,443.45)
Interest and other borrowing costs paid	25	(958.88)	(494.69)
Dividends paid to company's shareholders	30	(1,041.60)	(894.73)
Dividend distribution tax	12(b)	(212.52)	(178.89)
Net cash (outflow) from financing activities		**(1,609.60)**	**(1,290.76)**
Net increase / (decrease) in cash and cash equivalents		**95.11**	**(4,858.10)**
Cash and cash equivalents at the beginning of the financial year		1,172.17	6,010.32
Effect of exchange rate changes on cash and cash equivalents		(0.13)	19.95
Cash and cash equivalents at the end of the year		**1,267.16**	**1,172.17**
Reconciliation of cash and cash equivalents as per the cash flow statement			
Cash and cash equivalents as per above comprise of the following			
Cash and cash equivalents {note 6(c)}		2,049.24	2,005.32
Bank overdrafts {note 13(b)}		(782.08)	(472.97)
Book overdraft {note 13(d)}		-	(360.18)
Balance as per statement of cash flows		**1,267.16**	**1,172.17**

The above balance sheet should be read in conjunction with the accompanying notes.
This is the balance sheet referred to in our report of even date.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board

Sougata Mukherjee
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Chief Financial Officer
DIN - 01604681

Place : Gurugram
Date : May 26, 2017

Place : Noida
Date : May 26, 2017

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Background

T.V. Today Network Limited (hereinafter referred to as the 'Company') is a company limited by shares, incorporated and domiciled in India. The Company's equity shares are listed on the Bombay Stock Exchange and the National Stock Exchange in India. The registered office of the Company is situated at F-26, First Floor, Connaught Circus, New Delhi - 110001, India. The principal place of business of the Company is situated at FC-8, Sector 16A, Film City, Noida 201301, Uttar Pradesh. The Company along with its subsidiaries hereinafter is referred to as the 'Group'. The Group is engaged in broadcasting television news channels and radio stations and newspaper publishing in India.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements of the Group. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Compliance with Ind AS

The consolidated financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016] and other relevant provisions of the Act.

The consolidated financial statements up to year ended March 31, 2016 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These consolidated financial statements are the first consolidated financial statements of the group under Ind AS. Refer note 46 for an explanation of how the transition from previous GAAP to Ind AS has affected the group's financial position, financial performance and cash flows.

(ii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments

(b) Principles of consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group 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 to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The pooling of interests method of accounting in case of common control business combination is used to account for business combinations by the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries are consistent with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

(ii) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity (note 33).

When the Group ceases to consolidate because of a loss of control, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

(c) Segment reporting

Operating segments are reported in a manner consistent with internal reporting provided to the chief operating decision maker.

The board of directors of the Company has appointed a team which assesses the financial performance and position of the Group, and makes strategic decisions. The team, which has been identified as being the chief operating decision maker, consists of the managing director, the chief executive officer and the chief financial officer.

(d) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR / ₹), which is the Group's functional and presentation currency.

(ii) Transaction and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

All foreign exchange gains and losses are presented in the consolidated statement of profit and loss on a net basis within other gains/(losses).

(e) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Group recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from services

Advertisement income is recognized in the accounting period in which the services are rendered, i.e., when the advertisements are displayed / aired / published.

The Company enters into arrangements for free / bonus spots, bundled with normal paid spots. The total consideration for advertising services is allocated to the paid and bonus spots based on their relative fair values. Revenues allocated to bonus spots is deferred and recognised as revenue when such spots are utilised by customers.

Income from digital business income is recognized in the period in which the services are rendered.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Subscription income from direct-to-home satellite operators and other distributors for the right to distribute the channels is recognised when the service has been provided as per the terms of the contract.

Fee from training is recognized over the duration of the course offered by the media institute of the Group.

Sale of publications and waste paper

Sale of publications and waste paper revenue is recognized when the significant risks and rewards of ownership have passed on to the buyer and is disclosed net of sales return and discounts.

(f) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in India where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

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.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(g) Leases

As a lessee :

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor :

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the consolidated balance sheet based on their nature.

(h) Impairment of assets

Goodwill is not subject to amortisation and is tested annually for impairment, or more frequently if events or changes in circumstances indicate it might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

(i) Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

(j) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(k) Inventories

Raw material

Raw material is stated at lower of cost and net realisable value. Cost of raw material comprises cost of purchases. Cost of raw-material also include all other costs incurred in bringing the inventories to their present location and condition. Cost of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Costs are assigned to individual items of inventory on weighted average basis.

(l) Investments and other financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

-those to be measured subsequently at fair value (through profit or loss), and

-those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in profit or loss. For investment in debt instrument, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

(ii) *Measurement*

At initial recognition, the Group 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 consolidated statement of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets 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 investment 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 finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue 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 recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the 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 profit or loss. Dividends from such investments are recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain / (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) *Impairment of financial assets*

The group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 29 details how the group determines whether there has been a significant increase in credit risk.

For trade receivables only, the group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) *Derecognition of financial assets*

A financial asset is derecognised only when:

- The Group has transferred the rights to receive cash flows from the financial asset or

- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Income recognition

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

(m) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

(n) Derivatives that are not designated as hedges

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/(losses).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

(o) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet where 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. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

(p) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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 item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

(i) Depreciation on property, plant and equipment (other than leasehold land, leasehold improvements, continuous process plant and machinery and vehicles) is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013, which approximate the useful lives of the assets estimated by the management

(ii) Leasehold land is depreciated over the period of the lease, on a straight line basis.

(iii) Leasehold improvements are depreciated over the lease term or their useful life (based on technical evaluation), whichever is shorter, on a straight line basis.

(iv) Continuous process plant and machinery are depreciated over the useful life of 9.67 years, based on technical evaluation, on a straight line basis.

(v) Vehicles are depreciated over the useful life of 5 years, based on technical evaluation, on a straight line basis.

(vi) Assets costing less than ₹5,000 are depreciated over a period of 12 months, on a straight line basis by the Group. However, in case of subsidiary : Mail Today Newspapers Private Limited, assets costing below ₹5,000 are fully depreciated in the year of acquisition.

The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(q) Investment properties

Property that is held for long term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefit associated with expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment properties are depreciated using the straight-line method over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013.

Transition to Ind As

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its investment properties recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of investment properties.

(r) Intangible assets

Acquired intangible assets are shown at historical cost. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

(i) Amortisation methods and periods

The Group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Computer software: 3 years
Production software: 3 years
CTI sites BECIL: 10 years (license period)
Digital rights of news channels: 10 years

(ii) Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all intangible assets recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

(s) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(t) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the consolidated balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

(u) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(v) Provisions

Provisions for legal claims, volume discounts and returns are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

(w) Employee benefits

(i) Short-term obligation

Liabilities for salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the consolidated balance sheet.

(ii) Other long-term employee benefits obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post employment obligations

The Group operates the following post-employment schemes:

(a) defined benefit plan, i.e., gratuity

(b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the consolidated balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the consolidated balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Group pays provident fund and employee state insurance contributions to government administered Employee Provident Fund Organisation and Employee State Insurance Corporation respectively. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iv) Share based payments

Share-based compensation benefits are provided to employees of the Company via TV Today Network Limited Employee Stock Option Plan.

Employee options

The fair value of options granted under the TV Today Network Limited Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

-including any market performance conditions (e.g., the entity's share price)

-excluding the impact of any service and non market performance vesting conditions (e.g., profitability, sales growth targets and remaining an employee of the entity over a specified time period) and

-including the impact of any non vesting conditions (e.g., the requirement for employees to save or holding shares for a specific period of time)

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

(v) Bonus plans

The Group recognises a liability and an expense for bonuses. The Group recognises a provision where contractually or statutorily obliged or where there is a past practice that has created a constructive obligation.

(x) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

(y) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(z) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

(a) the profit attributable to owners of the Group.

(b) by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

(a) the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

(b) the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(aa) Common control business combinations (CCBC) transactions

Business combinations involving entities that are controlled by the Group are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts from the controlling parties' perspective.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

(ab) Recent accounting pronouncements

Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment'. These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the Group from April 1, 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

The Group is evaluating the requirements of the amendment and the effect thereof on its financial statements is being evaluated.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the 'fair values', but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement.

In the opinion of the management, the impact on the financial statements of the amendment is not expected to be material.

(ac) Rounding of amounts

All amounts in Indian Rupees disclosed in the financial statements and notes thereof have been rounded off to the nearest lacs as per the requirement of Schedule III, unless otherwise stated.

Note 2: Critical estimates and judgements

The preparation of consolidated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different that those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Critical estimates

The areas involving critical estimates are:

i) Estimated fair value of unlisted securities - Note 6(a)

ii) Estimation of defined benefit obligations - Note 15

iii) Impairment of trade receivables - Note 29

Critical judgements

The areas involving critical judgements are:

i) Estimate useful life of property, plant & equipment and intangible assets - Note 1(p), 3 and 4

ii) Estimation of provision for legal claim and contingent liabilities - Note 14 and 28

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 3: Property, plant and equipment

(₹ in lacs)

	Leasehold land	Building	Leasehold improvements	Plant and machinery	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Year ended March 31, 2016										
Gross carrying amount										
Gross carrying amount as at April 1, 2015	1,203.59	9,003.87	1,058.27	22,003.47	1,927.70	1,329.17	1,383.39	658.76	38,568.22	79.25
Closing accumulated depreciation as at April 1, 2015	164.88	483.90	1,006.75	14,459.22	1,193.29	688.54	340.13	380.86	18,717.57	-
Deemed cost as at April 1, 2015	**1,038.71**	**8,519.97**	**51.52**	**7,544.25**	**734.41**	**640.63**	**1,043.26**	**277.90**	**19,850.65**	**79.25**
Additions (including transfers from CWIP)	-	3.30	-	322.74	270.66	108.37	36.22	217.57	958.86	612.59
Disposals	-	-	(29.83)	(134.98)	(0.85)	(3.46)	(4.53)	(42.71)	(216.36)	-
Transfers	-	-	-	-	-	-	-	-	-	(508.49)
Closing gross carrying amount	**1,038.71**	**8,523.27**	**21.69**	**7,732.01**	**1,004.22**	**745.54**	**1,074.95**	**452.76**	**20,593.15**	**183.35**
Accumulated depreciation										
As at April 1, 2015	-	-	-	-	-	-	-	-	-	-
Depreciation charge during the year	16.52	244.48	23.75	1,479.06	265.83	273.83	143.56	75.73	2,522.76	-
Disposals	-	-	(16.78)	(22.44)	(0.46)	(1.25)	(0.54)	(15.14)	(56.61)	-
Closing accumulated depreciation	**16.52**	**244.48**	**6.97**	**1,456.62**	**265.37**	**272.58**	**143.02**	**60.59**	**2,466.15**	**-**
Net carrying amount	**1,022.19**	**8,278.79**	**14.72**	**6,275.39**	**738.85**	**472.96**	**931.93**	**392.17**	**18,127.00**	**183.35**
Year ended March 31, 2017										
Gross carrying amount										

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 3: Property, plant and equipment *(contd.)*

(₹ in lacs)

	Leasehold land	Building	Leasehold improvements	Plant and machinery	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Opening gross carrying amount	1,038.71	8,523.27	21.69	7,732.01	1,004.22	745.54	1,074.95	452.76	20,593.15	183.35
Additions (including transfers from CWIP)	-	105.83	12.71	594.57	251.25	27.51	23.49	236.11	1,251.47	788.94
Disposals	-	-	-	(45.75)	(0.58)	-	-	(71.05)	(117.38)	-
Transfers	-	-	-	-	-	-	-	-	-	(661.16)
Closing gross carrying amount	**1,038.71**	**8,629.10**	**34.40**	**8,280.83**	**1,254.89**	**773.05**	**1,098.44**	**617.82**	**21,727.24**	**311.13**
Accumulated depreciation										
Opening accumulated depreciation	16.52	244.48	6.97	1,456.62	265.37	272.58	143.02	60.59	2,466.15	-
Depreciation charge during the year	16.52	251.22	7.04	1,288.74	287.07	281.58	146.25	80.15	2,358.57	-
Disposals	-	-	-	(12.21)	(0.58)	-	-	(25.49)	(38.28)	-
Closing accumulated depreciation	**33.04**	**495.70**	**14.01**	**2,733.15**	**551.86**	**554.16**	**289.27**	**115.25**	**4,786.44**	**-**
Net carrying amount	**1,005.67**	**8,133.40**	**20.39**	**5,547.68**	**703.03**	**218.89**	**809.17**	**502.57**	**16,940.80**	**311.13**

(i) *Leased assets*
The Group has acquired a leasehold land from New Okhla Industrial Development Authority under finance lease. The lease term in respect of land acquired under finance lease is 73 years.

(ii) *Property, plant and equipment pledged as security*
Refer to note 41 for information on property, plant and equipment pledged as security by the Group.

(iii) *Contractual obligations*
Refer to note 36 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iv) *Capital work in progress*
Capital work in progress mainly comprises of broadcast equipment not yet ready to use.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 4: Intangible assets

(₹ in lacs)

	Production software	Computer software	CTI site BECIL	Digital rights*	Total	Intangible assets under development
Year ended March 31, 2016						
Gross carrying amount						
Gross carrying amount as at April 1, 2015	1,267.33	333.40	470.19	3,875.00	5,945.92	228.82
Closing accumulated depreciation as at April 1, 2015	1,187.51	253.28	337.77	387.50	2,166.06	-
Deemed cost as at April 1, 2015	**79.82**	**80.12**	**132.42**	**3,487.50**	**3,779.86**	**228.82**
Additions (including transfers from intangible assets under development)	-	157.05	-	-	157.05	172.68
Disposals	-	(1.21)	(77.71)	-	(78.92)	-
Transfers	-	-	-	-	-	(114.01)
Closing gross carrying amount	**79.82**	**235.96**	**54.71**	**3,487.50**	**3,857.99**	**287.49**
Accumulated amortisation and impairment						
As at April 1, 2015	-	-	-	-	-	-
Amortisation charge for the year	3.04	122.32	51.10	388.56	565.02	-
Disposals	-	-	(12.22)	-	(12.22)	-
Closing accumulated amortisation and impairment	**3.04**	**122.32**	**38.88**	**388.56**	**552.80**	**-**
Closing net carrying amount	**76.78**	**113.64**	**15.83**	**3,098.94**	**3,305.19**	**287.49**
Year ended March 31, 2017						
Gross carrying amount						
Opening gross carrying amount	79.82	235.96	54.71	3,487.50	3,857.99	287.49
Additions (including transfer from intangible assets under development)	7.19	156.11	-	-	163.30	38.90
Disposals	-	-	-	-	-	(188.16)
Transfers	-	-	-	-	-	(131.67)
Closing gross carrying amount	**87.01**	**392.07**	**54.71**	**3,487.50**	**4,021.29**	**6.56**
Accumulated amortisation and impairment						
Opening accumulated amortisation	3.04	122.32	38.88	388.56	552.80	-
Amortisation charge for the year	10.93	122.28	13.64	387.37	534.22	-
Closing accumulated amortisation and impairment	**13.97**	**244.60**	**52.52**	**775.93**	**1,087.02**	**-**
Closing net carrying amount	**73.04**	**147.47**	**2.19**	**2,711.57**	**2,934.27**	**6.56**

* Digital rights of the Company's news channels acquired from the holding company, Living Media India Limited.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 5: Investment properties

Completed investment properties

(₹ in lacs)

	March 31, 2017	March 31, 2016
A. Completed investment properties		
Gross carrying amount		
Gross carrying amount as at April 1, 2015		259.89
Closing accumulated depreciation as at April 1, 2015		4.12
Opening gross carrying amount / deemed cost	**255.78**	**255.78**
Additions	-	-
Closing gross carrying amount	**255.78**	**255.78**
Accumulated depreciation		
Opening accumulated depreciation	4.33	-
Depreciation charged during the year	4.33	4.33
Closing accumulated depreciation	**8.66**	**4.33**
Net carrying amount (A)	**247.12**	**251.45**
B. Investment properties under construction		
Gross carrying amount		
Gross carrying amount as at April 1, 2015		496.23
Closing accumulated depreciation as at April 1, 2015		-
Opening gross carrying amount / deemed cost	557.01	496.23
Additions	3.50	60.78
Closing gross carrying amount	**560.51**	**557.01**
Accumulated Impairment		
Opening accumulated impairment	91.00	-
Impairment charge	148.08	91.00
Impairment reversal	(74.80)	-
Closing accumulated impairment	**164.28**	**91.00**
Net carrying amount (B)	**396.23**	**466.01**
Total (A+B)	**643.35**	**717.46**

(i) Amounts recognised in profit or loss for investment properties

(₹ in lacs)

	March 31, 2017	March 31, 2016
Rental income	-	-
Profit from investment properties before depreciation	**-**	**-**
Impairment	73.28	91.00
Depreciation	4.33	4.33
(Loss) from investment properties	**(77.61)**	**(95.33)**

(ii) Fair value

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Completed investment properties	276.00	253.00	257.00
Investment properties under construction	562.00	594.00	499.12

Estimation of fair value

The Group obtains independent valuations for its investment properties at least annually. The best evidence of fair value is current prices in an active market for similar properties.

The fair values of investment properties have been determined by independent valuers. As at March 31, 2017, the fair valuation has been performed by Cushman and Wakefield, India. The main inputs used are application of Sales Comparable Method for valuation, information on comparable properties from various sources such as sub - brokers, real estate agents, etc. All resulting fair value estimates for investment properties are included in level 3.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 6: Financial assets

6(a) Non-current investments

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Investment in equity instruments (fully paid-up)			
Equity investments at FVTPL			
Unquoted			
1,100,000 (March 31, 2016: 1,100,000, April 1, 2015: 1,100,000) equity shares of Radio Today Broadcasting Limited	-	-	-
Total non - current investments	**-**	**-**	**-**

6(b) Trade receivables

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Trade receivables	18,152.60	15,889.40	13,712.67
Receivables from related parties (refer note 34)	649.39	1,124.88	1,334.42
Less: Allowances for doubtful debts	(2,497.06)	(1,938.10)	(2,622.95)
Total receivables	**16,304.93**	**15,076.18**	**12,424.14**
Current portion	16,304.93	15,076.18	12,424.14
Non-current portion	-	-	-

Break-up of security details

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Secured, considered good	12.20	9.22	11.38
Unsecured, considered good	16,292.73	15,066.96	12,412.76
Doubtful	2,497.06	1,938.10	2,622.95
Total	**18,801.99**	**17,014.28**	**15,047.09**
Allowance for doubtful debts	(2,497.06)	(1,938.10)	(2,622.95)
Total trade receivables	**16,304.93**	**15,076.18**	**12,424.14**

6(c) Cash and cash equivalents

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Balances with banks			
- in current accounts	1,965.50	1,046.67	1,886.12
- in EEFC accounts	72.53	446.65	140.19
Deposits with maturity of less than three months	-	503.74	5,038.14
Cash on hand	11.21	8.26	11.37
Total cash and cash equivalents	**2,049.24**	**2,005.32**	**7,075.82**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

6(d) Bank balances - others

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Other bank balances			
Long-term deposits with maturity more than 3 months but less than 12 months*	24,250.14	14,999.78	2,958.99
Unpaid dividend accounts	12.04	15.29	13.75
Total other bank balances	**24,262.18**	**15,015.07**	**2,972.74**

* ₹198.00 lacs (March 31, 2016: ₹198.00 lacs, April 1, 2015: ₹198.00 lacs) held as lien by bank against bank guarantees

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 6: Financial assets *(Contd.)*

6(e) Loans

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Unsecured, considered good						
Loan to employees	13.20	10.29	17.55	10.95	12.67	10.36
Total loans	**13.20**	**10.29**	**17.55**	**10.95**	**12.67**	**10.36**

6(f) Other financial assets

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Unsecured, considered good, unless otherwise stated:						
(i) Derivative						
Guarantee from holding company in relation to investment (refer note 34)	-	-	-	-	-	3,031.00
(ii) Others						
Long-term deposits with banks with remaining maturity period more than 12 months	-	2,623.68	-	1,582.95	-	-
Claims recoverable						
- Considered good	40.06	-	45.18	-	57.47	-
- Considered doubtful	-	-	-	-	29.50	-
Less: Allowance for doubtful claims recoverable	-	-	-	-	(29.50)	-
Advance recoverable						
- Considered good	7.54	-	74.61	-	-	-
- Considered doubtful	34.97	-	-	-	-	-
Less: Allowance for doubtful advance recoverable	(34.97)	-	-	-	-	-
Security deposits						
- Considered good	145.14	345.77	74.55	368.47	37.70	402.30
- Considered doubtful	-	4.35	-	4.35	-	4.35
Less: Allowance for doubtful security deposits	-	(4.35)	-	(4.35)	-	(4.35)
Total other financial assets	**192.74**	**2,969.45**	**194.34**	**1,951.42**	**95.17**	**3,433.30**

Note 7: Tax assets (net)

(₹ in lacs)

	March 31, 2017	March 31, 2016
Advance income tax		
Opening balance	3,199.35	2,694.32
Add: Taxes paid	5,952.47	5,772.21
Less: Tax refunds/adjustment	85.84	51.09
Less: Current tax payable for the year	5,383.13	5,216.09
Closing balance	**3,682.85**	**3,199.35**
Advance fringe benefits tax		
Opening balance	10.80	10.80
Add: Taxes Paid	-	-
Less: Tax payable	-	-
Closing balance	**10.80**	**10.80**
Total closing balance	**3,693.65**	**3,210.15**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 7: Tax assets (net) *(Contd.)*

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Non-current portion	24.86	43.89	95.57
Current portion	3,668.79	3,166.26	2,609.55

Note 8: Deferred tax assets (net)

The balance comprises temporary differences attributable to:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Defined benefit obligations	235.37	186.45	138.36
Provision for bonus	66.71	69.04	5.48
	302.08	**255.49**	**143.84**
Other Items			
Allowance for doubtful debts and advances	863.29	705.55	886.54
Disallowances under section 40(a) of the Income Tax Act, 1961	1,088.56	1,223.53	1,068.45
Others	12.05	13.86	2.73
	1,963.90	**1,942.94**	**1,957.72**
Total deferred tax assets	**2,265.98**	**2,198.43**	**2,101.56**
Set-off of deferred tax liabilities pursuant to set-off provisions:			
Property, plant and equipment and investment property	(478.53)	(435.12)	(384.26)
Intangible assets	(338.40)	(284.81)	(151.63)
Others	-	-	(17.14)
Net deferred tax assets	**1,449.05**	**1,478.50**	**1,548.53**

Movements in deferred tax assets and liabilities

(₹ in lacs)

	Defined benefit obligations	Provision for bonus	Allowance for doubtful debts and advances	Disallowances under section 40(a) of the Income Tax Act, 1961	Others	Property, plant and equipment and investment property	Intangible assets	Others	Total
At April 1, 2015	**138.36**	**5.48**	**886.54**	**1,068.45**	**2.73**	**(384.26)**	**(151.63)**	**(17.14)**	**1,548.53**
(Charged)/ credited:									-
- to profit or loss	43.13	63.56	(180.99)	155.08	11.13	(50.86)	(133.18)	17.14	(74.99)
- to other comprehensive income	4.96	-	-	-	-	-			4.96
At March 31, 2016	**186.45**	**69.04**	**705.55**	**1,223.53**	**13.86**	**(435.12)**	**(284.81)**	**-**	**1,478.50**
(Charged)/ credited:									
- to profit or loss	47.93	(2.33)	157.74	(134.97)	(1.81)	(43.41)	(53.59)	-	(30.44)
- to other comprehensive income	0.99	-	-	-	-	-	-	-	0.99
At March 31, 2017	**235.37**	**66.71**	**863.29**	**1,088.56**	**12.05**	**(478.53)**	**(338.40)**	**-**	**1,449.05**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 9: Other non-current assets

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Unsecured, considered good, unless otherwise stated:			
Capital advances			
- Considered good	25.58	105.11	61.29
- Considered doubtful	10.46	10.46	10.46
Less: Allowance for doubtful capital advances	(10.46)	(10.46)	(10.46)
Advance to suppliers	14.50	14.50	14.50
Receivables from related parties - barter transactions (note 34)	518.77	387.39	-
Prepaid expenses	38.26	156.93	179.17
Total other non-current assets	**597.11**	**663.93**	**254.96**

Note 10: Inventories

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Raw materials [includes in transit ₹ nil (March 31, 2016: ₹ nil, April 1, 2015: ₹39.67 lacs)]	157.99	142.61	221.29
Total inventories	**157.99**	**142.61**	**221.29**

Note 11: Other current assets

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Unsecured, considered good, unless otherwise stated:			
Receivables - barter transactions			
- Related parties (note 34)	406.21	367.88	251.63
- Others			
- Considered good	149.60	354.45	562.48
- Considered doubtful	215.83	221.86	23.01
Less: Allowance for doubtful receivables - barter transactions	(215.83)	(221.86)	(23.01)
Prepaid expenses	877.82	593.38	372.06
Balances with government authorities	350.26	376.37	129.49
Advance			
- Related parties (note 34)	19.32	-	-
- Others			
- Considered good	426.58	654.94	778.41
- Considered doubtful	188.64	157.10	157.10
Less: Allowance for doubtful advances	(188.64)	(157.10)	(157.10)
Total other current assets	**2,229.79**	**2,347.02**	**2,094.07**

Note 12: Equity share capital and other equity

12(a) Share capital

Authorised share capital

	Equity shares		Preference shares	
	Number of shares	(₹ in lacs)	Number of shares	(₹ in lacs)
As at April 1, 2015	6,80,00,000	3,400.00	3,00,000	300.00
Increase during the year	-	-	-	-
As at March 31, 2016	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**
Increase during the year	-	-	-	-
As at March 31, 2017	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 12: Equity share capital and other equity *(Contd.)*

(i) Movements in equity share capital

	Notes	Number of shares	Equity share capital (par value) (₹ in lacs)
As at April 1, 2015		5,96,48,615	2,982.43
Exercise of options - proceeds received	37(a)	5,000	0.25
As at March 31, 2016		**5,96,53,615**	**2,982.68**
Issued during the year	37(a)	-	-
As at March 31, 2017		**5,96,53,615**	**2,982.68**

Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of ₹5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

Shares reserved for issue under options

Information relating to T.V. Today Network Limited Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 37.

(ii) Shares of the Company held by holding/ultimate holding company

(Nos. in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Living Media India Limited (holding company)	339.54	339.54	339.54
World Media Private Limited (ultimate holding company upto December 18, 2015)	-	-	0.02

(iii) Details of shareholders holding more than 5% equity shares in the Company

	March 31, 2017		March 31, 2016		April 1, 2015	
	Number of shares	% holding	Number of shares	% holding	Number of shares	% holding
Living Media India Limited, India, the holding company	33,954,333	56.92%	33,954,333	56.92%	33,954,333	56.92%

(iv) Aggregate number of shares issued for consideration other than cash (during 5 years immediately preceding March 31, 2017)

	March 31, 2017 Number of shares	March 31, 2016 Number of shares	March 31, 2015 Number of shares	March 31, 2014 Number of shares	March 31, 2013 Number of shares
Equity shares issued under the Employee Stock Option Plan as consideration for services rendered by employees (refer note 37)	-	5,000	1,60,500	31,500	-

Note : No shares were issued for consideration other than cash during the year ended March 31, 2012

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 12: Equity share capital and other equity *(Contd.)*

12(b) Reserves and surplus

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Securities premium reserve	5,389.28	5,389.28	5,384.87
Capital reserve arising on common control business combination ('CCBC')	24,454.22	22,464.22	22,464.22
General reserve	7,931.79	7,930.29	7,430.29
Share options outstanding account	2.25	3.75	4.50
Retained earnings	16,247.77	8,446.23	3,717.94
Total reserves and surplus	**54,025.31**	**44,233.77**	**39,001.82**

(i) Securities premium reserve

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	5,389.28	5,384.87
Add: Transferred from stock options outstanding	-	0.50
Add: Received on issue of equity shares	-	3.91
Closing balance	**5,389.28**	**5,389.28**

(ii) Capital reserve arising on CCBC

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	22,464.22	22,464.22
Add: Capital reserve arising on CCBC (refer note 32)	1,990.00	-
Closing balance	**24,454.22**	**22,464.22**

(iii) General reserve

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	7,930.29	7,430.29
Add: Options expired during the year	1.50	-
Appropriations during the year	-	500.00
Closing balance	**7,931.79**	**7,930.29**

(iv) Share options outstanding account

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	3.75	4.50
Less: Options expired/adjusted during the year	(1.50)	(0.25)
Less: Transfer to securities premium on exercise of stock options during the year	-	(0.50)
Closing balance	**2.25**	**3.75**

(v) Retained earnings

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	8,446.23	3,717.94
Net profit for the year	10,086.57	6,336.40
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	1.44	(10.22)
- Transactions with NCI	(1,030.01)	(24.27)
Transfer to general reserve	-	(500.00)
Dividend on equity shares for previous year	(1,043.94)	(894.73)
Dividend distribution tax on dividend for previous year	(212.52)	(178.89)
Closing balance	**16,247.77**	**8,446.23**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 12: Equity share capital and other equity *(Contd.)*

Nature and purpose of other reserves

Securities premium reserve

Securities Premium reserve represents the amount received in excess of par value of securities (equity shares). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

Capital reserve arising on CCBC

Refer note 32

General reserve

General reserve represents the statutory reserve created in accordance with Indian Corporate law, wherein a portion of profit is required to be apportioned to such reserve. Under the Companies Act, 1956, it was mandatory to transfer a required amount to general reserve before a company could declare dividend, however, under the Companies Act, 2013, the transfer of any amount to general reserve is at the discretion of the Company.

Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued to employees under TV Today Network Limited stock employee option plan.

Retained earnings

Retained earnings represent the undistributed profits of the Company.

Note 13: Financial liabilities

13(a) Non - current borrowings

(₹ in lacs)

	Maturity date	Terms of repayment	Coupon / Interest rate	March 31, 2017		March 31, 2016		April 1, 2015	
				Current	Non - current	Current	Non - current	Current	Non - current
Term loans from banks (Secured)									
Indian rupee loan from The Ratnakar Bank Limited (RBL) - I	22-Sep-18	14 equal quarterly instalments after moratorium of 6 months	RBL base rate + 1.5%	424.43	213.56	421.20	637.99	418.34	1,059.18
Indian rupee loan from The Ratnakar Bank Limited (RBL) - II	04-Sep-17	14 equal quarterly instalments after moratorium of 6 months	RBL base rate + 1.5%	142.41	-	282.76	142.41	280.31	425.17
Indian rupee loan from Yes Bank Limited (YBL) - III	07-Feb-19	12 equal quarterly instalments after moratorium of 12 months	YBL base rate + 1%	163.48	165.57	161.64	329.05	-	-
Indian rupee loan from The Ratnakar Bank Limited (RBL) - IV	30-Jun-18	7 equal quarterly instalments after moratorium of 3 months	Marginal Cost of Funds based Lending Rate (MCLR) + 1.75%	555.61	141.67	-	-	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 13: Financial liabilities *(Contd.)*

(₹ in lacs)

	Maturity date	Terms of repayment	Coupon / Interest rate	March 31, 2017		March 31, 2016		April 1, 2015	
				Current	Non - current	Current	Non - current	Current	Non - current
Working capital demand loans (WCDL) (secured)									
Indian rupee loan from The Ratnakar Bank Limited - V	22-Jun-17	Single repayment at the end of tenor of 12 months	RBL base rate +1.5%	447.99	-	339.36	-	996.04	-
Indian rupee loan from Yes Bank Limited- VI	08-Nov-17	Single repayment at the end of tenor of 12 months	YBL base rate + 1%	444.91	-	450.00	-	-	-
Total non-current borrowings				**2,178.83**	**520.80**	**1,654.96**	**1,109.45**	**1,694.69**	**1,484.35**
Less: current maturities of long-term debt [included in 13(d)]				**(2,178.83)**	**-**	**(1,654.96)**	**-**	**(1,694.69)**	**-**
Non-current borrowings (as per balance sheet)				**-**	**520.80**	**-**	**1,109.45**	**-**	**1,484.35**

13(b) Current borrowings

(₹ in lacs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	March 31, 2017	March 31, 2016	April 1, 2015
Loans repayable on demand From banks (secured)						
Cash credit facility from State Bank of India (SBI) - VII	Repayable on demand	Repayable on demand	SBI base rate + 3%	-	-	672.58
Bank overdraft from Yes Bank Limited (YBL) - VIII	Repayable on demand	Repayable on demand	YBL base rate + 1%	782.08	472.97	392.92
From related party (unsecured)						
Living Media India Limited (LMIL), the holding company - IX	Repayable on demand	Repayable on demand	LMI borrowing rate + 0.5%	-	1,472.84	811.48
Total current borrowings				**782.08**	**1,945.81**	**1,876.98**
Less: Interest accrued on loan from related party [include in note 13(d)]				-	(151.02)	(41.85)
Current borrowings (as per balance sheet)				**782.08**	**1,794.79**	**1,835.13**

Secured borrowings and asset pledged as security

(a) Term loans - I, II, IV and WCDL - V from RBL and Term loan- III and WCDL - VI and bank overdraft - VIII facility from Yes Bank Limited are secured by way of first pari passu charge by way of hypothecation on all current assets and all moveable fixed assets of Mail Today Newspapers Private Limited ('Mail Today'), both present and future along with first pari passu charge by way of equitable mortgage on all immoveable properties of Mail Today, present and future. These loans are further secured by way of unconditional and irrevocable corporate guarantee given by LMIL, the holding company.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 13: Financial liabilities *(Contd.)*

(b) Cash credit facility - VII from State Bank of India has been secured by way of first charge against the Company's book debts.

(c) India Today Online Private Limited, a subsidiary, converted the existing short-term borrowings from the holding company, i.e., LMIL into equity shares on March 28, 2017.

The carrying amounts of financial and non financial assets pledged as security for current and non-current borrowings are disclosed in note 41.

13(c) Trade payables

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Current			
(a) Total outstanding dues of micro enterprises and small enterprises (refer note 45) and			
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	8,336.42	6,671.90	5,159.84
(c) Trade payables to related parties (note 34)	215.01	297.68	266.75
Total trade payables	**8,551.43**	**6,969.58**	**5,426.59**

13(d) Other financial liabilities

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Non - current			
Security deposits	58.63	97.22	46.19
Total other non - current financial liabilities	**58.63**	**97.22**	**46.19**
Current			
Current maturities of long - term debt	2,178.83	1,654.96	1,694.69
Interest accrued	-	151.02	41.85
Book overdraft	-	360.18	-
Unpaid dividends	14.38	15.29	13.75
Employee benefits payable	2,145.54	2,192.63	1,588.32
Capital creditors	136.90	314.78	226.68
Security deposits	50.02	32.71	69.72
Others	-	6.50	6.93
Total other current financial liabilities	**4,525.67**	**4,728.07**	**3,641.94**

Note 14: Provisions

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Legal claim (i)	-	674.92	-	648.88	-	622.84
Wealth tax (i)	-	-	-	-	3.53	-
Total	**-**	**674.92**	**-**	**648.88**	**3.53**	**622.84**

(i) Information about individual provisions and significant estimates

Legal claim

Claim from Prasar Bharti towards uplinking charges: A provision has been recognised on an estimated basis amounting to ₹674.92 lacs (March 31, 2016: ₹648.88 lacs, April 1, 2015: ₹622.84 lacs). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from its counsel, the provision made in the books is considered to be adequate

Wealth tax

Represents provision for wealth tax payable under the Wealth Tax Act, 1957.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 14: Provisions *(Contd.)*

(ii) Movements in provisions

Movements in each class of provision during the financial year, are set out below:

(₹ in lacs)

	Legal claims	Wealth Tax	Total
As at April 1, 2015	**622.84**	**3.53**	**626.37**
Charged to profit or loss			
-unwinding of discount (note 25)	26.04	-	26.04
Amount paid during the year	-	(3.53)	(3.53)
As at 1 April 2016	**648.88**	**-**	**648.88**
Charged to profit or loss			
-unwinding of discount (note 25)	26.04	-	26.04
Amount paid during the year	-	-	-
As at March 31, 2017	**674.92**	**-**	**674.92**

Note 15: Employee benefit obligations

(₹ in lacs)

	March 31, 2017			March 31, 2016			April 1, 2015		
	Current	Non Current	Total	Current	Non Current	Total	Current	Non Current	Total
Leave obligations (i)	607.43	25.24	632.67	555.32	29.07	584.39	478.29	30.69	508.98
Gratuity (ii)	0.86	254.32	255.18	0.91	168.78	169.69	1.78	112.75	114.53
Total employee benefit obligations	**608.29**	**279.56**	**887.85**	**556.23**	**197.85**	**754.08**	**480.07**	**143.44**	**623.51**

(i) Leave obligations

The leave obligations cover the Group's liability of earned leave.

The amount of the provision of ₹607.43 lacs (March 31, 2016 : ₹555.32 lacs, April 1, 2015 : ₹478.29 lacs) is presented as current since the Group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Group does not expect all employees to take full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months.

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Current leave obligations not expected to be settled within the next 12 months	554.22	513.17	442.01

(ii) Post-employment obligations

a) Gratuity

The Group provides for gratuity for employees in as per the Payment of Gratuity Act, 1972. The employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days' salary multiplied with the number of years of service. The gratuity plan of the Company is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

(iii) Defined contribution plans

The Group also has certain defined contribution plans. Contributions are made to provident fund, employee pension scheme and employee's state insurance scheme for employees as per regulations. The contributions are made to registered funds administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual or any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹594.01 lacs (March 31, 2016 ₹543.65 lacs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 15: Employee benefit obligations *(Contd.)*

Balance sheet amounts - Gratuity

The amounts recognised in the consolidated balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(₹ in lacs)

	Present value of obligation	Fair value of plan assets	Total
April 1, 2015	**844.94**	**(730.41)**	**114.53**
Current service cost	134.12	-	134.12
Interest expense/(income)	70.57	(57.05)	13.52
Total amount recognised in profit or loss	**204.69**	**(57.05)**	**147.64**
	Present value of obligation	Fair value of plan assets	Total
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(7.26)	(7.26)
(Gain)/loss from change in financial assumptions	17.83	-	17.83
Experience (gains)/losses (experience adjustment)	4.90	-	4.90
Total amount recognised in other comprehensive income	**22.73**	**(7.26)**	**15.47**
Employer contributions	-	(87.21)	(87.21)
Benefit payments	(94.90)	74.15	(20.75)
March 31, 2016	**977.46**	**(807.78)**	**169.68**
April 1, 2016	**977.46**	**(807.78)**	**169.68**
Current service cost	149.89	-	149.89
Interest expense/(income)	79.88	(60.58)	19.30
Total amount recognised in profit or loss	**229.77**	**(60.58)**	**169.19**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(8.44)	(8.44)
(Gain)/loss from change in financial assumptions	23.36	-	23.36
Experience (gains)/losses	(16.42)	-	(16.42)
Total amount recognised in other comprehensive income	**6.94**	**(8.44)**	**(1.50)**
Employer contributions	-	(69.24)	(69.24)
Benefit payments	(90.87)	77.92	(12.95)
March 31, 2017	**1,123.29**	**(868.12)**	**255.17**

The net liability disclosed above relates to funded and unfunded plan is as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Present value of funded obligations	1,075.73	926.66	788.05
Fair value of plan assets	(868.12)	(807.78)	(730.41)
Deficit of funded plan	**207.61**	**118.88**	**57.64**
Unfunded plans	47.56	50.79	56.89
Deficit of gratuity plan	**255.17**	**169.67**	**114.53**

(iv) Post employment benefits (gratuity)

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

	March 31, 2017	March 31, 2016	April 1, 2015
Discount rate	7.20%/7.54%	7.50%/8.00%	7.80%/7.75%
Salary growth rate	6.50%	6.50%	6.50%
Mortality rate	Published rates under Indian Assured Lives Mortality (2006-08) ultimate table		

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 15: Employee benefit obligations *(Contd.)*

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(i) Changes in defined benefit obligation due to 1% increase/decease in discount rate

(₹ in lacs)

	March 31, 2017	March 31, 2016
a) Defined benefit obligation	1,123.30	982.48
b) Defined benefit obligation at 1% increase in discount rate	1,003.66	868.35
c) Defined benefit obligation at 1% decrease in discount rate	1,156.47	1,002.61
d) Decrease in defined benefit obligation due to 1% increase in discount rate (a-b)	61.85	52.02
e) Increase in defined benefit obligation due to 1% decrease in discount rate (c-a)	80.72	70.92

(ii) Changes in defined benefit obligation due to 1% increase/decease in salary growth rate

(₹ in lacs)

	March 31, 2017	March 31, 2016
a) Defined benefit obligation	1,123.30	982.48
b) Defined benefit obligation at 1% increase in salary growth rate	1,146.69	994.89
c) Defined benefit obligation at 1% decrease in salary growth rate	1,009.79	873.04
d) Increase in defined benefit obligation due to 1% increase in salary growth rate (b-a)	70.94	63.19
e) Decrease in defined benefit obligation due to 1% decrease in salary growth rate (a-c)	55.47	59.07

(iii) Changes in defined benefit obligation due to 1% increase/decease in mortality rate, is negligible.

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(vi) The major categories of plan assets are as follows:

	March 31, 2017		March 31, 2016		April 1, 2015	
	Unquoted	in %	Unquoted	in %	Unquoted	in %
Investment funds						
Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC)	868.12	100%	807.78	100%	730.41	100%
Total	**868.12**	**100%**	**807.78**	**100%**	**730.41**	**100%**

(vii) Risk exposure

Through its defined benefit plan, the Group is exposed to a number of risks, the most significant of which are defined below:

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to yield on government bonds. If plan liability is funded and return on plan assets is lower than the yield on government bonds, it will create a plan deficit.
Interest risk (discount rate risk)	A decrease in the bond interest rate (discount rate) will increase the plan liability.
Mortality risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants. The mortality table used for the purpose is Indian Assured Lives Mortality (2006-08) ultimate table published by the Institute of Actuaries of India. A change in mortality rate will have a bearing on the plan's liability.
Salary risk	The present value of the defined benefit plan liability 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.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 15: Employee benefit obligations *(Contd.)*

The Group ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plan. Within this framework, the Group's ALM objective is to match assets to the gratuity obligations by investing in the gratuity policy of the LIC which makes the benefit payments as they fall due.

The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Group has not changed the processes used to manage its risks from previous periods.The Group believes the LIC policy offers reasonable returns over the long - term with an acceptable level of risk.

The plan asset mix is in compliance with the requirements of the local regulations.

(viii) Defined benefit liability and employer contributions

The Group has agreed that it will aim to eliminate the deficit in defined benefit gratuity plan over the coming years. Funding levels are monitored on an annual basis and the current agreed contribution rate is as advised by the LIC. The Group considers that the contribution rates set at the last valuation date are sufficient to eliminate the deficit over the coming years and that regular contributions, which are based on service costs, will not increase significantly.

Expected contribution to post-employment benefit plan for the year ending March 31, 2018 is ₹144.96 lacs.

The weighted average duration of the defined benefit obligation as at March 31, 2017 is 11.10 years (March 31, 2016 : 11.27 years, April 1, 2015 : 12.32 years). The expected maturity analysis of gratuity is as follows:

(₹ in lacs)

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
March 31, 2017					
Defined benefit obligation	115.91	100.09	275.16	632.14	1,123.30
Total	**115.91**	**100.09**	**275.16**	**632.14**	**1,123.30**
March 31, 2016					
Defined benefit obligation	94.76	93.07	236.49	553.14	977.46
Total	**94.76**	**93.07**	**236.49**	**553.14**	**977.46**
April 1, 2015					
Defined benefit obligation	84.45	78.86	204.91	476.72	844.94
Total	**84.45**	**78.86**	**204.91**	**476.72**	**844.94**

Note 16: Current tax liabilities (net)

(₹ in lacs)

	March 31, 2017	March 31, 2016
Opening balance	0.19	0.60
Add: Current tax payable for the year	0.72	0.61
Less: Taxes paid	0.91	1.02
Closing balance	**-**	**0.19**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 17: Other liabilities

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Current	Non current	Current	Non current	Current	Non current
Payables - barter transactions	16.24	-	-	-	-	-
Deferred revenue	181.82	0.55	206.05	0.16	220.69	4.20
Statutory tax payables	456.68	-	570.32	-	299.90	-
Advances from customers	1,081.22	-	610.01	-	1,239.09	-
Others	19.85	-	26.40	1.88	46.01	59.94
Total other liabilities	**1,755.81**	**0.55**	**1,412.78**	**2.04**	**1,805.69**	**64.14**

Note 18: Revenue from operations

The Group derives the following types of revenue:

(₹ in lacs)

	March 31, 2017	March 31, 2016
Sale of newspaper publications	507.00	504.94
Sale of services		
- Advertisement income	57,101.42	52,213.92
- Subscription income	2,068.89	3,473.10
- Income from digital business	67.00	388.30
Revenue from exchange of services - advertisement income	843.33	1,187.83
Other operating revenue		
- Fees from training	195.87	163.24
- SMS income	-	2.33
- Income from sale of animations	21.13	116.21
- Income from programme support service	-	105.17
- Scrap sales	5.33	4.94
Total revenue from operations	**60,809.97**	**58,159.98**

Note 19: Other income and other gains/(losses)

(a) Other income

(₹ in lacs)

	March 31, 2017	March 31, 2016
Rental income	239.79	240.16
Interest income from financial assets at amortised cost	1,809.30	1,192.41
Interest income on income tax refund	8.19	7.40
Unwinding of discount on security deposits	20.58	19.27
Provisions / liabilities written back to the extent no longer required	96.88	263.18
Miscellaneous income	90.64	65.73
Total other income	**2,265.38**	**1,788.15**

(b) Other gains/(losses)

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Net gain on disposal of property, plant and equipment	3	(0.91)	273.15
Net foreign exchange gains / (losses)		(16.79)	(1.45)
Total other gains/(losses)		**(17.70)**	**271.70**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 20: Cost of materials consumed

(₹ in lacs)

	March 31, 2017	March 31, 2016
Raw material at the beginning of the year	142.61	221.29
Add : Purchases	324.14	304.73
Less : Sale of damaged raw material	1.56	2.37
Less : Raw material at the end of the year	157.99	142.61
Total cost of materials consumed	**307.20**	**381.04**

Note 21: Production costs

(₹ in lacs)

	March 31, 2017	March 31, 2016
Reporting expenses	1,020.76	1,050.96
Up-linking charges	254.01	227.29
Assignment charges	157.18	73.25
News services and dispatches	200.74	241.54
Subscription	367.59	150.33
Transponder lease rentals	1,063.10	1,108.51
Programme procurement	25.39	5.00
Printing and service charges of newspaper	640.98	754.98
Royalty fee	523.13	477.36
Equipment hire charges	208.94	166.17
Freelancer fee	556.82	428.24
Outdoor broadcasting van operational expenses	295.28	247.95
Licence fee	842.07	1,004.67
Content fee	79.49	59.83
Other	906.53	1,083.66
Total production costs	**7,142.01**	**7,079.74**

Note 22: Employee benefits expense

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Salaries, wages and bonus		14,508.92	14,170.29
Contribution to provident fund		594.01	543.65
Employee share-based payment expense / (income)	37	-	(0.25)
Gratuity	15	169.19	147.64
Leave compensation	15	118.11	146.30
Staff welfare expenses		301.06	341.56
Total employee benefits expense		**15,691.29**	**15,349.19**

Note 23: Depreciation and amortisation expense

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Depreciation of property, plant and equipment	3	2,358.58	2,522.76
Depreciation of investment properties	5	4.33	4.33
Amortisation of intangible assets	4	534.22	565.02
Total depreciation and amortisation expense		**2,897.13**	**3,092.11**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 24: Other expenses

(₹ in lacs)

	March 31, 2017	March 31, 2016
Advertising, distribution and sales promotion	11,991.86	11,072.42
Water and electricity charges	803.19	809.83
Freight and forwarding charges	89.33	96.27
Rental charges	807.29	576.74
Repairs and maintenance :		
Building	30.89	12.43
Plant and machinery	639.06	655.88
Others	315.97	262.57
Insurance	181.89	179.56
Rates and taxes	208.67	114.21
Travelling and conveyance	1,960.43	1,436.84
Payment to auditors [refer note 24(a)]	102.21	90.70
Corporate social responsibility expenditure [refer note 24(b)]	246.45	165.43
Legal and professional fees	705.58	622.93
Printing and stationery	44.73	46.94
Telephone and communication charges	430.76	404.37
Car hire charges	773.31	722.96
Housekeeping	623.81	549.22
Vehicle running and maintenance	51.39	69.91
Commission	26.10	42.13
Freight and courier	24.24	32.22
Guard services	258.65	223.64
Newspapers and periodicals	13.47	128.23
Business promotion	470.32	296.78
Software expenses	38.19	33.70
Fixed assets written off	-	0.67
Allowances for doubtful debts - trade receivables	617.83	276.71
Allowance for doubtful advances	66.51	-
Bad debts net of adjustment with provision for doubtful debts and advances of H64.90 lakhs (previous year ₹678.12 lakhs)	1.62	60.58
Provision for impairment of investment properties under construction	73.28	91.00
Donation	0.06	0.07
Miscellaneous expenses	112.11	103.12
Total other expenses	**21,709.20**	**19,178.06**

Note 24(a): Details of payments to auditors

(₹ in lacs)

	March 31, 2017	March 31, 2016
i. Payments to auditors of the Parent Company		
As auditor:		
Audit fee	60.00	50.00
Tax audit fee	5.65	4.00
Limited reviews fee	21.00	18.00
In other capacities		
Certification fee	2.31	4.25
Re-imbursement of expenses	7.28	5.37
Total payments to auditors of the Parent Company	**96.24**	**81.62**
ii. Payments to other auditors		
As auditor:		
Audit fee	3.31	7.83
Tax audit fee	1.15	1.15
In other capacities		
Certification fee	0.75	-
Re-imbursement of expenses	0.76	0.10
Total payments to other auditors	**5.97**	**9.08**
Total payments to auditors	**102.21**	**90.70**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 24(b): Corporate social responsibility expenditure

(₹ in lacs)

	March 31, 2017	March 31, 2016
Contribution to Care Today Fund	-	165.43
Contribution to Education Today	246.45	-
Total	**246.45**	**165.43**
Amount required to be spent as per Section 135 of the Act	246.45	165.43
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	246.45	165.43

Note 25: Finance costs

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Interest and finance charges on financial liabilities not at fair value through profit or loss		631.93	593.68
Unwinding of discount on provisions	14	26.04	26.04
Interest on shortfall of advance tax		2.27	0.03
Other borrowing costs		180.79	20.66
Total finance costs		**841.03**	**640.41**

Note 26: Exceptional items

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Gain on investment received by way of gift measured at fair value through profit or loss	34(h)	855.80	-
Fair value (loss) on guarantee received in relation to investment	34(h)	-	(3,031.00)
Total exceptional items		**855.80**	**(3,031.00)**

Note 27: Income tax expense

This note provides an analysis of the Group's income tax expense, show amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Group's tax positions

(₹ in lacs)

	March 31, 2017	March 31, 2016
(a) Income tax expense		
Current tax		
Current tax on profits for the year	5,383.61	5,216.67
Adjustments for current tax of prior periods	0.24	-
Total current tax expense	**5,383.85**	**5,216.67**
Deferred tax		
Increase in deferred tax liabilities	100.63	148.21
(Increase) in deferred tax assets	(70.20)	(73.20)
Total deferred tax expense/(benefit)	**30.43**	**75.01**
Income tax expense	**5,414.28**	**5,291.68**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 27: Income tax expense *(Contd.)*

(b) Reconciliation of tax expenses and the accounting profit multiplied by stipulated tax rates:

(₹ in lacs)

	March 31, 2017	March 31, 2016
Profit before income tax expense	15,325.59	11,468.28
Tax at the rate of 34.61% (2015-2016: 34.61%)	**5,303.88**	**3,968.94**
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	42.92	57.25
Tax deducted at source by customers written off	1.00	0.09
Interest on delayed deposit of tax deducted at source	0.79	0.15
Fair value gain on acquisition of interest in subsidiary by way of gifting of shares	(277.63)	-
Disallowance of expenses pertaining to exempt income	63.14	38.19
Amortisation expense pertaining to leasehold land	5.72	5.72
Others	34.73	0.74
Difference in subsidiary tax rate	15.91	27.37
Previously unrecognised tax losses now recouped to reduce current tax expense	-	(46.07)
Tax losses for which no deferred income tax was recognised	106.40	69.79
Tax effect of fair value loss on guarantee received (refer note 34(h)) for which no deferred income tax was recognised	-	1,048.97
Tax effect of temporary differences pertaining to allowance for doubtful debts, etc., for which no deferred tax assets have been recognized	117.18	120.53
Adjustments for current tax of prior periods	0.24	-
Income tax expense	**5,414.28**	**5,291.67**

(c) Tax losses

(₹ in lacs)

	March 31, 2017	March 31, 2016
Unused business tax losses of subsidiary for which no deferred tax asset has been recognised	24,263.70	31,427.68
Potential tax benefit @ 30.90 %	7,497.48	9,711.15
Unused capital tax losses in the Company for which no deferred tax asset has been recognised	50.93	50.93
Potential tax benefit @ 23.072%	11.75	11.75

The unused business losses were incurred by the subsidiary, Mail Today Newspapers Private Limited, ('Mail Today'), that is not likely to generate taxable income in the foreseeable future. The losses can be carried forward for eight years and their expiry schedule is as follows :

(₹ in lacs)

Year of expiry	March 31, 2017	March 31, 2016
2016-17	-	-
2017-18	-	7,506.68
2018-19	4,966.32	4,966.32
2019-20	6,986.44	6,986.44
2020-21	5,156.86	5,156.86
2021-22	2,807.80	2,807.80
2022-23	1,679.66	1,679.66
2023-24	2,099.04	2,099.04
2024-25	224.88	224.88
2025-26	342.70	-
Total	**24,263.70**	**31,427.68**

The unused tax losses represent long-term capital losses for which no deferred tax asset has been recognised as it is not probable that future taxable income (capital gains) will be available against which such tax losses can be utilised. These losses can be carried forward for eight assessment years subsequent to the year in which such losses are incurred by the Company, i.e., till F.Y. 2019-2020.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 27: Income tax expense *(Contd.)*

(d) Unabsorbed depreciation

(₹ in lacs)

	March 31, 2017	March 31, 2016
Unabsorbed depreciation for which no deferred tax asset has been recognised	729.34	714.33
Potential tax benefit @ 30.90 %	225.37	220.73

The unabsorbed depreciation are available for offsetting and can be carried forward indefinitely and have no expiry date. The unabsorbed depreciation are of Mail Today that is not likely to generate taxable income in the foreseeable future.

(e) Unrecognised temporary differences

(₹ in lacs)

	March 31, 2017	March 31, 2016
Temporary differences pertaining to allowance for doubtful debts, etc., for which no deferred tax assets have been recognized *	1,032.58	748.10
Unrecognised deferred tax assets relating to the above temporary differences @ 30.90% (A)	319.07	231.16
Temporary difference pertaining to impairment of investment properties *	166.38	91.00
Unrecognised deferred tax asset relating to the above temporary difference @ 20.60% (B)	34.27	18.75
Total unrecognised deferred tax assets relating to the above temporary differences (A+B)	**353.34**	**249.91**

* Deferred tax assets have not been recognised in respect of deductible temporary differences in Mail Today, since Mail Today has been incurring losses and is not likely to generate taxable income in the foreseeable future.

As at March 31, 2017, the dividend distribution tax on dividends recommended by Directors amounting to ₹242.88 lacs (March 31, 2016 : ₹212.52 lacs, April 1, 2015 : ₹178.89 lacs) has not been recognised as liability, pending approval of shareholders in the ensuing annual general meeting.

Note 28: Fair value measurements

Financial instruments by category

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	FVPL	Amortised Cost	FVPL	Amortised Cost	FVPL	Amortised Cost
Financial assets						
Trade receivables	-	16,304.93	-	15,076.18	-	12,424.14
Loans to employees	-	23.49	-	28.50	-	23.03
Security deposits	-	490.91	-	443.02	-	440.00
Cash and cash equivalents	-	2,049.24	-	2,005.32	-	7,075.82
Other bank balances	-	24,262.18	-	15,015.07	-	2,972.74
Derivative financial asset - guarantee	-	-	-	-	3,031.00	-
Long-term deposits with banks with remaining maturity period more than 12 months	-	2,623.68	-	1,582.95	-	-
Advance recoverable	-	7.54	-	74.61	-	-
Claims recoverable	-	40.06	-	45.18	-	57.47
Total financial assets	**-**	**45,802.03**	**-**	**34,270.83**	**3,031.00**	**22,993.20**
Financial liabilities						
Borrowings	-	3,481.71	-	4,559.20	-	5,014.16
Trade payables	-	8,821.27	-	7,162.94	-	5,672.64
Security deposits	-	108.65	-	129.93	-	115.91
Interest accrued	-	-	-	151.02	-	41.85
Book overdraft	-	-	-	360.18	-	-
Unpaid dividends	-	14.38	-	15.29	-	13.75
Employee benefits payable	-	2,145.54	-	2,192.63	-	1,588.32
Capital creditors	-	136.90	-	314.78	-	226.68
Others	-	-	-	6.50	-	6.93
Total financial liabilities	**-**	**14,708.45**	**-**	**14,892.47**	**-**	**12,680.24**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 28: Fair value measurements *(Contd.)*

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2017					
Financial assets					
Loans					
Loans to employees	6(e)	-	-	23.49	23.49
Security deposits	6(f)	-	-	491.42	491.42
Long-term deposits with banks with remaining maturity period more than 12 months	6(f)	-	-	2,652.95	2,652.95
Total financial assets		**-**	**-**	**3,167.86**	**3,167.86**
Financial liabilities					
Borrowings (non-current)	13(a), (b) and (d)	-	-	3,515.41	3,515.41
Security deposits	13(d)	-	-	96.46	96.46
Total financial liabilities		**-**	**-**	**3,611.87**	**3,611.87**

(₹ in lacs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2016					
Financial assets					
Derivative financial asset - guarantee	6(f)	-	-	-	-
Total financial assets		**-**	**-**	**-**	**-**

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2016					
Financial assets					
Loans					
Loans to employees	6(e)	-	-	28.66	28.66
Security deposits	6(f)	-	-	443.54	443.54
Long-term deposits with banks with remaining maturity period more than 12 months	6(f)	-	-	1,620.83	1,620.83
Total financial assets		**-**	**-**	**2,093.03**	**2,093.03**
Financial liabilities					
Borrowings (non-current)	13(a), (b) and (d)	-	-	2,790.00	2,790.00
Security deposits	13(d)	-	-	121.05	121.05
Total financial liabilities		**-**	**-**	**2,911.05**	**2,911.05**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 28: Fair value measurements *(Contd.)*

(₹ in lacs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At April 1, 2015					
Financial assets					
Derivative financial asset - guarantee	6(f)	-	-	3,031.00	3,031.00
Total financial assets		**-**	**-**	**3,031.00**	**3,031.00**

(₹ in lacs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At April 1, 2015					
Financial assets					
Loans					
Loans to employees	6(e)	-	-	23.03	23.03
Security deposits	6(f)	-	-	440.00	440.00
Long-term deposits with banks with remaining maturity period more than 12 months	6(f)	-	-	-	-
Total financial assets		**-**	**-**	**463.03**	**463.03**
Financial liabilities					
Borrowings (non-current)	13(a), (b) and (d)	-	-	3,214.29	3,214.29
Security deposits	13(d)	-	-	101.22	101.22
Total financial liabilities		**-**	**-**	**3,315.51**	**3,315.51**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices (for example, listed equity instruments, traded bonds and mutual funds that have quoted price).

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity securities and derivative financial assets - guarantee are included in level 3.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the fair value of the derivative financial asset is determined using Binomial Lattice Model.

- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 3, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 28: Fair value measurements *(Contd.)*

(iii) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the years ended March 31, 2017 and March 31, 2016:

(₹ in lacs)

	Derivative financial asset	Total
As at April 1, 2015	**3,031.00**	**3,031.00**
(Losses) recognised in profit or loss	(3,031.00)	(3,031.00)
As at March 31, 2016	**-**	**-**
(Losses) recognised in profit or loss	-	-
As at March 31, 2017	**-**	**-**
Unrealised gains/(losses) recognised in profit and loss related to assets and liabilities held at the end of the reporting period	**-**	**-**
March 31, 2017	-	-
March 31, 2016	-	-

(iv) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See (ii) above for the valuation techniques adopted.

As at March 31, 2016

Particulars	Fair value (I in lacs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Derivative - financial asset	-	Volatility	Not Applicable	Given the unlikely scenario of the guarantee being exercised by the Company due to, inter-alia, its imminent expiry on June 9, 2016 with no expectation of its renewal and the Company being in the process of acquiring remaining equity shares from the other shareholders of Mail Today Newspapers Private Limited, the value of guarantee is nil.
		Risk free rate	Not Applicable	

As at April 1, 2015

Particulars	Fair value (I in lacs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Derivative - financial asset	3,031.00	Volatility	Volatility rate - 35.60% Range - 34.6% - 36.6%	Decrease in volatility rate by 100 basis points would not result in any change in the fair value and increase in volatility by 100 basis points would not result in any change in the fair value.
		Risk free rate	Risk free rate - 7.80% Range - 6.8% - 8.8%	Decrease in risk free rate by 100 basis points would increase the fair value by H44.00 lacs and increase in risk free rate by 100 basis points would decrease the fair value by H43.00 lacs.

* There were no significant inter-relationships between unobservable inputs that materially affect fair values.

(v) Valuation processes

The finance department of the Group includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values, except the valuation of derivative financial asset which is performed by an external valuation expert. This team and the valuation expert report directly to the Chief Financial Officer (CFO) and the Audit Committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the valuation team at least once every three months, in line with the Company's quarterly reporting periods.

The main level 3 inputs for the derivative financial asset used by the Company are derived and evaluated as follows:

- Risk free rate is computed based on the 10 year Indian Government Bond yield.
- Volatility rate is computed based on monthly stock prices sourced from Capital IQ Database.

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO, AC and the valuation team. As part of this discussion the team presents a report that explains the reason for the fair value movements.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 28: Fair value measurements *(Contd.)*

(vi) Fair value of financial assets and liabilities measured at amortised cost

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets						
Loans to employees	23.49	23.49	28.50	28.66	23.03	23.03
Security deposits	490.92	491.42	443.02	443.54	440.00	440.00
Long-term deposits with banks with remaining maturity period more than 12 months	2,623.68	2,652.95	1,582.95	1,620.83	-	-
Total financial assets	**3,138.09**	**3,167.86**	**2,054.47**	**2,093.03**	**463.03**	**463.03**
Financial liabilities						
Security deposits	108.65	96.46	129.93	121.05	115.91	101.22
Borrowings	2,699.64	2,733.33	2,764.41	2,790.00	3,179.04	3,214.29
Total financial liabilities	**2,808.29**	**2,829.79**	**2,894.34**	**2,911.05**	**3,294.95**	**3,315.51**

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, advance recoverable, claims recoverable, current borrowings, trade payables, employee benefits payables, interest accrued, book overdraft, unpaid dividends, capital creditors and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for loans to employees, security deposits and long - term deposits with banks with remaining maturity period more than 12 months were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including counterparty credit risk.

The fair values of non-current borrowings and security deposits received were calculated based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Significant estimates

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Group uses its judgment to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions, see (ii) and (iv) above.

Note 29: Financial risk management

The Group's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages such risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratios	Diversification of bank deposits and credit limits
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Cash flow forecasting
Market risk - interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Periodic monitoring of interest rates
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

The Group's senior management oversees the management of these risks. The Group's senior management is supported by a financial risk team that advises on financial risks and the appropriate financial risk governance framework for the Group. The financial risk team provides assurance to the Group's senior management that the Group's financial risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

(A) Credit risk

Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables.

(i) Credit risk management

For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the Group assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

VL 1 : High-quality assets, negligible credit risk

VL 2 : Quality assets, low credit risk

VL 3 : Standard assets, moderate credit risk

VL 4 : Substandard assets, relatively high credit risk

VL 5 : Low quality assets, very high credit risk

VL 6 : Doubtful assets, credit-impaired

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- Internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the party's ability to meet its obligations.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 180 days past due for non-government customers and 365 days for government customers.

A default on a financial asset is when the counterparty fails to make contractual payments within 1 year of when they fall due for non-government customers and 2 years for government customers. This definition of default is determined by considering the business environment in which the Company operates and other macro-economic factors.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

(ii) Provision for expected credit losses

The Group provides for expected credit loss based on the following:

<table>
<tr><th rowspan="2">Internal Rating</th><th rowspan="2">Category</th><th rowspan="2">Description of category</th><th colspan="2">Basis for recognition of expected credit loss provision</th></tr>
<tr><th>Loans, deposits and advances</th><th>Trade receivables</th></tr>
<tr><td>VL 1</td><td>High quality assets, negligible credit risk</td><td>Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil.</td><td rowspan="3">12-month expected credit losses</td><td rowspan="5">Life-time expected credit losses (Simplified approach)</td></tr>
<tr><td>VL 2</td><td>Quality assets, low credit risk</td><td>Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past.</td></tr>
<tr><td>VL 3</td><td>Standard assets, moderate credit risk</td><td>Assets where the probability of default is considered moderate, counter-party's capacity to meet the obligations is not strong.</td></tr>
<tr><td>VL 4</td><td>Substandard assets, relatively high credit risk</td><td>Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due.</td><td rowspan="2">Life-time expected credit losses</td></tr>
<tr><td>VL 5</td><td>Low quality assets, very high credit risk</td><td>Assets where there is a high probability of default. In general, assets where contractual payments are more than 180 days past due for non-government customers and 365 days for government customers are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 180/365 days past due.</td></tr>
<tr><td>VL 6</td><td>Doubtful assets, credit-impaired</td><td>Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Group. The Group categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 1 year of when they fall due for non-government customers and 2 years for government customers past due. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.</td><td colspan="2">Asset is written off</td></tr>
</table>

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

Year ended March 31, 2017:

(a) Expected credit loss for loans, security deposits and advances

(₹ in lacs)

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to employees	VL1	23.49	0.00%	-	23.49
		Security deposits	VL2	495.26	1.00%	(4.35)	490.91
		Claims recoverable	VL1	40.06	0.00%	-	40.06
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	42.51	82.00%	(34.97)	7.54

(b) Expected credit loss for trade receivables under simplified approach

(₹ in lacs)

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	10,776.82	3,188.33	1,355.64	1,147.04	563.75	313.01	1,457.40	18,801.99
Expected loss rate	0.90%	2.37%	8.73%	17.55%	61.27%	79.38%	96.83%	13.28%
Expected credit losses (Loss allowance provision)	96.61	75.72	118.40	201.31	345.42	248.47	1,411.13	2,497.06
Carrying amount of trade receivables (net of impairment)	**10,680.21**	**3,112.61**	**1,237.24**	**945.73**	**218.33**	**64.54**	**46.27**	**16,304.93**

Year ended March 31, 2016:

(a) Expected credit loss for loans, security deposits and advances

(₹ in lacs)

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses.	Financial assets for which credit risk has not increased significantly since initial recognition.	Loans to employees	VL1	28.50	0.00%	-	28.50
		Security deposits	VL2	447.37	1.00%	(4.35)	443.02
		Claims recoverable	VL1	45.18	0.00%	-	45.18
		Advance recoverable	VL1	74.61	0.00%	-	74.61

(b) Expected credit loss for trade receivables under simplified approach

(₹ in lacs)

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	9,892.29	2,939.78	1,542.40	878.09	462.60	459.64	839.48	17,014.28
Expected loss rate	0.75%	1.90%	5.40%	24.78%	57.67%	90.74%	98.13%	11.39%
Expected credit losses (Loss allowance provision)	73.82	55.76	83.30	217.57	266.78	417.08	823.79	1,938.10
Carrying amount of trade receivables (net of impairment)	**9,818.47**	**2,884.02**	**1,459.10**	**660.52**	**195.82**	**42.56**	**15.69**	**15,076.18**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

As at April 1, 2015:

(a) Expected credit loss for loans, security deposits and advances

(₹ in lacs)

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses.	Financial assets for which credit risk has not increased significantly since initial recognition.	Loans to employees	VL1	23.03	0.00%	-	23.03
		Security deposits	VL2	444.35	1.00%	(4.35)	440.00
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Claims recoverable	VL4	86.97	34.00%	(29.50)	57.47

(a) Expected credit loss for trade receivables under simplified approach

(₹ in lacs)

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	8,332.64	2,667.61	794.95	1,041.76	893.00	419.57	897.56	15,047.09
Expected loss rate	1.82%	3.98%	16.71%	31.91%	70.01%	93.16%	98.51%	17.43%
Expected credit losses (Loss allowance provision)	151.37	106.06	132.80	332.45	625.23	390.87	884.17	2,622.95
Carrying amount of trade receivables (net of impairment)	**8,181.27**	**2,561.55**	**662.15**	**709.31**	**267.77**	**28.70**	**13.39**	**12,424.14**

The gross carrying amount of trade receivables is ₹18,801.99 lacs (March 31, 2016 : ₹17,014.28 lacs, April 1, 2015 : ₹15,047.09 lacs)

During the year, the Group made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off.

(iii) Reconciliation of loss allowance provision - loans, deposits and advances

(₹ in lacs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses	Loss allowance measured at life-time expected losses: Financial assets for which credit risk has increased significantly and not credit-impaired
Loss allowance on April 1, 2015	**4.35**	**29.50**
Add / (Less): Changes in loss allowances due to		
Write-offs	-	(29.50)
Loss allowance on March 31, 2016	**4.35**	**-**
Add / (Less): Changes in loss allowances due to		
Changes in risk parameters #	-	34.97
Loss allowance on March 31, 2017	**4.35**	**34.97**

The change in the loss allowance is due to changes in the probability of default used to calculate 12-month expected credit loss.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

(iv) Reconciliation of loss allowance provision - Trade receivables

(₹ in lacs)

Reconciliation of loss allowance	Loss measured at life-time expected credit losses
Loss allowance on April 1, 2015	**2,622.95**
Changes in loss allowance	(684.85)
Loss allowance on March 31, 2016	**1,938.10**
Changes in loss allowance	558.96
Loss allowance on March 31, 2017	**2,497.06**

Significant estimates and judgments

Impairment of financial assets

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, the Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by the Group. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet cash requirements, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Floating rate			
-Expiring within one year (bank overdraft/ cash credit and non - fund based facilities)	6,062.12	4,880.20	4,684.39
	6,062.12	**4,880.20**	**4,684.39**

The bank overdraft / cash credit facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR and have an average maturity of 1 year (March 31, 2016: 1 year, April 1, 2015: 1 year).

(ii) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities:

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(₹ in lacs)

Contractual maturities of financial liabilities March 31, 2017	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 years	Total
Borrowings	782.08	363.10	854.76	991.67	523.81	-	3,515.42
Trade payables	-	8,821.26	-	-	-	-	8,821.26
Other financial liabilities	36.86	2,305.83	-	4.15	58.63	-	2,405.47
Total financial liabilities	**818.94**	**11,490.19**	**854.76**	**995.82**	**582.44**	**-**	**14,742.15**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

(₹ in lacs)

Contractual maturities of financial liabilities March 31, 2016	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 years	Total
Borrowings	1,794.79	220.24	220.24	1,230.48	738.10	380.95	4,584.80
Trade payables	-	7,162.94	-	-	-	-	7,162.94
Other financial liabilities	9.22	2,908.67	13.60	110.06	97.22	-	3,138.77
Total financial liabilities	**1,804.01**	**10,291.85**	**233.84**	**1,340.54**	**835.32**	**380.95**	**14,886.51**

(₹ in lacs)

Contractual maturities of financial liabilities April 1, 2015	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 years	Total
Borrowings	1,162.54	851.15	178.57	1,357.14	714.29	785.71	5,049.40
Trade payables	-	5,672.64	-	-	-	-	5,672.64
Other financial liabilities	14.69	1,829.29	42.56	60.71	10.27	35.92	1,993.44
Total financial liabilities	**1,177.23**	**8,353.08**	**221.13**	**1,417.85**	**724.56**	**821.63**	**12,715.48**

(C) Market risk

(i) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the GBP, USD and CAD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows.

(a) Foreign currency risk exposure:

The Group's exposure to foreign currency risk at the end of the reporting period, is as follows

(₹ in lacs)

	March 31, 2017					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	147.10	-	-	5.21	65.84	266.26
Bank balance in EEFC accounts	-	-	-	-	-	72.53
Net exposure to foreign currency risk (assets)	**147.10**	**-**	**-**	**5.21**	**65.84**	**338.79**
Financial liabilities						
Trade payables	28.95	-	-	-	-	105.21
Net exposure to foreign currency risk (liabilities)	**28.95**	**-**	**-**	**-**	**-**	**105.21**

(FC in lacs)

	March 31, 2017					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.82	-	-	0.11	1.36	4.11
Bank balance in EEFC accounts	-	-	-	-	-	1.11
Net exposure to foreign currency risk (assets)	**1.82**	**-**	**-**	**0.11**	**1.36**	**5.22**
Financial liabilities						
Trade payables	0.36	-	-	-	-	1.63
Net exposure to foreign currency risk (liabilities)	**0.36**	**-**	**-**	**-**	**-**	**1.63**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management (Contd.)

(₹ in lacs)

	March 31, 2016					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	167.62	0.33	0.57	5.34	54.81	248.25
Bank balance in EEFC accounts	-	-	-	-	-	446.67
Net exposure to foreign currency risk (assets)	**167.62**	**0.33**	**0.57**	**5.34**	**54.81**	**694.92**
Financial liabilities						
Trade payables	12.57	-	-	-	-	938.10
Other current financial liabilities	12.50	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**25.07**	**-**	**-**	**-**	**-**	**938.10**

(FC in lacs)

	March 31, 2016					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.76	-	0.03	0.11	1.08	3.74
Bank balance in EEFC accounts	-	-	-	-	-	6.73
Net exposure to foreign currency risk (assets)	**1.76**	**-**	**0.03**	**0.11**	**1.08**	**10.47**
Financial liabilities						
Trade payables	0.13	-	-	-	-	14.14
Other current financial liabilities	0.13	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.26**	**-**	**-**	**-**	**-**	**14.14**

(₹ in lacs)

	April 1, 2015					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	181.03	0.29	1.09	8.41	10.36	218.45
Bank balance in EEFC accounts	-	-	-	-	-	140.19
Net exposure to foreign currency risk (assets)	**181.03**	**0.29**	**1.09**	**8.41**	**10.36**	**358.64**
Financial liabilities						
Trade payables	3.33	-	-	-	-	112.57
Other current financial liabilities	-	-	-	-	-	265.68
Net exposure to foreign currency risk (liabilities)	**3.33**	**-**	**-**	**-**	**-**	**378.25**

(FC in lacs)

	April 1, 2015					
	GBP	EURO	AED	AUD	CAD	USD
Financial assets						
Trade receivables	1.96	-	0.06	0.17	0.21	3.49
Bank balance in EEFC accounts	-	-	-	-	-	2.24
Net exposure to foreign currency risk (assets)	**1.96**	**-**	**0.06**	**0.17**	**0.21**	**5.73**
Financial liabilities						
Trade payables	0.04	-	-	-	-	1.79
Other current financial liabilities	-	-	-	-	-	4.24
Net exposure to foreign currency risk (liabilities)	**0.04**	**-**	**-**	**-**	**-**	**6.03**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management (Contd.)

(b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments:

(₹ in lacs)

	Impact on profit after tax	
	March 31, 2017	March 31, 2016
GBP sensitivity		
INR/GBP - Increase by 5%*	5.80	7.13
INR/GBP - Decrease by 5%*	(5.80)	(7.13)
EURO sensitivity		
INR/EURO - Increase by 5%*	-	0.02
INR/EURO - Decrease by 5%*	-	(0.02)
AED sensitivity		
INR/AED - Increase by 5%*	-	0.03
INR/AED - Decrease by 5%*	-	(0.03)
AUD sensitivity		
INR/AUD - Increase by 5%*	-	0.27
INR/AUD - Decrease by 5%*	-	(0.27)
CAD sensitivity		
INR/CAD - Increase by 5%*	3.29	2.74
INR/CAD - Decrease by 5%*	(3.29)	(2.74)
USD sensitivity		
INR/USD - Increase by 5%*	0.10	(34.49)
INR/USD - Decrease by 5%*	(0.10)	34.49

* Holding all other variables constant.

(ii) Cash flow and fair value interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short-term debt and long-term debt obligations with floating interest rates.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(a) Interest rate risk exposure

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period is as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Fixed rate borrowings	-	1,321.82	769.63
Variable rate borrowings	3,481.71	3,237.37	4,244.53
Total borrowings	**3,481.71**	**4,559.19**	**5,014.16**

(b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates:

(₹ in lacs)

	Impact on profit after tax	
	March 31, 2017	March 31, 2016
Interest rate - increase by 50 basis points*	(25.53)	(22.21)
Interest rate - decrease by 50 basis points*	26.02	22.21

* Holding all other variables constant

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 29: Financial risk management *(Contd.)*

(iii) Price risk

(a) Exposure

The Group does not hold any equity securities, except those in Radio Today Broadcasting Limited, which has been assessed at nil fair value. Hence, the Group is not exposed to any price risk.

(b) Sensitivity

Not applicable

Note 30: Capital management

(a) Risk management

The Group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet including non-controlling interests).

The Group's strategy is to maintain a gearing ratio within 0%~10%. The gearing ratios were as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Net debt	1,432.47	2,553.88	-
Total equity	57,007.99	47,216.45	41,984.25
Net debt to equity ratio	**2.51%**	**5.41%**	**0.00%**

Loan covenants

Under the terms of the major borrowing facilities, Mail Today Newspapers Private Limited, a subsidiary, is required to comply with the following financial covenants:

(i) Maintain positive net worth - Not adhered

(ii) For reporting period F.Y. 2015-16 - Debt/EBITDA less than 3.5x - Not adhered

(iii) For reporting period F.Y. 2016-17 - Debt/EBITDA in the range 2.0x-4.0x - Not adhered

(iv) For reporting period F.Y. 2017-18 - Debt/EBITDA less than 2.0x

(v) For reporting period F.Y. 2015-16 - EBITDA should be better than negative INR 10 crore - Not adhered

(vi) From reporting period F.Y. 2015-16 onwards positive net worth - Not adhered

(vii) Guarantor (Living Media India Limited, the holding company) maintain minimum net worth of INR 200 crore - Financial statements for the year ended March 31, 2017 of the guarantor not yet finalised.

The management of the Group believes that non-adherence to the covenants, as stated above, is temporary and no penalty shall be levied by the banks towards interest / immediate repayment as per the past trend. Accordingly, no further provision is required to be made in the financial statements.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 30: Capital management *(Contd.)*

(b) Dividends

(₹ in lacs)

	March 31, 2017	March 31, 2016
(i) Equity shares		
Final dividend for the year ended March 31, 2016 of INR 1.75 (March 31, 2015: H1.50) per fully paid share	1,043.94	894.73
(ii) Dividends not recognised at the end of the reporting period		
In addition to the above dividend, since year end, the directors have recommended the payment of a final dividend of INR 2 per fully paid equity share (March 31, 2016: H1.75 per equity share).This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,193.07	1,043.94

Note 31: Segment information

(a) Description of segments and principal activities

The Group's managing director (MD), the chief executive officer CEO) and the chief financial officer (CFO), examine the group's performance both from a product and geographical perspective and have identified three reportable segments of its business:

- Television broadcasting
- Radio broadcasting
- Newspaper publishing

The MD, CEO and CFO primarily use a measure of adjusted earnings before interest, tax, depreciation and amortization (EBITDA) (see below) to assess the performance of the operating segments. However, they also receive information about the segments' revenue and assets on a monthly basis.

(b) Adjusted EBITDA

Adjusted EBITDA excludes the effects of significant items of income and expenditure which may have an impact on the quality of earnings such as impairments when the impairment is the result of an isolated, non-recurring event. It also excludes the effects of share-based payments and gains or losses on financial instruments.

Interest income and finance cost are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

(₹ in lacs)

	March 31, 2017	March 31, 2016
Television broadcasting	18,511.88	18,461.36
Radio broadcasting	(1,629.77)	(1,154.47)
Newspaper publishing	(246.74)	(125.72)
Total adjusted EBITDA	**16,635.37**	**17,181.17**

Adjusted EBITDA reconciles to profit before income tax as follows:

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016
Total adjusted EBITDA		16,635.37	17,181.17
Finance costs	23	(841.03)	(640.41)
Interest income and unwinding of discount on security deposits	18	1,838.07	1,219.08
Depreciation and amortisation expense	21	(2,897.13)	(3,092.11)
Gain on investment received by way of gift measured at fair value through profit or loss	26	855.80	-
Fair value (loss) on guarantee received in relation to investment	26	-	(3,031.00)
Employee share-based payment income / (expense)	20	-	0.25
Corporate social responsibility expenditure	22	(246.45)	(165.43)
Others		(19.04)	(3.27)
Profit before income tax		**15,325.59**	**11,468.28**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 31: Segment information (Contd.)

(c) Segment revenue

Sales between segments are carried out at arm's length and are eliminated on consolidation. The segment revenue is measured in the same way as in the statement of profit or loss.

(₹ in lacs)

	March 31, 2017			March 31, 2016		
	Total segment revenue	Inter-segment revenue	Revenue from external customer	Total segment revenue	Inter-segment revenue	Revenue from external customer
Television broadcasting	56,375.31	45.86	56,329.45	53,302.92	20.98	53,281.94
Radio broadcasting	902.10	-	902.10	898.75	-	898.75
Newspaper publishing	3,608.13	29.71	3,578.42	4,014.33	35.04	3,979.29
Total segment revenue	**60,885.54**	**75.57**	**60,809.97**	**58,216.00**	**56.02**	**58,159.98**

Revenues from external customers of television broadcasting segment majorly comprise of sale of advertisements and subscription income. It also includes the income from digital business, programme support service, sale of animations and fees from training institute. Revenue from external customers of radio broadcasting segment majorly comprise of advertisements. Revenues from external customers of newspaper publishing segment comprise of sale of newspaper publications and advertisements published there in.

Revenues of approximately ₹17,794.00 lacs (March 31, 2016 ₹12,625.00 lacs) are derived from two external customers. These revenues are attributed to the television broadcasting segment.

The Group is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below:

(₹ in lacs)

Revenue from external customers	March 31, 2017	March 31, 2016
India	59,444.71	56,894.37
USA	835.25	816.96
UK	243.02	204.60
Dubai	158.75	122.62
Other countries	128.24	121.43
Total	**60,809.97**	**58,159.98**

(d) Segment assets

Segment assets are measured in the same way as in the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

(₹ in lacs)

	March 31, 2017		March 31, 2016		April 1, 2015
	Segment assets	Additions to non current assets *	Segment assets	Additions to non current assets *	Segment assets
Television broadcasting	46,817.24	1,525.01	47,119.17	1,319.85	48,288.02
Radio broadcasting	1,338.16	11.50	1,081.83	-	1,609.22
Newspaper publishing	2,138.41	-	2,174.53	2.99	1,700.06
Total segment assets	**50,293.81**	**1,536.51**	**50,375.53**	**1,322.84**	**51,597.30**
Inter - segment eliminations	(10,267.96)		(9,177.06)		(12,143.77)
Unallocated:					
Investment properties	643.35	3.50	717.46	60.78	752.01
Derivative financial asset	-	-	-	-	3,031.00
Cash and bank balances	28,935.12	-	18,203.65	-	10,048.56
Fixed deposit	-	-	-	-	-
Loans and advance (including advance tax net of provision)	3,712.36	-	3,135.45	-	2,705.12
Deferred tax assets (net)	1,449.05	-	1,478.50	-	1,548.54
Total assets as per the balance sheet	**74,765.73**	**1,540.01**	**64,733.53**	**1,383.62**	**57,538.76**

* Other than financial assets and deferred taxes.

Investments and derivative financial instruments held by the Group are not considered to be segment assets, but are managed by the treasury function.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 31: Segment information (Contd.)

The total of non-current assets, other than financial instruments and deferred tax assets, broken down by location of the assets, is shown below:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
India	21,458.08	23,328.31	25,041.12
Other countries	-	-	-
	21,458.08	**23,328.31**	**25,041.12**

(e) Segment liabilities

Segment liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment.

The Group's borrowings are not considered to be segment liabilities, but are managed by the treasury function.

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Television broadcasting	10,486.26	9,763.47	8,651.06
Radio broadcasting	12,494.43	10,373.47	12,698.74
Newspaper publishing	1,525.57	1,350.47	1,170.02
Total segment liabilities	**24,506.26**	**21,487.41**	**22,519.82**
Inter - segment eliminations	(10,267.96)	(9,177.06)	(12,143.77)
Unallocated:			
Unpaid dividends	14.38	15.29	13.75
Borrowings	1,302.89	2,904.24	3,319.47
Book overdraft	-	360.18	-
Current maturities of long - term debt	2,178.83	1,654.96	1,694.68
Interest accrued	-	151.02	41.85
Others	23.34	121.04	108.71
Total liabilities as per the balance sheet	**17,757.74**	**17,517.08**	**15,554.51**

Note 32: Common Control Business Combination (CCBC)

The Company intended to consolidate the news business of Mail Today with that of the Company to achieve editorial, content and business synergies. For the purpose, the Company acquired 100% equity shares of India Today Online Private Limited (""ITOPL""), which holds 66.78% of the total equity shares of Mail Today, by way of a gift (involving no monetary consideration) from the parent entity on March 15, 2017. The Company also acquired 25.21% of the total equity shares of Mail Today, by way of a gift (involving no monetary consideration), from AN (Mauritius) Limited on the said date.

The aforesaid transactions have resulted in ITOPL and Mail Today becoming wholly-owned subsidiaries of the Company. The above acquisition of shares from the parent entity has been considered as a common control business combination as it involves entities (i.e., ITOPL and Mail Today) which are ultimately controlled by the same party (i.e., Living Media India Limited, the parent entity) both before and after the business combination and such control is not transitory. Accordingly, the aforesaid business combination has been accounted for using the pooling of interests method. Further, the financial information in the financial statements in respect of prior period (i.e., 2015-16) has been restated as if the business combination had occurred from the beginning of the preceding period in the financial statements (i.e., April 1, 2015).

The details of the combining entities and the amount of difference between the consideration and the value of net identifiable assets acquired (which has been transferred to capital reserve) are as follows:-

Names of the combining entities	General nature of business	Date on which control is obtained	Number of equity shares acquired	Ownership % acquired	Shares held by the Company as on March 31, 2017	Ownership % as on March 31, 2017	Consideration
India Today Online Private Limited (ITOPL)	Investment company	March 15, 2017	94,807,389	100%	94,807,389	100%	Nil *
Mail Today Newspapers Private Limited ("Mail Today")	Newspaper publishing	March 15, 2017	33,042,625	25.21%	87,533,881 held through ITOPL and 43,553,135 direct holding	100%	Nil *

*Acquisition by way of gift (involving no monetary consideration)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 32: Common Control Business Combination (CCBC) *(Contd.)*

Details of net identifiable assets / (liabilities) acquired (at carrying amounts) :

(₹ in lacs)

	Mail Today			ITOPL		
	March 31, 2017	March 31, 2016	April 1, 2015	March 31, 2017	March 31, 2016	April 1, 2015
Property, plant and equipment	45.73	68.57	93.45	-	-	-
Investment properties	643.35	717.46	752.01	-	-	-
Intangible assets	1.68	11.42	14.61	-	-	-
Investments in Mail Today	-	-	-	2,503.47	2,651.55	10,142.86
Other financial assets	10.45	9.88	11.69	-	-	-
Tax assets	24.86	85.84	95.57	-	-	-
Other asset	1,084.92	959.04	430.06	18.70	-	-
Inventories	157.99	142.61	221.29	-	-	-
Trade receivables	837.64	983.01	928.95	-	-	-
Cash and cash equivalents	41.32	3.11	449.95	0.87	0.08	36.92
Borrowings	(1,302.89)	(1,582.43)	(1,877.26)	-	(1,321.82)	(769.62)
Trade payables	(1,229.39)	(961.49)	(753.45)	(0.81)	(100.65)	(95.76)
Other financial liabilities	(2,191.03)	(1,695.73)	(1,709.38)	-	(151.02)	(41.85)
Tax liability	-	-	-	-	-	(0.44)
Employee benefit obligations	(73.47)	(81.06)	(89.48)	-	-	-
Other liabilities	(210.50)	(298.69)	(312.40)	(18.70)	(12.20)	(4.67)
Net identifiable assets / (liabilities) acquired	**(2,159.34)**	**(1,638.46)**	**(1,744.39)**	**2,503.53**	**1,065.94**	**9,267.44**

Calculation of capital reserve

(₹ in lacs)

	Mail Today			ITOPL		
	March 31, 2017	March 31, 2016	April 1, 2015	March 31, 2017	March 31, 2016	April 1, 2015
Gross carrying value of previously held equity interest by Company (A)	4,552.12	4,552.12	4,552.12	-	-	-
Less: (Reserves) / Accumulated Losses of acquiree aggregated with Group (B)	26,193.39	25,472.51	24,991.84	4,972.23	4,767.90	4,644.31
Less: Net identifiable assets / (liabilities) acquired (C)	(2,159.34)	(1,638.46)	(1,744.39)	0.06	(1,585.61)	(875.42)
Capital reserve (A-B-C)	**(19,481.93)**	**(19,281.93)**	**(18,695.33)**	**(4,972.29)**	**(3,182.29)**	**(3,768.89)**

* Net of investments in Mail Today Newspapers Private Limited

Calculation of capital reserve

(₹ in lacs)

	Total (Mail Today and ITOPL)		
	March 31, 2017	March 31, 2016	April 1, 2015
Gross carrying value of previously held equity interest by Company (A)	4,552.12	4,552.12	4,552.12
Less: (Reserves) / Acumulated Losses of acquiree aggregated with Group (B)	31,165.62	30,240.41	29,636.15
Less: Net identifiable assets / (liabilities) acquired (C)	(2,159.28)	(3,224.07)	(2,619.81)
Capital reserve (A-B-C)	**(24,454.22)**	**(22,464.22)**	**(22,464.22)**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 33: Interests in other entities

(a) Subsidiaries

The Group's subsidiaries at March 31, 2017 are set out below. They have share capital consisting solely of equity shares that are held directly / indirectly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of entity	Place of business/ country of incorporation	Ownership interest held by the Group			Ownership interest held by non controlling interests			Principal activities
		March 31, 2017 (%)	March 31, 2016 (%)	April 1, 2015 (%)	March 31, 2017 (%)	March 31, 2016 (%)	April 1, 2015 (%)	
T.V. Today Network (Business) Limited *	India	100.00	100.00	100.00	-	-	-	No operations
India Today Online Private Limited (ITOPL) *	India	100.00	-	-	-	-	-	Investment Company
Mail Today Newspapers Private Limited **	India	100.00	74.40	74.00	-	25.60	26.00	Newspaper publishing

* Wholly - owned subsidiary of Company

"** March 31, 2017 - 33.22% held by Company and 66.78% held by ITOPL
March 31, 2016 - 8.14% held by Company and 66.26% held by ITOPL
April 1, 2015 - 8.35% held by Company and 65.65% held by ITOPL

(b) Non-controlling interests (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts disclosed for each subsidiary are before inter-company eliminations.

Summarised balance sheet	Mail Today Newspapers Private Limited		
	March 31, 2017	March 31, 2016	April 1, 2015
Current assets	1,603.29	1,742.30	1,979.58
Current liabilities	4,414.54	3,431.00	3,171.83
Net current assets	**(2,811.25)**	**(1,688.70)**	**(1,192.25)**
Non - current assets	1,244.66	1,238.64	1,018.00
Non - current liabilities	592.75	1,188.40	1,570.15
Net non - current assets	651.91	50.24	(552.15)
Net assets	**(2,159.34)**	**(1,638.46)**	**(1,744.40)**
Accumulated NCI @ 0 % (March 31, 2016: 25.60%, April 1, 2015: 26.00%)	-	(419.45)	(453.54)
Less: Deficit in non - controlling interest absorbed by the owners of the Company		(419.45)	(453.54)
Accumulated NCI - Nil as per balance sheet		**-**	**-**

Summarised statement of profit and loss	Mail Today Newspaper Private Limited	
	March 31, 2017	March 31, 2016
Revenue	3,730.65	4,038.78
Profit for the year	(725.22)	(615.36)
Other comprehensive income	4.35	(1.15)
Total comprehensive income	(720.87)	(616.51)
Profit allocated to NCI	**(174.21)**	**(160.10)**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 33: Interests in other entities *(Contd.)*

Summarised cash flows	Mail Today Newspapers Private Limited	
	March 31, 2017	March 31, 2016
Cash flows from operating activities	70.56	(348.58)
Cash flows from investing activities	5.38	(54.61)
Cash flows from financing activities	(315.28)	(155.26)
Net increase / (decrease) in cash and cash equivalents	**(239.34)**	**(558.45)**

(c) Transactions with non-controlling interests

The Parent entity and the Group had 74.79% stake in Mail Today Newspapers Private Limited till March 14, 2017. On March 15, 2017, the Group acquired the balance 25.21% stake through by way of gift (involving no monetary consideration). Immediately prior to the acquisition, the carrying amount of the existing 25.21% non - controlling interest was deficit of ₹176.99 lacs. The Group recognised an increase in non-controlling interest of ₹176.99 lacs and a decrease in equity attributable to owners of the parent of ₹1,122 lacs. The effect on the equity attributable to the owners of T.V. Today Network Limited during the year is summarised as follows:

	March 31, 2017	March 31, 2016
Carrying amount of non-controlling interests acquired (deficit)	(174.21)	(160.10)
Add: Contribution received from non - controlling interest	-	135.83
Less: Fair value of consideration recognised on gifting of shares by non-controlling interest	855.80	-
Excess of consideration paid recognised in retained earnings within equity	**(1,030.01)**	**(24.27)**

Note 34: Related party transactions

(a) Parent entities

The Group is controlled by the following entities:

Name	Type	Place of incorporation	Mail Today Newspapers Private Limited		
			March 31, 2017	March 31, 2016	April 1, 2015
Living Media India Limited	Parent entity	India	56.92%	56.92%	56.92%
World Media Private Limited	Ultimate parent entity (till December 18, 2015)	India	0.003%	0.003%	0.003%

(b) Subsidiaries

Interests in subsidiaries are set out in note 33.

(c) Other related parties

Type	Name	Place of incorporation
Fellow subsidiaries	Today Merchandise Private Limited (upto February 28, 2017)	India
	ITAS Media Private Limited	India
	Radio Today Broadcasting Limited (upto December 18, 2015)	India
	Universal Learn Today Private Limited	India
	Thomson Press (India) Limited (till December 18, 2015)	India
	Integrated Databases India Limited (till August 6, 2015)	India
	Today Retail Network Private Limited (upto February 28, 2017)	India
	India Today Online Private Limited (upto March 14, 2017)	India
Members of investor group	World Media Private Limited (from December 19, 2015)	India
	Thomson Press (India) Limited (from December 19, 2015)	India
	Radio Today Broadcasting Limited (from December 19, 2015)	India
Associates of parent entity	Integrated Databases India Limited (from August 7, 2015)	India
	Today Merchandise Private Limited (from March 01, 2017)	India
	Today Retail Network Private Limited (from March 01, 2017)	India

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 34: Related party transactions *(Contd.)*

Type	Name	Place of incorporation
Entities over which Key Management Personnel exercise significant influence	Care Today Fund	India
	Vasant Valley School	India
	Education Today	India
	TV Today Gratuity Trust	India
Key Management Personnel	Mr. Aroon Purie (Managing director)	
	Ms. Koel Purie Rinchet (Whole-time director till June 26, 2015, Director thereafter)	
	Ms. Kalli Purie Bhandal (Whole-time director w.e.f. February 8, 2016)	
	Mr. Anil Vig (Director of Company)	
	Mr. Ashok Kapur (Director of Company)	
	Mr. Devajyoti Bhattacharya (Director of Company)	
	Mr. Sudhir Mehra (Director of Company)	
	Mr. Rajeev Gupta (Director of Company)	
	Mr. Ashish Kumar Bagga (CEO of Company)	
	Mr. Dinesh Bhatia (CFO of Company)	
	Dr. Puneet Jain (Company Secretary of Company till February 28,2017, Group Chief Corporate Affairs Officer and Group Chief Law & Compliance Officer thereafter)	
	Mr. Ashish Sabharwal (Company Secretary of Company) (from March 1, 2017)	

(d) Key Management Personnel (KMP) compensation

(₹ in lacs)

	March 31, 2017	March 31, 2016
Short-term employee benefits *	1,226.47	1,018.20
Post-employment benefits	9.06	19.79
Other long-term employee benefits	27.68	32.82
Sitting fees	5.80	4.70
Total compensation	**1,269.01**	**1,075.51**

In addition to the above, the Company received key management personnel services from the parent entity, for which a management fee of ₹741.74 lacs (March 31, 2016: ₹644.47 lacs) was charged and paid, being an appropriate allocation of costs incurred by the parent entity.

*Short-term employee benefits for Mr Aroon Purie is remuneration by way of commission paid @ 5% of net profits of the Company.

The remuneration of Key Management Personnel is determined by the Board / Nomination and Remuneration Committee of respective company having regard to the performance of individual and market trends.

(e) Transactions with related parties

The following transaction occurred with related parties: -

(₹ in lacs)

	March 31, 2017	March 31, 2016
Sales and purchases of goods and services		
Purchase of advertisement space / material:		
- From parent entity	575.37	820.45
- From fellow subsidiaries	-	4.16
- From members of investor group	0.48	0.21
Advertisement income		
- From parent entity (refer note i)	745.30	1,203.72
- From fellow subsidiaries	-	1.11
Agency commission paid to parent entity	-	51.45
Income from digital business received from parent entity	77.05	444.61
SMS income from parent entity	-	2.67

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 34: Related party transactions *(Contd.)*

(₹ in lacs)

	March 31, 2017	March 31, 2016
Management fee paid to parent entity	748.56	651.30
Management fee received from parent entity	105.77	80.61
Purchase of diaries from parent entity	-	2.85
Income from sale of online T.V. Today Media Institute prospectus to parent entity	4.54	4.51
Printing and other charges paid to members of investor group	6.99	2.05
Rent charged by related parties for use of common facilities / utilities:		
- parent entity (refer note i)	296.91	209.54
- fellow subsidiaries	-	2.84
- members of investor group	5.02	0.95
Rent charged to related parties for use of common facilities / utilities:		
- parent entity	546.17	534.54
- fellow subsidiaries	-	
Miscellaneous inter-company services received from related parties and other charges paid to:		
- parent entity	84.90	147.71
- fellow subsidiaries	-	15.11
- entities over which KMP exercise significant influence	0.58	0.35
- members of investor group	24.82	6.61
- associates of parent entity	0.50	0.15
Miscellaneous inter-company services rendered to related parties and other charges received from:		
- parent entity	97.88	27.97
- fellow subsidiaries	0.16	0.20
- members of investor group	0.04	0.13
- associates of parent entity	0.01	0.14
- entities over which KMP exercise significant influence	0.01	-
Other transactions		
Gift of shares of India Today Online Private Limited by parent entity (refer note 32)	2,275.38	-
Contribution to post-employment benefit plan (gratuity trust)	74.25	81.13
Purchase of fixed assets from fellow subsidiaries	-	0.11
Expenditure towards Corporate Social Responsibility activities and other donations to entities over which KMP exercise significant influence	247.03	165.99
Royalty fee charged by parent entity	457.09	342.53
Content fee charged by parent entity	79.49	59.83
Reimbursement of expenses by parent entity	190.87	7.36
Dividend paid		
- ultimate parent entity	-	0.02
- parent entity	594.20	509.32
- member of investor group	0.03	
- KMP	5.15	4.41

Notes:

i. Advertisement income from and rent paid to parent entity include ₹ nil (previous year ₹171.49 lacs) and ₹ nil (previous year ₹26.48 lacs) respectively, arising out of a transaction with a third party pursuant to the contract entered into by the parent entity with the said third party.

ii. The figures include sales tax / service tax, as applicable.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 34: Related party transactions *(Contd.)*

(f) Outstanding balances arising from sales/purchases of goods and services and other transactions.

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(₹ in lacs)

Trade payables (purchases of goods and services)	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity	199.27	291.21	262.28
- fellow subsidiaries		3.63	4.47
- members of investor group	12.23	2.83	-
- associates of parent entity	3.51	-	-
Total payables to related parties (note 13(c))	215.01	297.67	266.75

(₹ in lacs)

Trade receivables (sale of goods and services)	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity	638.71	1,114.22	1,304.96
- fellow subsidiaries	-	4.65	29.46
- members of investor group	6.01	6.01	-
- associates of parent entity	4.66	-	-
- entities over which KMP exercise significant influence	0.01	-	-
Total receivables from related parties (note 6(b))	649.39	1,124.88	1,334.42

(₹ in lacs)

Receivables - barter transactions	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity (note 9&11)	924.98	755.27	251.63

(₹ in lacs)

Security deposit:	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity (note 6(f))	39.87	33.91	30.02

(₹ in lacs)

Other current assets (including prepaid):	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity	19.31	45.34	88.75
- fellow subsidiaries	-	0.01	0.01
- associates of parent entity	0.01	-	-
Other current assets - advances (note 11)	19.32	45.35	88.76

(₹ in lacs)

Derivative financial asset	March 31, 2017	March 31, 2016	April 1, 2015
- parent entity (note 6(f))	-	-	3,031.00

(₹ in lacs)

Employee benefits payable:	March 31, 2017	March 31, 2016	April 1, 2015
- key management personnel (note 13(d))	847.15	782.17	673.39

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 34: Related party transactions *(Contd.)*

(g) Loans from parent entity

(₹ in lacs)

	March 31, 2017		March 31, 2016	
	Loan outstanding	Interest accrued	Loan outstanding	Interest accrued
Beginning of the year	1,321.82	151.02	769.63	41.85
Loans received	200.00	-	587.19	-
Loan repayments made	-	-	(35.00)	-
Interest charged	-	186.95	-	121.30
Interest paid	-	(18.70)	-	(12.13)
Converted to equity	(1,521.82)	(319.27)	-	-
End of the year (note 13(b))	**-**	**-**	**1,321.82**	**151.02**

(h) Terms and conditions

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

Goods and services were sold to the related parties during the year based on the price lists in force / other appropriate basis, as applicable, and terms that would be available to third parties. Management services were bought from the immediate parent entity on cost basis.

The guarantee was received from the parent entity for indemnifying any loss to the Company arising from the sale of investment in equity shares of Mail Today Newspapers Private Limited ("Mail Today"). Also refer note 6(f).

Contribution to gratuity trust and expenditure towards Corporate Social Responsibility activities were in accordance with the applicable laws and regulations.

The Company acquired 8% stake in Mail Today Newspapers Private Limited (Mail Today) at a cost of ₹4,552.12 lacs in earlier years. Also, a guarantee was obtained from the holding company, Living Media India Limited (LMIL), according to which any loss to the Company arising from the sale of the said investment would be indemnified by LMIL. As at March 31, 2015, the Company did a fair valuation of Mail Today investment and LMIL guarantee, and the fair value loss and gain in respect of investment and guarantee amounting to ₹3,395.00 lacs and ₹3,031.00 lacs respectively was adjusted against Retained Earnings.

During the year ended March 31, 2016, the Company contemplated to acquire the balance 92% stake in Mail Today to consolidate its business and achieve business, content and editorial synergies. For this purpose, the Company entered into an arrangement with AN (Mauritius) Limited and LMIL for transferring their stake in Mail Today free of cost in the form of gifts. Consequent to this arrangement, the guarantee from LMIL was no longer required and necessary adjustment was made in the financial statements for the year ended March 31, 2016 in respect of the guarantee. A further fair value loss of ₹831.30 lacs was also recorded in relation to the investment in the said year.

The shares in Mail Today have been acquired in the current year as per the above arrangement and recognized at fair value. The fair value of shares acquired from LMIL (through acquisition of shares of India Today Online Private Limited, holding company of Mail Today), free of cost, amounting to ₹2,275.38 lacs has been treated as a capital contribution and credited to equity while the fair value of shares received from AN (Mauritius) Limited, free of cost, amounting to ₹855.80 lacs has been credited to the statement of profit and loss in the current year.

All other transactions (including loans from parent entity) were made on normal commercial terms and conditions and at market rates.

All outstanding balances are unsecured and settled in cash, except barter transactions, as mentioned above, which are settled on receipt or provision of service by the Group.

(i) Commitment with related parties

There have been no guarantees provided or received for any related party receivables or payables except for the guarantee provided by Living Media India Limited, the parent entity for indemnifying any loss arising from sale of investment in equity shares of Mail Today. During the year ended March 31, 2016, the Group recorded a decline in the fair value of guarantee in view of the imminent expiry of the guarantee of ₹303,100,000, refer note 26.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 35: Contingent liabilities

The Group had contingent liabilities at March 31, 2017 in respect of:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
(i) Claims against the Group not acknowledged as debts			
The Group has received demand notices from the Income Tax Department, which the Group has contested / disputed. In the opinion of the management, no liability is likely to arise on account of such demand notices.	116.94	77.36	70.72
Service tax matters:			
The Group has received demand notices from the Service Tax Department, which the Group has contested / disputed. In the opinion of the management, based on its understanding of the case and as advised by the counsel, no liability is likely to arise on account of such demand notices.	1,064.37	1,001.30	938.04
Other Matters:			
Claim from Prasar Bharti towards uplinking charges: Provision amounts to ₹674.92 lacs (March 31, 2016: ₹648.88 lacs April 1, 2015: ₹622.84 lacs) (refer note 14). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from the counsel, the provision made is considered adequate.	228.95	215.93	202.91
Claim from Phonographic Performance Limited (PPL) towards royalty for use of PPL's sound recordings over Company's radio stations: Liability recorded amounts to ₹42.75 lacs (March 31, 2016: ₹35.42 lacs, April 1, 2015: ₹25.31 lacs). In the opinion of the management, based on its understanding of the case and as advised by the counsel, the liability recorded in the books is considered to be adequate.	320.56	269.37	215.87
The Company made an application to the Ministry of Information and Broadcasting ('MIB') to grant approval for sale of its three FM radio stations at New Delhi, Mumbai and Kolkata, which was declined by the Ministry. Subsequently, the Company filed a writ petition before the Honourable High Court of Delhi against such decline. The Ministry also demanded a payment of ₹7,136.00 lacs towards additional migration fee for migration of its FM radio stations from Phase II to Phase III policy regime, against which the Company obtained an interim relief till the disposal of the aforesaid case. The Company was pursuing the case legally and expected a favourable outcome. During the year ended March 31, 2017 the Committee of Senior Officials of the Company in its meeting held on December 19, 2016 approved the initiation of necessary procedural formalities for migration of its FM radio stations from Phase II to Phase III Policy Regime. Accordingly, the Company filed an application with the MIB on January 30, 2017 seeking approval for the migration of its FM radio stations to Phase III Policy Regime.	-	7,136.00	-
The Company has received legal notices of claims / lawsuits filed against it in respect of programme aired on its television channels. In the opinion of the management, no liability is likely to arise on account of such claims / lawsuits.	-	-	-
(ii) Guarantees:			
Bank guarantees	599.93	558.40	228.40

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 36: Commitments

(a) Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Property, plant and equipment	81.05	157.99	-
Intangible assets	2.03	24.24	174.59

(b) Non-cancellable operating leases

The Group has cancellable and non-cancellable operating leases mainly for office premises and company leased accommodation for employees. The leases range for a period between 11 months and 10 years. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

(₹ in lacs)

	March 31, 2017	March 31, 2016	April 1, 2015
Within one year	1.76	195.67	223.24
Later than one year but not later than five years	-	272.58	458.01
Later than five years	-	-	-
	1.76	**468.25**	**681.25**

Rental expense relating to operating leases

(₹ in lacs)

	March 31, 2017	March 31, 2016
Minimum lease payments	807.29	576.74
Total rental expense relating to operating leases	**807.29**	**576.74**

As a lessor:

The Company has given a part of Noida office building on cancellable operating lease to single party. These lease arrangements have been entered for a period of ten years from March 1, 2014. The lease arrangements are renewable for further period on mutually agreeable terms and also include escalation clauses.

Note 37: Share-based payments

(a) Employee option plan

The Company instituted the Employee Stock Option Plan (TVTN ESOP 2006) to grant equity - based incentives to its eligible employees. The TVTN ESOP 2006 was approved by the board of directors in their meeting held on August 21, 2006 and by shareholders in their meeting held on September 28, 2006, for grant of 2,900,000 options, representing one share for each option upon exercise by the employees of the Company, at an exercise price determined by the Board / Remuneration Committee. The equity shares covered under the scheme shall vest over a period of four years; vesting shall vary based on the meeting of the performance criteria. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits. The Optionees may exercise their vested options at any moment after the earliest applicable vesting date and prior to the completion of ten years from the grant date. Options are granted under the plan for no consideration and carry no dividend or voting rights. The exercise price is based on the market value of the underlying equity shares on the date of grant.

Set out below is a summary of options granted under the plan:

	March 31, 2017		March 31, 2016	
	Average exercise price per share option (I)	Number of options	Average exercise price per share option (I)	Number of options
Opening balance	97.74	25,000	94.48	30,000
Granted during the year	-	-	-	-
Exercised during the year *	-	-	83.15	5,000
Expired during the year	119.85	10,000	-	-
Closing balance		**15,000**		**25,000**
Vested and exercisable		15,000		25,000

*No options were exercised during the year ended March 31, 2017. The weighted average share price at the date of exercise of options exercised during the year ended March 31, 2016: ₹83.15 (April 1, 2015: ₹71.44).

No options were forfeited during the periods covered in the above table.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 37: Share-based payments *(Contd.)*

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant Date	Expiry date	Exercise price (₹)	Share options March 31, 2017	Share options March 31, 2016	Share options April 1, 2015
1 March 2007	28 February 2017	134.85	-	5,000	5,000
1 March 2007	28 February 2017	104.85	-	5,000	5,000
24 June 2008	23 June 2018	93.15	3,750	3,750	6,250
24 June 2008	23 June 2018	63.15	3,750	3,750	6,250
20 May 2010	19 May 2020	102.85	3,750	3,750	3,750
20 May 2010	19 May 2020	72.85	3,750	3,750	3,750
Total			**15,000**	**25,000**	**30,000**
Weighted average remaining contractual life of options outstanding at the end of the period			2.18 years	2.28 years	3.27 years

(i) Fair value of options granted

No option was granted during the year ended March 31, 2017 and March 31, 2016.

(b) Expense arising from share-based payment transactions

Total expense / (income) arising from share-based payment transactions recognised in profit or loss as part of employee benefits expense was as follows:

	March 31, 2017	March 31, 2016
Employee stock option plan (note 22)	-	(0.25)

Note 38: Events occurring after the reporting period

(a) Migration of Radio business to Phase III policy regime

The Parent Company sold four of its FM radio stations at Amritsar, Patiala, Jodhpur and Shimla on September 18, 2015 to Entertainment Network (India) Limited, as a going concern, on a slump sale basis, after obtaining approval from Ministry of Information and Broadcasting ("MIB") on July 20, 2015, for a lump sum consideration of ₹400.00 lacs adjusted for net working capital as per the business transfer agreement. The Company's application to the MIB to grant approval for sale of its three FM radio stations at New Delhi, Mumbai and Kolkata was declined by the Ministry. The Company filed a writ petition before the Honourable High Court of Delhi against such decline. The MIB also demanded a payment of ₹7,136.80 lacs towards additional migration fee for migration of its FM radio stations from Phase II to Phase III Policy Regime, against which the Company obtained an interim relief till the disposal of the aforesaid case.

Meanwhile, the Committee of Senior Officials of the Company in its meeting held on December 19, 2016 approved the initiation of necessary procedural formalities for migration of its FM radio stations from Phase II to Phase III Policy Regime. Accordingly, the Company filed an application with the MIB on January 30, 2017 seeking approval for the migration of its FM radio stations to Phase III Policy Regime.

The Company received an offer letter dated April 20, 2017 from MIB for migration of its three FM radio stations from Phase II to Phase III, subject to, inter-alia, the execution of Grant of Permission Agreement (GOPA) for the said migration and payment of migration fee and other charges and interest. The Company paid the migration fee and other charges and interest totalling ₹8,515.28 lacs in two instalments, i.e., ₹2,124.42 lacs on April 25, 2017 and balance ₹6,390.86 lacs on May 4, 2017 and executed the GOPA on May 23, 2017. Consequently, the three FM radio stations of the Company now stand migrated to Phase III w.e.f. April 1, 2015 (GOPA commencement date) for a period of 15 years.

(b) Other Events

Refer to note 30(b) for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 39: Earnings per share

	Year ended	
	March 31, 2017 (I in lacs)	March 31, 2016 (I in lacs)
(a) Basic earnings per share		
Attributable to the equity holders of the Company	16.61	10.35
(b) Diluted earnings per share		
Attributable to the equity holders of the Company	16.61	10.35

(c) Reconciliation of earnings used in calculating earnings per share

Particulars	Year ended	
	March 31, 2017 (I in lacs)	March 31, 2016 (I in lacs)
Basic / Diluted earnings per share		
Profit attributable to the equity holders of the Company used in calculating basic / diluted earnings per share:	9,911.31	6,176.60
	9,911.31	6,176.60

(d) Weighted average number of shares used as the denominator

	Year ended	
	March 31, 2017 Number of shares	March 31, 2016 Number of shares
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	59,653,615	59,650,528
Adjustments for calculation of diluted earnings per share:		
Options	2,302	3,414
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share	**59,655,917**	**59,653,941**

(e) Information concerning the classification of securities

Options

Options granted to employees under the Employee Stock Option Plan are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share. Details relating to the options are set out in note 37.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 40: Offsetting financial assets and financial liabilities

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at March 31, 2017, March 31, 2016 and April 1, 2015. The column 'net amount' shows the impact on the Group's balance sheet if all set-off rights were exercised.

(₹ in lacs)

	Effects of offsetting on the balance sheet			Related amounts not offset
	Gross amount	Gross amount set off in the balance sheet	Net amount presented in the balance sheet	Net amount
March 31, 2017				
Financial assets				
Trade receivables	19,376.09	(3,071.16)	16,304.93	16,304.93
Total	**19,376.09**	**(3,071.16)**	**16,304.93**	**16,304.93**
Financial liabilities				
Trade payables	11,622.59	(3,071.16)	8,551.43	8,551.43
Total	**11,622.59**	**(3,071.16)**	**8,551.43**	**8,551.43**
March 31, 2016				
Financial assets				
Trade receivables	16,364.68	(1,288.50)	15,076.18	15,076.18
Total	**16,364.68**	**(1,288.50)**	**15,076.18**	**15,076.18**
Financial liabilities				
Trade payables	8,258.08	(1,288.50)	6,969.58	6,969.58
Total	**8,258.08**	**(1,288.50)**	**6,969.58**	**6,969.58**
April 1, 2015				
Financial assets				
Trade receivables	13,825.20	(1,401.06)	12,424.14	12,424.14
Total	**13,825.20**	**(1,401.06)**	**12,424.14**	**12,424.14**
Financial liabilities				
Trade payables	6,827.65	(1,401.06)	5,426.59	5,426.59
Total	**6,827.65**	**(1,401.06)**	**5,426.59**	**5,426.59**

Offsetting arrangements

Trade receivables and payables

(a) The Group gives volume based incentives to advertisement agencies. Under the terms of the agreements, the amounts payable by the Company are offset against receivables from the agencies and only the net amounts are settled. The relevant amounts have therefore been presented net in the balance sheet.

(b) The Group enter into various transactions for purchase and sale of goods and services with the related parties which are settled in net. The relevant amounts have therefore been presented net in the balance sheet.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 41: Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings and guarantees are:

(₹ in lacs)

	Notes	March 31, 2017	March 31, 2016	April 1, 2015
Current				
Financial assets				
First charge				
Trade receivables	6(b)	16,409.36	15,099.45	12,507.95
Cash and cash equivalents	6(c)	41.32	3.12	449.95
Long-term deposits with maturity more than 3 months but less than 12 months	6(d)	198.80	198.80	198.80
Loans	6(e)	0.58	0.58	3.44
Non-financial assets		**-**	**-**	**-**
First charge				
Inventories	10	157.99	142.61	221.29
Tax assets	7	-	41.95	-
Other assets	9 and 11	565.76	571.03	375.96
Total current assets pledged as security		**17,373.81**	**16,057.54**	**13,757.39**
Non-current				
First charge				
Property, plant and equipment	3	45.73	68.57	93.45
Financial assets				
Loans	6(e)	9.87	9.30	8.25
Non-financial assets				
Tax assets	7	24.86	43.89	95.57
Other assets	9 and 11	519.16	388.00	54.11
Total non-current assets pledged as security		**599.62**	**509.76**	**251.38**
Total assets pledged as security		**17,973.43**	**16,567.30**	**14,008.77**

Note 42: Disclosure relating to of Specified Bank Notes * (SBN) held and transacted during the period from November 8, 2016 to December 30, 2016:

(₹ in lacs)

Particulars	Specified Bank Notes *	Other denomination notes	Total
Closing cash in hand as on November 08, 2016	20.75	0.07	20.82
Add: Permitted receipts	2.77	31.52	34.29
Less: Permitted payments	-	(21.33)	(21.33)
Less: Amount deposited in banks	(23.52)	-	(23.52)
Closing cash in hand as on December 30, 2016	**-**	**10.26**	**10.26**

*Specified Bank Notes (SBNs) mean the bank notes of denominations of the existing series of the value of five hundred rupees and one thousand rupees as defined under the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs no. S.O. 3407(E), dated the 8th November, 2016.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 43: Additional information required by Schedule III

Name of the entity in the Group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income / (expense)		Share in total comprehensive income / (loss)	
	As % of consolidated net assets	Amount (I in lacs)	As % of consolidated profit or loss	Amount (I in lacs)	As % of consolidated other comprehensive income / (expense)	Amount (I in lacs)	As % of consolidated total comprehensive income	Amount (I in lacs)
Parent								
T.V. Today Network Limited								
March 31, 2017	103.57%	59,043.97	115.35%	10,758.83	(74.70)%	(1.86)	115.30%	10,756.97
March 31, 2016	106.74%	50,397.57	-220.59%	6,027.99	89.07%	(9.37)	(219.42%)	6,018.62
Subsidiaries (group's share)								
T.V Today Network (Business) Limited								
March 31, 2017	0.04%	20.60	(0.01)%	(0.82)	0.00%	-	(0.01)%	-0.82
March 31, 2016	0.04%	20.59	-0.00%	0.29	0.00%	-	-0.00%	0.29
India Today Online Private Limited								
March 31, 2017	0.00%	0.06	(2.06)%	(788.80)	0.00%	-	(2.06)%	(788.80)
March 31, 2016	(3.36)%	(1,585.61)	(2.00)%	(8,201.53)	0.00%	-	(2.00)%	(8,201.53)
Mail Today Newspapers Private Limited								
March 31, 2017	(3.61)%	(2,056.64)	(6.48)%	(642.32)	174.70%	4.35	(6.44)%	-637.97
March 31, 2016	(3.42)%	(1,616.10)	(9.06)%	(559.37)	10.93%	(1.15)	(9.09)%	-560.52
Total								
March 31, 2017	**100.00%**	**57,007.99**	**106.80%**	**9,326.89**	**100.00%**	**2.49**	**106.79%**	**9.329.38**
March 31, 2016	**100.00%**	**47,216.45**	**(231.66%)**	**(2,732.62)**	**100.00%**	**(10.52)**	**(230.52%)**	**(2,743.14)**

Note 44: Disclosure required under Section 186(4) of the Companies Act, 2013

(a) Particulars of loan given:

No loan given in the current and previous financial year.

(b) Particulars of guarantee given:

(₹ in lacs)

Name of the recipient	Guarantee given during the year ended		Closing balance	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Yes Bank Limited	-	300.00	300.00	300.00

Corporate guarantee has been given in connection with the loan to BARC (Broadcast Audience Research Council of India) by Yes Bank Limited

(c) Particulars of investments made:

(₹ in lacs)

Name of the investee	Investment made during the year ended		Closing balance	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Radio Today Broadcasting Limited	-	-	-	-

Note 45: Dues to micro and small enterprises

Based on information available with the Group, there are no outstanding dues to micro and small enterprises as at March 31, 2017. No interest has been paid / is payable by the Group in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS

Transition to Ind AS

These are the Group's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended March 31, 2017, the comparative information presented in these financial statements for the year ended March 31, 2016 and in the preparation of an opening Ind AS balance sheet at April 1, 2015 (the Group's date of transition). In preparing its opening Ind AS balance sheet, the Group has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and notes.

A. Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A.1 Ind AS optional exemptions

A.1.1 Business combinations

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date.

The Group elected to apply Ind AS 103 prospectively to business combinations occurring after its transition date. Business combinations occurring prior to the transition date have not been restated.

A.1.2 Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets.

Accordingly, the Group has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value.

A.1.3 Share - based payments

Ind AS 101 permits a first-time adopter to not apply Ind AS 102, Share - based payments for the equity instruments that vested before the date of transition to Ind AS and liabilities arising from share - based payment transactions that were settled before the date of transition to Ind AS.

Accordingly, the Group has not applied Ind AS 102, to the equity instruments that vested before the transition date and liabilities arising from share - based payment transactions that were settled before the date of transition to Ind AS. Further, no options have vested after the transition date.

A.1.4 Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS.

A.1.5 Leases

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing at the date of transition to Ind AS, except where the effect is expected to be not material. The Group has elected to apply this exemption for such contracts / arrangements.

A.2 Ind AS mandatory exceptions

A.2.1 Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Ind AS estimates as at April 1, 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Group made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Investment in equity instruments carried at FVPL;

- Impairment of financial assets based on expected credit loss model.

A.2.2 De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirement in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Group has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

A.2.3 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

The Group has applied the above requirement on transition date.

A.2.4 Non-controlling interests

Ind AS 110 requires entities to attribute the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests. This requirement needs to be followed even if this results in the non-controlling interests having a deficit balance. Ind AS 101 requires the above requirement to be followed prospectively from the date of transition. Consequently, the Group has applied the above requirement prospectively.

B. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Reconciliation of equity as at date of transition (April 1, 2015)

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP *	Adjustments	CCBC Adjustments **	Ind AS
ASSETS					
Non-current assets					
Property, plant and equipment		19,757.21	-	93.44	19,850.65
Capital work-in-progress		79.25	-	-	79.25
Investment properties		-	-	3,779.86	3,779.86
Intangible assets		3,765.25	-	(3,536.43)	228.82
Intangible assets under development		228.82	-	523.19	752.01
Financial assets					-
i. Investments	1	4,552.12	(3,395.00)	(1,157.12)	-
ii. Loans	9	11.69	(1.33)	-	10.36
iii. Other financial assets	2 and 7	435.31	2,989.74	8.25	3,433.30
Non-current tax assets		-	-	95.57	95.57
Deferred tax assets (net)	3	1,573.15	(24.61)	(0.01)	1,548.53
Other non-current assets	7 and 9	181.80	19.05	54.11	254.96
Total non-current assets		**30,584.60**	**(412.15)**	**(139.14)**	**30,033.31**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP *	Adjustments	CCBC Adjustments **	Ind AS
Current assets					
Inventories		-	-	221.29	221.29
Financial assets					
i. Trade receivables		11,578.44	-	845.70	12,424.14
ii. Cash and cash equivalents		6,588.95	-	486.87	7,075.82
iii. Other bank balances		2,972.74	-	(0.00)	2,972.74
iv. Loans		12.67	-	-	12.67
v. Other financial assets		91.73	-	3.44	95.17
Current tax assets		2,609.38	-	0.17	2,609.55
Other current assets (net)	7 and 9	1,867.07	16.18	210.82	2,094.07
Total current assets		**25,720.98**	**16.18**	**1,768.29**	**27,505.45**
Total assets		**56,305.58**	**(395.97)**	**1,629.15**	**57,538.76**
EQUITY AND LIABILITIES					
Equity					
Equity share capital		2,982.43	-	-	2,982.43
Other equity					
Reserves and surplus	1,2,5,7,8,9,11,12	42,018.29	760.46	(3,776.93)	39,001.82
Equity attributable to owners of T.V. Today Network Limited		**45,000.72**	**760.46**	**(3,776.93)**	**41,984.25**
Non-controlling interests		-	-	-	-
Total equity		**45,000.72**	**760.46**	**(3,776.93)**	**41,984.25**
LIABILITIES					
Non-current liabilities					
Financial Liabilities					
i. Borrowings		-	-	1,484.35	1,484.35
ii. Other financial liabilities	8	56.34	(10.15)	-	46.19
Provisions		622.84	-	-	622.84
Employee benefit obligations		57.64	-	85.80	143.44
Other non-current liabilities	8 and 11	122.15	(58.01)	-	64.14
Total non-current liabilities		**858.97**	**(68.16)**	**1,570.15**	**2,360.96**
Current liabilities					
Financial Liabilities					
i. Borrowings		672.58	-	1,162.55	1,835.13
ii. Trade payables		4,822.84	-	603.75	5,426.59
iii. Other financial liabilities		1,890.71	-	1,751.23	3,641.94
Provisions	5	1,077.15	(1,073.62)	-	3.53
Employee benefit obligations		476.40	-	3.67	480.07
Current tax liabilities		-	-	0.60	0.60
Other current liabilities	8 and 11	1,506.21	(14.65)	314.13	1,805.69
Total current liabilities		**10,445.89**	**(1,088.27)**	**3,835.93**	**13,193.55**
Total liabilities		**11,304.86**	**(1,156.43)**	**5,406.08**	**15,554.51**
Total equity and liabilities		**56,305.58**	**(395.97)**	**1,629.15**	**57,538.76**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

** Represents adjustments relating to Common Control Business Combination (CCBC). Refer note 32.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Reconciliation of equity as at March 31, 2016

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP *	Adjustments	CCBC Adjustments **	Ind AS
ASSETS					
Non-current assets					
Property, plant and equipment		18,058.43	-	68.57	18,127.00
Capital work-in-progress		183.35	-	0.00	183.35
Investment properties				3,305.19	3,305.19
Intangible assets		3,293.77	-	(3,006.28)	287.49
Intangible assets under development		287.49	-	429.97	717.46
Financial assets		-	-	-	-
i. Investments	1	4,014.12	(3,688.29)	(325.83)	-
ii. Loans	9	12.81	(1.86)	-	10.95
iii. Other financial assets	2 and 7	1,970.38	(28.26)	9.30	1,951.42
Non-current tax assets				43.89	43.89
Deferred tax assets (net)	3	1,487.47	(8.97)	(0.00)	1,478.50
Other non-current assets	7 and 9	265.17	10.75	388.01	663.93
Total non-current assets		**29,572.99**	**(3,716.63)**	**912.82**	**26,769.18**
Current assets					
Inventories		-	-	142.61	142.61
Financial assets					-
i. Trade receivables	10	14,176.15	(60.62)	960.65	15,076.18
ii. Cash and cash equivalents		2,002.12	-	3.20	2,005.32
iii. Other bank balances		15,015.07	-	0.00	15,015.07
iv. Loans		17.55	-	-	17.55
v. Other financial assets		193.76	-	0.58	194.34
Current tax assets		3,124.12	-	42.14	3,166.26
Other current assets	7 and 9	1,934.96	14.06	398.00	2,347.02
Total current assets		**36,463.73**	**(46.56)**	**1,547.18**	**37,964.35**
Total assets		**66,036.72**	**(3,763.19)**	**2,460.00**	**64,733.53**
EQUITY AND LIABILITIES					
Equity					
Equity share capital		2,982.68	-	-	2,982.68
Other equity					
Reserve and surplus	1,2,5,7,8,9,11,12	50,196.14	(2,412.46)	(3,549.91)	44,233.77
Equity attributable to owners of T.V. Today Network Limited		**53,178.82**	**(2,412.46)**	**(3,549.91)**	**47,216.45**
Non-controlling interests		-	-	-	-
Total equity		**53,178.82**	**(2,412.46)**	**(3,549.91)**	**47,216.45**
LIABILITIES					
Non-current liabilities					
Financial Liabilities					
i. Borrowings		-	-	1,109.45	1,109.45
ii. Other financial liabilities	8	104.29	(7.07)	(0.00)	97.22
Provisions		648.88	-	-	648.88
Employee benefit obligations		118.89	-	78.96	197.85
Other non-current liabilities	8 and 11	62.15	(60.11)	-	2.04
Total non-current liabilities		**934.21**	**(67.18)**	**1,188.41**	**2,055.44**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP *	Adjustments	CCBC Adjustments **	Ind AS
Current liabilities					
Financial Liabilities					
i. Borrowings		-	-	1,794.79	1,794.79
ii. Trade payables	10	6,124.11	(24.22)	869.69	6,969.58
iii. Other financial liabilities		2,881.31	-	1,846.76	4,728.07
Provisions	5	1,256.46	(1,256.46)	-	-
Employee benefit obligations		554.12	-	2.11	556.23
Current tax liabilities				0.19	0.19
Other current liabilities	8 and 11	1,107.69	(2.87)	307.96	1,412.78
Total current liabilities		**11,923.69**	**(1,283.55)**	**4,821.50**	**15,461.64**
Total liabilities		**12,857.90**	**(1,350.73)**	**6,009.91**	**17,517.08**
Total equity and liabilities		**66,036.72**	**(3,763.19)**	**2,460.00**	**64,733.53**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

** Represents adjustments relating to Common Control Business Combination (CCBC). Refer note 32.

Reconciliation of total comprehensive income for the year ended March 31, 2016

(₹ in lacs)

	Notes to first-time adoption	Previous GAAP *	Adjustments	CCBC Adjustments **	Ind AS
Continuing operations					
Revenue from operations	8, 10, 13 and 14	54,601.17	(399.50)	3,958.31	58,159.98
Other income	7, 9 and 14	2,900.03	(1,071.34)	(40.54)	1,788.15
Other gains / (losses) - net	1 and 2	(261.26)	538.00	(5.04)	271.70
Total income		**57,239.94**	**(932.84)**	**3,912.73**	**60,219.83**
Expenses					
Cost of materials consumed		-	-	381.04	381.04
Production cost	14	6,172.49	(89.27)	996.52	7,079.74
Employee benefits expense	6, 9 and 14	14,194.05	(27.93)	1,183.07	15,349.19
Depreciation and amortisation expense		3,057.10	(0.01)	35.02	3,092.11
Other expenses	7,10,11,13 and 14	19,063.78	(1,357.35)	1,471.63	19,178.06
Finance costs	8 and 14	19.46	36.55	584.40	640.41
Total expenses		**42,506.88**	**(1,438.01)**	**4,651.68**	**45,720.55**
Profit before exceptional items and tax		**14,733.06**	**505.17**	**(738.95)**	**14,499.28**
Exceptional items		-	(3,862.30)	831.30	(3,031.00)
Profit before tax		**14,733.06**	**(3,357.13)**	**92.35**	**11,468.28**
Profit from continuing operations		**15,875.19**	**(4,499.26)**	**92.35**	**11,468.28**
Income tax expense					
- Current tax		5,216.67	-	-	5,216.67
- Deferred tax	3	85.74	(10.73)	0.00	75.01
Total tax expense		**5,302.41**	**(10.73)**	**0.00**	**5,291.68**
Profit from continuing operations after tax		10,572.78	(4,488.52)	92.35	6,176.60
(Loss) from discontinued operation	12	(1,142.13)	1,142.13	-	-
Profit for the year		**9,430.65**	**(3,346.39)**	**92.35**	**6,176.60**
Other comprehensive (expense)		**-**	**(9.37)**	**(1.15)**	**(10.52)**
Total comprehensive income		**9,430.65**	**(3,355.76)**	**91.20**	**6,166.08**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

** Represents adjustments relating to Common Control Business Combination (CCBC). Refer note 32.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Reconciliation of total equity as at March 31, 2016 and April 1, 2015

(₹ in lacs)

	Notes to first-time adoption	March 31, 2016	April 1, 2015
Total equity (shareholders funds) as per previous GAAP		53,178.82	45,000.72
Adjustments:			
Fair valuation of investments	1	(3,688.30)	(3,395.00)
Fair valuation of derivative (guarantee received from the parent company in relation to an investment)	11	-	3,031.00
Provision for expected credit losses on trade receivables	3	-	-
Fair valuation of security deposits given	7	(6.07)	(7.90)
Fair valuation of security deposits received	8	1.71	1.92
Fair valuation of employee loans	9	0.77	0.53
Proposed dividend	5	1,043.94	894.73
Dividend distribution tax	5	212.52	178.89
Derecognition of revenue from exchange of similar services	10	(60.62)	-
Derecognition of expense from exchange of similar services	10	24.22	-
Reversal of lease equalization reserve	12	68.33	80.90
Rectification of error in gratuity and compensated absences		-	-
Tax effects of adjustments	2	(8.96)	(24.61)
Total adjustments		**(2,412.46)**	**760.46**
Total		**50,766.36**	**45,761.18**
Adjustments on account of acquisition of India Today Online Private Limited (ITOPL) and Mail Today Newspapers Private Limited subsidiaries recorded as business combination of entities under common control (refer note 32)		(3,549.91)	(3,776.93)
Total equity as per Ind AS		**47,216.45**	**41,984.25**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Reconciliation of total comprehensive income for the year ended March 31, 2016

(₹ in lacs)

	Notes to first time adoption	March 31, 2016
Profit after tax as per previous GAAP		9,430.65
Adjustments:		
Fair value loss on investment in subsidiaries at fair value through profit and loss	1	(293.30)
Fair value loss on guarantee received from holding company	11	(3,031.00)
Interest income measurement using effective interest rate method on certain interest free security deposits and loan given to employees	7	16.77
Amortisation of prepaid rent in relation to certain interest free deposits given which have been measured at amortised cost using effective interest rate method	7	(15.00)
Amortisation of deferred employee benefits expenses in relation to certain interest free loan given to employees which have been measured at amortised cost using effective interest rate method	9	0.24
Interest expense measurement using effective interest rate method on certain interest free security deposits received	8	(10.50)
Recognition of advertisement income in relation to certain interest free deposits received which have been measured at amortised cost using effective interest rate method	8	10.30
Revenue in relation to barter transactions reversed in accordance with Ind AS 18	10	(60.62)
Expenses in relation to barter transactions reversed in accordance with Ind AS 18	10	24.22
Lease equalization provision reversal in accordance with Ind AS 17	12	(12.57)
Actuarial losses / (gains) on employee benefits recognised in "Other comprehensive income"	6	14.33
Tax impact of above adjustments	2	10.73
Total adjustments		**(3,346.40)**
Net profit as per Ind AS		**6,084.25**
Adjustments on account of acquisition of India Today Online Private Limited (ITOPL) and Mail Today Newspapers Private Limited subsidiaries recorded as business combination of entities under common control (refer note 32)		91.20
Total profit after tax as per Ind AS		**6,175.45**
Other comprehensive income, net of income tax including that pertaining to common control business combination (refer note 32)	17	(9.37)
Total comprehensive income as per Ind AS		**6,166.08**

Impact of Ind AS adoption on the statement of cash flows for the year ended March 31, 2016

(₹ in lacs)

	Previous GAAP	Adjustments	CCBC Adjustments *	Ind AS
Net cash flow from operating activities	3,910.37	(7,219.31)	(257.78)	(3,566.72)
Net cash flow from investing activities	66.81	68.26	(135.69)	(0.62)
Net cash flow from financing activities	(1,760.00)	671.05	(201.81)	(1,290.76)
Net increase/(decrease) in cash and cash equivalents	**2,217.18**	**(6,480.00)**	**(595.28)**	**(4,858.10)**
Cash and cash equivalents as at April 1, 2015	6,560.62	(644.25)	93.95	6,010.32
Effects of exchange rate changes on cash and cash equivalents	-	19.95	-	19.95
Cash and cash equivalents as at March 31, 2016	**8,777.80**	**(7,104.30)**	**(501.33)**	**1,172.17**

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Analysis of changes in cash and cash equivalents for the purposes of statement of cash flows under Ind AS:

(₹ in lacs)

	Notes to first time adoption	March 31, 2016	April 1, 2015
Cash and cash equivalents as per previous GAAP		8,777.80	6,560.62
Cash credit	4	-	(672.58)
Book overdraft	4	(328.62)	-
Reclassification to other bank balances		(6,775.68)	28.33
CCBC adjustments		(501.33)	93.95
Cash and cash equivalents for the purpose of statement of cash flows		**1,172.17**	**6,010.32**

Note 1: Fair valuation of investments

Under the previous GAAP, investments in equity instruments were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for diminution, other than temporary decline, in the value of such investments. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value.

The resulting fair value changes of the investments in Mail Today Newspapers Private Limited have been recognised in retained earnings as at the date of transition and subsequently in the profit or loss for the year ended 31 March 2016. This decreased the retained earnings by ₹3,688.30 lacs as at 31 March 2016 (1 April 2015 - ₹3,395.00 lacs).

Note 2: Fair value of guarantee (derivative financial asset)

Under the previous GAAP, the guarantee received from the holding company, Living Media India Limited, for indemnifying any loss to the Company arising from the sale of investment in equity shares of Mail Today Newspapers Private Limited, was considered for the purpose of determining other than temporary decline in the value of such investment. Under Ind AS, the said guarantee is a separate transaction, and hence, is accounted for separately from the investment in equity shares. The guarantee meets the definition of derivative financial instrument given in Ind AS 109. All derivatives in scope of Ind AS 109, including those linked to unquoted equity investments, are measured at fair value and changes in fair value are recognised in profit or loss. Consequent to this change, the Company has recognised the guarantee at its fair value of ₹ Nil as at March 31, 2016 (April 1, 2015 - ₹3,031.00 lacs). Total equity increased by ₹3,031.00 lacs as at April 1, 2015. The profit for the year and total equity as at March 31, 2016 decreased by ₹3,031.00 lacs due to recognition of fair value loss in respect of the guarantee.

Note 3: Deferred tax

Under Ind AS, deferred tax has been recognised on the adjustments made on transition to Ind AS.

Note 4: Cash credit / book overdraft

Under Ind AS, cash credit repayable on demand and book overdraft, which form an integral part of the cash management process are included in cash and cash equivalents for the purpose of presentation of statement of cash flows. Under previous GAAP, cash credit of ₹672.58 lacs as at April 1, 2015 was considered as part of borrowings and movement in cash credit was shown as part of financing activities. While, book overdraft of ₹328.62 lacs as at March 31, 2016 was shown as a part of operating activities. Consequently, cash and cash equivalents have reduced by ₹328.62 lacs as at March 31, 2016 (April 1, 2015: ₹672.58 lacs) with corresponding increase / decrease in cash flows from financing / operating activities respectively for the year ended March 31, 2016 to the effect of the movements in cash credit and book overdraft.

Note 5: Proposed dividend

Under the previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for proposed dividend of ₹1,043.94 lacs as at March 31, 2016 (April 1, 2015: ₹894.73 lacs) and dividend distribution tax thereon of ₹212.52 lacs as at March 31, 2016 (April 1, 2015: ₹178.89 lacs) included under provisions have been reversed with corresponding adjustment to retained earnings. Consequently, the total equity increased by an equivalent amount. [Refer Note 30(b)]

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Note 6: Remeasurements of post-employment benefit obligation

Under Ind AS, remeasurements, i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, the profit for the year ended March 31, 2016 increased by ₹9.37 lacs. There is no impact on total equity as at March 31, 2016.

Note 7: Security deposits - assets

Under the previous GAAP, interest free lease security deposits (that are refundable in cash on completion of the lease term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as prepaid rent. Consequent to this change, the amount of security deposits decreased by ₹28.26 lacs as at March 31, 2016 (April 1, 2015: ₹41.26 lacs). The prepaid rent increased by ₹22.19 lacs as at March 31, 2016 (April 1, 2015: ₹33.36 lacs). Total equity decreased by ₹7.90 lacs as at April 1, 2015. The profit for the year and total equity as at March 31, 2016 increased by ₹1.77 lacs due to notional interest income of ₹16.77 lacs recognised on security deposits which is partially off-set by the amortisation of the prepaid rent by ₹15.00 lacs.

Note 8: Security deposits - liabilities

Under the previous GAAP, interest free security deposits received (that are payable in cash on termination of the contract) are recorded at their transaction value. Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits received under Ind AS. Difference between the fair value and transaction value of the security deposit has been recognised as unearned income. Consequent to this change, the amount of security deposits decreased by ₹7.07 lacs as at March 31, 2016 (April 1, 2015: ₹10.15 lacs). The unearned income increased by ₹5.36 lacs as at March 31, 2016 (April 1, 2015: ₹8.23 lacs). Total equity increased by ₹1.92 lacs as on April 1, 2015. The profit for the year and total equity as at March 31, 2016 decreased by ₹0.20 lacs due to notional interest expense of ₹10.50 lacs recognised on security deposits which is partially off-set by recognition of the unearned income of ₹10.30 lacs as revenue from operations.

Note 9: Loan to employees - assets

Under the previous GAAP, interest free loan to employees (that are repayable in cash on completion of the agreed term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these loans under Ind AS. Difference between the fair value and transaction value of the loan has been recognised as deferred employee expense. Consequent to this change, the amount of loan decreased by ₹1.86 lacs as at March 31, 2016 (April 1, 2015: ₹1.33 lacs). The deferred employee expense increased by ₹2.63 lacs as at March 31, 2016 (April 1, 2015: ₹1.86 lacs). Total equity increased by ₹0.53 lacs as on April 1, 2015. The profit for the year and total equity as at March 31, 2016 increased by ₹0.24 lacs due to notional interest income of ₹2.50 lacs recognised on loan which is partially off-set by the amortisation of the deferred employee expense by ₹2.26 lacs.

Note 10: Revenue - barter transactions involving advertising services

Under the previous GAAP, the Company regarded the barter transactions entered into to provide advertising services in exchange for receiving advertising services from its customers, amounting to exchange of services of a similar nature, as a transaction which generates revenue.

Under Ind AS, exchange of services of a similar nature is not regarded as a transaction which generates revenue. Consequent to this change, the amount of trade receivables and trade payables decreased by ₹60.62 lacs and ₹24.22 lacs respectively as on March 31, 2016 (April 1, 2015: Nil and Nil respectively). The profit for the year and total equity as at March 31, 2016 decreased by ₹36.40 lacs due to derecognition of advertisement revenue of ₹60.62 lacs from such transactions which is partially off-set by derecognition of advertisement expense of ₹24.22 lacs from such transactions.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS *(Contd.)*

Note 11: Lease rent equalisation reserve

Under the previous GAAP, the lease payments under an operating lease were recognised as an expense in the statement of profit and loss on a straight line basis over the lease term.

Under Ind AS, the lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the lessor vary because of factors other than general inflation, then this condition is not met. Since the lease payments under all the operating leases entered into by the Group as a lessee are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, the lease rent equalisation reserve created in respect of such leases amounting to ₹80.90 lacs under the previous GAAP, has been reversed with corresponding adjustment to retained earnings as at April 1, 2015. Consequently, the total equity increased by an equivalent amount. The profit for the year and total equity as at March 31, 2016 decreased by ₹12.57 lacs and ₹68.33 lacs respectively, due to reversal of utilization of lease rent equalization reserve created in respect of the aforesaid leases under the previous GAAP.

Note 12: Discontinued operations

The application for approval of sale of three radio stations of the Company was declined by the Ministry of Information and Broadcasting (“"MIB"”) in the previous year. The Company filed a writ petition before the Honourable High Court of Delhi against such decline. The Company was pursuing the case legally and expected a favourable outcome.

Accordingly, under the previous GAAP, the radio business was classified as a discontinuing operation as the Company's board of directors had both (i) approved a detailed, formal plan for the discontinuance and (ii) made an announcement of the plan.

Under Ind AS, a discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale. An entity shall classify a non-current asset (or disposal group) as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the asset (or disposal group) must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets (or disposal groups) and its sale must be highly probable. Considering the above decline of approval by the MIB, the disposal group (radio business) is not considered to be available for immediate sale in its present condition. Hence, the radio business has not been considered as a discontinued operation under Ind AS.

Consequently, the loss from discontinuing operations before tax (₹1,349.14 lacs), profit from disposal of assets and liabilities of discontinuing operations (₹207.01 lacs) and income tax expense thereon (nil) for the year ended March 31, 2016 under the previous GAAP has been adjusted / included against / in the profit from continuing operations for the year ended March 31, 2016. As a result of this change, the profit from continuing operations for the year ended March 31, 2016 has decreased by ₹1,142.13 lacs and the loss from discontinued operations for the year ended March 31, 2016 is nil. There is no impact on the total equity and profit.

Note 13: Agency incentive

Under previous GAAP, the incentive paid to the advertisement agencies was recognised as an expense in the statement of profit and loss.

Under Ind AS, if the agencies are acting as a principal, the incentive payable should be adjusted against the advertisement income. Accordingly the advertisement income and agency incentive expenses have decreased by ₹764.62 lacs for the year ended March 31, 2016. There is no impact on the total equity and profit.

Note 14: Provisions / liabilities written back to the extent no longer required

Under the previous GAAP, the provisions / liabilities written back to the extent no longer required were credited to Other income. Under Ind AS, where the original provision was charged as an expense, any subsequent reversal should be credited to the same line in the statement of profit and loss in accordance with the principle of consistency. Accordingly, the aforesaid provisions / liabilities written back to the extent no longer required have been credited to the respective expense line in the statement of profit and loss. This change has resulted in a decrease in other income, increase in revenue from operations and decrease in other expenses for the year ended March 31, 2016 by ₹1,334.83 lacs, ₹415.43 lacs and ₹919.40 lacs respectively. There is no impact on the total equity and profit.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2017

Note 46: First-time adoption of Ind AS (Contd.)

Note 15: Retained earnings

Retained earnings as at April 1, 2015 has been adjusted consequent to the above Ind AS transition adjustments.

Note 16: Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Item of income / expense that is not recognised in profit or loss but is shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plan. The concept of other comprehensive income did not exist under the previous GAAP.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants

Sougata Mukherjee
Partner
Membership No. 57084

Place : Gurugram
Date : May 26, 2017

For and on behalf of the Board

Ashish Sabharwal
Company Secretary
Membership No. F4991

Sudhir Mehra
Director
DIN - 07424678

Aroon Purie
Chairman and
Managing Director
DIN - 00002794

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Place : Noida
Date : May 26, 2017

CORPORATE INFORMATION

BOARD OF DIRECTORS

Aroon Purie	Chairman & Managing Director
Kalli Purie Bhandal	Whole-time Director
Anil Vig	Independent Director
Ashok Kapur	Independent Director
Devajyoti Bhattacharya	Non-Executive Director
Sudhir Mehra	Independent Director
Rajeev Gupta	Independent Director
Koel Purie Rinchet	Non-Executive Director

GROUP HEAD-SECRETARIAL & COMPANY SECRETARY

Ashish Sabharwal

AUDITORS

Price Waterhouse,
Chartered Accountants
New Delhi

BANKERS

Canara Bank
ICICI Bank Limited
Yes Bank Limited
RBL Bank Limited
State Bank of India
UCO Bank

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Notes

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to RJD to clarify their
gives a 4-day ultima

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