

BOARD'S REPORT - DB INFOMEDIA PRIVATE LIMITED

To the Members

Your Directors have pleasure in presenting the 1st Annual Report, together with the Balance Sheet and the Statement of Profit and Loss of the Company, for the year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS

The financial results of your Company for the period ended on 31st March, 2016 are as under:

Particulars	(in ₹ Mn.)
	For the period from February 16, 2015 to March 31, 2016
Income	-
Expenditure	41.77
Loss for the period before tax	(41.77)
Less: Tax (including deferred tax)	-
Loss after tax	(41.77)
Net worth	(41.16)

REVIEW OF PERFORMANCE

Your Company has launched a website www.postpickle.com and put sincere efforts to build user base during this period. Since this was initial period, hence to provide better user experience & creating strong product, your Company has not started monetization during this period.

FUTURE PROSPECTS

Your Company is focused on improving user experience and determined to enrich their users with relevant & interesting content, so that user base can be increased and we can engage them with our content.

Company's prime focus is on creating interesting & engaging content with ideation and distributing our content to relevant users. Already efforts have been initiated and results will be appearing in coming months.

DIVIDEND

In view of losses for the period under review, your Directors do not recommend any dividend for the financial period 2015-16. Further, your Company does not propose any amount to be transferred to the reserves of the Company for the financial period 2015-16.

INCREASE IN BORROWING LIMITS:

In order to augment resources for financing corporate purposes, the Board of Directors of the Company pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 read with the rules made thereunder and upon receipt of approval of the shareholders by way of special resolution passed at the Extra Ordinary General Meeting of the Company held on 20th May, 2015, approved borrowing / raising of money (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) up to ₹ 50 Crore (Rupees Fifty Crore) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

PRIVATE PLACEMENT OF EQUITY SHARES AND COMPULSORILY CONVERTIBLE DEBENTURES:

Pursuant to provisions of Sections 23, 42, 71 and 62 of the Companies Act, 2013 read with rules made thereunder and as per the terms of Share Subscription and Shareholders' Agreement dated 16th April, 2015 executed by the Company with Mr. Varun Malhotra and D. B. Corp Limited, the Board of Directors of the Company under the authority given by the shareholders of the Company by way of special resolution passed at the Extra Ordinary General Meeting of the Company held on 20th May, 2015, allotted 5,000 Equity Shares of ₹ 10/- each to Mr. Varun Malhotra and 10,00,000 Compulsorily Convertible Debentures of ₹ 10/- each carrying coupon rate of 0.01% to M/s. D. B. Corp Limited at par on private placement basis. The said allotment was made in order to mobilise funds for the general business purposes of the Company.

BOARD MEETINGS

During the year under review, the Board met 6 (six) times on 16th April, 2015, 24th April, 2015, 28th May, 2015, 10th June, 2015, 24th September, 2015 and 14th January, 2016. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in Form MGT 9 is annexed with this Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirements under Section 134(3)(c) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed:

1. that in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards had been followed, along with proper explanation relating to material departures;
2. that the directors had 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 31st March, 2016 and of the losses of the Company for the year ended as on that date;
3. that the directors had 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;
4. that the directors had prepared the annual accounts for the financial period ended 31st March, 2016, on a "going concern" basis;
5. that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws, and that such systems were adequate and operating effectively.

STATUTORY AUDITORS

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Company had appointed M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No.101049W/E300004) as the first Statutory Auditors of the Company to hold office till the conclusion of the forthcoming Annual General Meeting (AGM) of the Company. Accordingly, they retire at the ensuing AGM.

Being eligible, they have offered themselves for re-appointment to hold office as the Statutory Auditors of the Company from the conclusion of the ensuing AGM until the conclusion of sixth AGM; subject to approval of the members of the Company and subsequent ratification at every AGM thereafter.

M/s. S. R. Batliboi & Associates LLP, Chartered Accountants have furnished a certificate of their eligibility and consent for appointment as required under Section 139 of the Companies Act, 2013 read with the rules made thereunder.

The Board recommends their re-appointment.

PUBLIC DEPOSITS

Your Company has not invited and / or accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

DETAILS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Your Company has not given any loans / guarantees / securities or made any investments, which may attract the provisions of Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

All related party transactions entered during the financial year were in the ordinary course of business and at arm's length basis. There were no materially significant related party transactions entered into by the Company within the meaning of Section 188 of the Companies Act, 2013. Hence, Form AOC-2 is not applicable to your Company.

RISK MANAGEMENT POLICY

Your Company places key emphasis on the risk management and believes in establishing a structured and disciplined approach to Risk Management. Your Company has subscribed to and adopted the Risk Management Policy framed by its Holding Company, D. B. Corp Limited. Your Company reviews various business and operational risks as laid down in the plan and considers instituting proper control procedures to mitigate the same.

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

Since your Company does not own any manufacturing facility, the Company was not required to take any steps with regard to conservation of energy, technology absorption or other related items as stipulated under the Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

There were neither foreign exchange earnings nor any foreign exchange outgo during the year under consideration.

PARTICULARS OF EMPLOYEES

Your Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have occurred between the end of financial year 2015-16 and the date of this report which may affect the financial position of the Company.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation for the valuable co-operation and support received from the Company's bankers, financial institutions, business associates, customers, suppliers and shareholders during the year under review and look forward to the same in greater measure in coming years.

Your Directors also wish to place on record their appreciation of the efforts and invaluable contributions made by the employees and executives of the Company at all levels.

For and on behalf of the Board of Directors of
DB Infomedia Private Limited

Manoj Garg
Director

Rajeev Chaturvedi
Director

Place: Bhopal
Date: 19th May, 2016

FORM NO. MGT – 9**EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31.03.2016

[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	U74300MP2015PTC033850
ii. Registration Date	16/02/2015
iii. Name of the Company	DB INFOMEDIA PRIVATE LIMITED
iv. Category / Sub-Category of the Company	Company having Share Capital
v. Address of the Registered office and contact details	Office Block 1A, 5 th Floor, DB City Corporate Park, Arera Hills, Opp. M.P. Nagar, Zone – I, Bhopal – 462016, Madhya Pradesh. Tel No: 0755-6665622
vi. Whether listed company	No
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

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/ service	% to total turnover of the Company
1	Operating and managing websites	99843990	N.A. (Monetization has not been started during the year under review)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	D. B. Corp Limited	L22210GJ1995PLC047208	Holding	91.74%*	2(46)

* Considering equity and preference shareholding

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

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) INDIAN									
a. Individual /HUF	0	10	10	0.02	0	10	10	0.02	0.00
b. Central Govt.	0	0	0	0	0	0	0	0	N.A.
c. State Govt.(s)	0	0	0	0	0	0	0	0	N.A.
d. Bodies Corporate	0	45490	45490	99.98	0	45490	45490	90.08	-9.90
e. Banks / FI	0	0	0	0	0	0	0	0	N.A.
f. Any Other	0	0	0	0	0	0	0	0	N.A.
Sub-Total A(1) :	0	45500	45500	100.00	0	45500	45500	90.10	-9.90
(2) FOREIGN									
a. NRIs - Individuals	0	0	0	0	0	0	0	0	N.A.
b. Others - Individuals	0	0	0	0	0	0	0	0	N.A.
c. Bodies Corporate	0	0	0	0	0	0	0	0	N.A.
d. Banks / FI	0	0	0	0	0	0	0	0	N.A.
e. Any Other	0	0	0	0	0	0	0	0	N.A.
Sub-Total A(2) :	0	0	0	0	0	0	0	0	N.A.
Total Shareholding of Promoters A=A(1)+A(2)	0	45500	45500	100.00	0	45500	45500	90.10	-9.90
B. Public Shareholding									
1. INSTITUTIONS									
a. Mutual Funds	0	0	0	0	0	0	0	0	N.A.
b. Banks / FI	0	0	0	0	0	0	0	0	N.A.
c. Central Govt.	0	0	0	0	0	0	0	0	N.A.
d. State Govt.(s)	0	0	0	0	0	0	0	0	N.A.
e. Venture Capital Funds	0	0	0	0	0	0	0	0	N.A.
f. Insurance Companies	0	0	0	0	0	0	0	0	N.A.
g. FIs	0	0	0	0	0	0	0	0	N.A.
h. Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	N.A.
i. Others (specify)	0	0	0	0	0	0	0	0	N.A.
Sub-Total B(1) :	0	0	0	0	0	0	0	0	N.A.
2. NON-INSTITUTIONS									
a. Bodies Corporate	0	0	0	0	0	0	0	0	N.A.
i. Indian	-	-	-	-	-	-	-	-	N.A.
ii. Overseas	-	-	-	-	-	-	-	-	N.A.
b. Individuals									
i. Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	5000	5000	9.90	9.90
ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	0	0	0	0	N.A.
c. Others (specify)	0	0	0	0	0	0	0	0	N.A.
Sub-Total B(2) :	0	0	0	0	0	5000	5000	9.90	9.90
Total Public Shareholding B=B(1)+B(2) :	0	0	0	0	0	5000	5000	9.90	9.90
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	N.A.
Grand Total (A+B+C) :	0	45500	45500	100.00	0	50500	50500	100.00	0.00

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	D. B. Corp Limited*	45500	100.00	Nil	45500	90.10	Nil	-9.90
	Total	45500	100.00	Nil	45500	90.10	Nil	-9.90

*Shareholding includes shares held by nominee shareholder of D. B. Corp Limited

iii. Change in Promoters' Shareholding

Sl. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	
1.	D. B. Corp Limited				
	At the beginning of the year	45500	100.00	45500	100.00
	Date wise Increase (+) / Decrease (-) in Promoters Shareholding during the year.	No change during the year			
	At the end of the year	45500	90.10*	45500	90.10*

* The change in percentage of shareholding during the year is due to allotment of shares to public on private placement basis.

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	
1.	Mr. Varun Malhotra				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase (+) / Decrease (-) in Shareholding during the year	10.06.2015 - Allotment on private placement basis			
		+5000	+9.90	5000	9.90
	At the end of the year	5000	9.90	5000	9.90

v. Shareholding of Directors and Key Managerial Personnel *

Sl. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	For Each of the Directors and KMP			
	At the beginning of the year			
	Date wise Increase (+) / Decrease (-) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity, etc)			
	At the end of the year			
	NIL			

* None of the Directors holds any shares in the Company. Also, the provisions of Section 203 of the Companies Act, 2013 are not applicable. Hence, the Company has not appointed any KMP.

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	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	4,86,10,292	-	4,86,10,292
• Reduction	-	(2,19,098)	-	(2,19,098)
Net Change	-	4,83,91,194	-	4,83,91,194
Indebtedness at the end of the financial year				
i) Principal Amount	-	4,69,00,000	-	4,69,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	14,91,194	-	14,91,194
Total (i+ii+iii)	-	4,83,91,194	-	4,83,91,194

Note: Unsecured Loans include 0.01% Compulsorily Convertible Debentures (CCDs) of value of Rs. 1 crore

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company does not pay any remuneration and / or sitting fees to any of its Directors.

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager	Total Amount
1.	Gross Salary	N.A.	
a.	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961		
b.	Value of perquisites under Section 17(2) of the Income Tax Act, 1961		
c.	Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961		
2.	Stock Options		
3.	Sweat Equity		
4.	Commission		
	- as a % of Profit		
	- others, specify		
5.	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	INDEPENDENT DIRECTOR	NIL	
-	Fee for attending Board / Committee Meetings		
-	Commission		
-	Others, please specify		
	Total (1)		
2.	OTHER NON-EXECUTIVE DIRECTORS		
-	Fee for attending Board / Committee Meetings		
-	Commission		
-	Others, please specify		
	Total (2)		
	Total B = (1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

C. Remuneration to Key Managerial Personnel other than MD / Manager/ WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1.	Gross Salary				N.A.
a.	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961				
b.	Value of perquisites under Section 17(2) of the Income Tax Act, 1961				
c.	Profit in lieu of salary under Section 17(3) of the Income Tax Act, 1961				
2.	Stock Options				
3.	Sweat Equity				
4.	Commission				
-	as a % of Profit				
-	others, please specify				
5.	Others, please specify				
	Total				

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors of
DB Infomedia Private Limited

Manoj Garg
Director

Rajeev Chaturvedi
Director

Place: Bhopal
Date: 19th May, 2016

INDEPENDENT AUDITOR'S REPORT

To the Members of DB Infomedia Private Limited

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of DB Infomedia Private Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the period from February 16, 2015 to March 31, 2016 then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the "Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the 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 the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the 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, 2016, its loss, and its cash flows for the period from February 16, 2015 to March 31, 2016.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's report) Order, 2016 (the "Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses and;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per **Kalpesh Jain**
Partner
Membership Number: 106406

Mumbai
May 19, 2016

ANNEXURE 1

REFERRED TO IN PARAGRAPH 1 UNDER REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR AUDIT REPORT OF EVEN DATE

Re: **DB Infomedia Private Limited (the "Company")**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the period and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties, included in fixed assets of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.
- (ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a),(b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits from the public.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the services of the Company.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, cess and other material statutory dues applicable to it. The provisions relating to sales tax, wealth tax, duty of customs, duty of excise and value added tax are not applicable to the Company.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, cess and other material statutory dues were outstanding, at the period end, for a period of more than six months from the date they became payable. The provisions relating to sales tax, wealth tax, duty of customs, duty of excise and value added tax are not applicable to the Company.
- (c) According to the information and explanations given to us, there are no dues of income tax, service tax and cess which have not been deposited on account of any dispute. The provisions relating to sales tax, wealth tax, duty of customs, duty of excise and value added tax are not applicable to the Company.
- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of dues to debenture holders.
- (ix) In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of debentures for the purposes for which they were raised.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud / material fraud on the Company by the officers and employees of the Company has been noticed or reported during the period.
- (xi) According to the information and explanations given by the management, the Company has not paid /

provided for any managerial remuneration and hence clause (xi) is not applicable to the Company and therefore not commented upon.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of sec 177 are not applicable to the Company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.

(xiv) According to the information and explanations given by the management, the Company has complied with provisions of section 42 of the Companies Act, 2013 in respect of the private placement of fully convertible debentures during the period. According

to the information and explanations given by the management, we report that the amounts raised, have been used for the purposes for which the funds were raised.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Act.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Kalpesh Jain**

Partner

Membership Number: 106406

Mumbai

May 19, 2016

ANNEXURE 2

REFERRED IN OUR REPORT OF EVEN DATE

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

We have audited the internal financial controls over financial reporting of DB Infomedia Private Limited (the "Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the period from February 16, 2015 to March 31, 2016.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India. 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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing as specified 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016

based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Kalpesh Jain**

Partner

Membership Number: 106406

Mumbai

May 19, 2016

BALANCE SHEET

as at March 31, 2016

	Notes	₹ March 31, 2016
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	3	605,000
Reserves and surplus	4	(41,766,037)
		(41,161,037)
Non-current liabilities		
Long-term borrowings	5	10,000,000
Current liabilities		
Short-term borrowings	6	38,391,194
Other current liabilities	7	1,847,222
		40,238,416
Total		9,077,379
ASSETS		
Non-current assets		
Fixed assets		
Tangible assets	8 (a)	5,284,561
Intangible assets	8 (b)	9,619
Long-term loans and advances	9	1,105,000
		6,399,180
Current assets		
Cash and bank balances	10	1,022,450
Short-term loans and advances	9	1,655,749
		2,678,199
Total		9,077,379
Summary of significant accounting policies	2	

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

As per our report of even date

For **S.R. Batliboi & Associates LLP**

ICAI Firm registration number: 101049W/E300004

Chartered Accountants

per **Kalpesh Jain**
Partner
Membership No. 106406

Place: Mumbai
Date: May 19, 2016

For and on behalf of the Board of Directors of
DB Infomedia Private Limited

Rajeev Chaturvedi
Director

Manoj Garg
Director

Place: Bhopal
Date: May 19, 2016

STATEMENT OF PROFIT AND LOSS

for the period from February 16, 2015 to March 31, 2016

	Notes	₹
		For the period from February 16, 2015 to March 31, 2016
INCOME		
Total Revenue (I)		-
EXPENSES		
Employee benefit expenses	11	11,025,041
Other expenses	12	27,904,780
Total Expense (II)		38,929,821
Earnings before interest, tax, depreciation and amortisation (EBITDA) [(I)-(II)]		(38,929,821)
Finance costs	13	1,666,590
Depreciation and amortisation expenses	8	1,169,626
Loss for the period		(41,766,037)
Loss per equity share [nominal value of share ₹ 10]	14	
Basic		(827.05)
Diluted		(827.05)
Summary of significant accounting policies	2	

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

As per our report of even date

For **S.R. Battiboi & Associates LLP**

ICAI Firm registration number: 101049W/E300004

Chartered Accountants

per **Kalpesh Jain**

Partner

Membership No. 106406

Place: Mumbai

Date: May 19, 2016

For and on behalf of the Board of Directors of

DB Infomedia Private Limited

Rajeev Chaturvedi

Director

Manoj Garg

Director

Place: Bhopal

Date: May 19, 2016

CASH FLOW STATEMENT

for the period from February 16, 2015 to March 31, 2016

		₹
		For the period from February 16, 2015 to March 31, 2016
A CASH FLOW FROM OPERATING ACTIVITIES		
Loss for the period		(41,766,037)
Adjustments to reconcile loss for the period to net cash flows		
Finance costs		1,656,884
Depreciation and amortisation expenses		1,169,626
Operating loss before working capital changes		(38,939,527)
Changes in working capital		
Increase in loans and advances		(2,760,749)
Increase in other current liabilities		1,847,222
Cash used in operations		(913,527)
Net cash used in operating activities	(A)	(39,853,054)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets		(6,463,806)
Net cash used in investing activities	(B)	(6,463,806)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings		10,000,000
Proceeds from short-term borrowings		36,900,000
Proceeds from issue of equity shares		505,000
Proceeds from issue of preference shares		100,000
Interest paid		(165,690)
Net cash generated from financing activities	(C)	47,339,310
Net increase in cash and cash equivalents	(A)+(B)+(C)	1,022,450
For the period from February 16, 2015 to March 31, 2016		
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period		1,022,450
Net increase in cash and cash equivalents		1,022,450

For details of components of cash and cash equivalents, refer note 10

As per our report of even date

For **S.R. Batliboi & Associates LLP**
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

per **Kalpesh Jain**
Partner
Membership No. 106406

Place: Mumbai
Date: May 19, 2016

For and on behalf of the Board of Directors of
DB Infomedia Private Limited

Rajeev Chaturvedi
Director

Manoj Garg
Director

Place: Bhopal
Date: May 19, 2016

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

1. CORPORATE INFORMATION:

DB Infomedia Private Limited (the 'Company') is a Company registered under the Companies Act, 2013 (the 'Act') with effect from February 16, 2015 and the Company is limited by shares. The Company is engaged in the business of operating, managing and hosting websites / personal pages or otherwise providing audio-visual content in the domain of entertainment

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (India GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards specified under section 133 of the Act read together with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

(b) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

(c) Tangible fixed assets

Fixed assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

(d) Depreciation

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management which is equal to those prescribed under the Schedule II to the Act. The Company has used the following lives to provide depreciation on its fixed assets.

Assets Category	Useful lives (in years)
Office equipment	5
Furniture and fixtures	10
Computers (Server)	6
Electrical Installation	10
Computers	3

Leasehold improvements are depreciated on a straight line basis over the shorter of the estimated useful life of the asset or the lease term, which does not exceed 10 years.

Depreciation on assets acquired during the year is provided on a pro-rata basis from the month of acquisition.

(e) Impairment of tangible and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations if any are recognised in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(f) Leases

Where Company is the lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

(g) Foreign currency transaction

(i) Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

(iii) Exchange differences

All exchange differences are recognised as income or as expenses in the period in which they arise.

(h) Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each balance sheet date, unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write down is reversed to the extent that it becomes reasonably or virtually certain, as the case may be, that sufficient future taxable income will be available.

(i) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes, if any) by the weighted average number of equity shares outstanding during the year.

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares), that have changed the number of equity shares without a corresponding changes in resources.

(j) Provisions

A provision is recognised when the Company has a present obligation resulting from past events and it is probable that an outflow of resources will be required to settle the obligation for which a reliable estimate can be made. Provisions are not discounted to its present value and are based on management's best estimate of the amount required to settle the obligation at the reporting date. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimates.

(k) Cash and cash equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

(l) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

(m) Measurement of EBITDA

As permitted by the Guidance note on the Revised Schedule VI to the Companies Act 1956, the Company has elected to present earnings before interest, tax, depreciation and amortisation expense (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit from continuing operation. In this measurement, the Company does not include depreciation and amortisation expenses, finance costs and tax expenses.

3 SHARE CAPITAL

	₹
	March 31, 2016
Authorised shares	
100,000 equity shares of ₹10 each	1,000,000
1,400,000, 7.5% redeemable preference shares of ₹100 each	140,000,000
	141,000,000
Issued, subscribed and fully paid-up shares	
50,500 equity shares of ₹ 10 each fully paid up [refer note (a) and (b) (i) below]	505,000
1,000, 7.5% redeemable preference share of ₹ 100 each [refer note (a) and (b) (ii) below]	100,000
Total issued, subscribed and fully paid-up share capital	605,000

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

Equity shares

	March 31, 2016	
	Nos	₹
At the beginning of the period	-	-
Issued during the period	50,500	505,000
Outstanding at the end of the period	50,500	505,000

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

Preference shares

	March 31, 2016	
	Nos	₹
At the beginning of the period	-	-
Shares Issued during the period	1,000	100,000
Outstanding at the end of the period	1,000	100,000

(b) Terms/ rights attached to each class of shares

(i) Equity shares

The Company has only one class of equity shares having a par value ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by shareholders.

(ii) Preference shares

The Company has issued only one class of redeemable preference shares having face value of ₹ 100 per share which are redeemable at par, at any time at the option of shareholder but before completion of 20 years from date of issue. Each shareholder is entitled to one vote per share.

(c) Details of shares held by holding company and shareholders holding more than 5% shares of the Company

Name of shareholders	March 31, 2016	
	Nos	% of holding
Equity share of ₹ 10 each fully paid		
D. B. Corp Limited, the holding company and its nominees	45,500	90.09
Varun Malhotra	5,000	9.91
Preference share of ₹ 100 each fully paid		
D. B. Corp Limited, the holding company	1,000	100.00

4 RESERVES AND SURPLUS

	₹
	March 31, 2016
Deficit in the statement of profit and loss	
Loss for the period	(41,766,037)
Total reserves and surplus	(41,766,037)

5 LONG-TERM BORROWINGS

	₹	
	Non-current portion	Current maturities
	March 31, 2016	March 31, 2016
1,000,000, 0.01% Compulsorily Convertible Debentures (CCD) [refer Note 15(b)]	10,000,000	-
	10,000,000	-

The Company shall compulsorily convert the CCD's into shares, upon completion of 40 months from the effective date ("CCD Term"). The CCD shall carry a coupon of 0.01%

On the occurrence of any of the CCD conversion events, each CCD shall be converted into one equity share or one preference share of par value of ₹10

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

6 SHORT-TERM BORROWINGS

	₹
	March 31, 2016
Loan from holding company [refer note 15 (b)]	38,391,194
	38,391,194

The loan is unsecured and repayable on demand. Interest is payable at the rate of 10% p. a.

7 OTHER CURRENT LIABILITIES

	₹
	March 31, 2016
Accrued expenses	1,451,150
Statutory liabilities	396,072
Total current liabilities	1,847,222

8 FIXED ASSETS

(a) Tangible assets

Particulars	Leasehold Improvements	Office Equipments	Furniture and fixtures	Electric Fittings, Fans and Coolers	Computers	Total Tangible Assets
Additions during the period	647,747	1,809,405	702,929	513,154	2,779,940	6,453,175
Deletion during the period	-	-	-	-	-	-
Gross book value as at March 31, 2016	647,747	1,809,405	702,929	513,154	2,779,940	6,453,175
Depreciation for the period	40,351	313,167	50,000	47,690	717,406	1,168,614
Depreciation on disposals	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2016	40,351	313,167	50,000	47,690	717,406	1,168,614
Net Block as at March 31, 2016	607,396	1,496,238	652,929	465,464	2,062,534	5,284,561

(b) Intangible assets

Particulars	Computer Software	Total Intangible Assets
Additions during the period	10,631	10,631
Deletion during the period	-	-
Gross book value as at March 31, 2016	10,631	10,631
Depreciation for the period	1,012	1,012
Depreciation on disposals	-	-
Accumulated depreciation as at March 31, 2016	1,012	1,012
Net Block as at March 31, 2016	9,619	9,619

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

9 LOANS AND ADVANCES

(Unsecured, considered good unless stated otherwise)

		₹	
		Non-current	Current
		March 31, 2016	March 31, 2016
a	Security deposits		
	Deposit with others	1,105,000	-
		1,105,000	-
b	Other loans and advances		
	Balances with statutory / government authorities	-	772,804
	Advances recoverable in cash or kind or for value to be received.	-	882,945
		-	1,655,749
	Total loans and advances	1,105,000	1,655,749

10 CASH AND BANK BALANCES

		₹
		March 31, 2016
	Cash and cash equivalents:	
	Balances with banks	1,022,450
	On current account	1,022,450

11 EMPLOYEE BENEFIT EXPENSES

		₹
		March 31, 2016
	Salaries, wages and bonus	9,120,454
	Contribution to provident fund and employee's state insurance corporation	534,497
	Workmen and staff welfare expenses	1,370,090
		11,025,041

12 OTHER EXPENSES

		₹
		March 31, 2016
	Subcontracting expenses	5,825,510
	Video recording expenses	4,266,208
	Survey expenses	4,218,822
	Legal and professional charges [refer note 18]	3,385,916
	Traveling and conveyance	2,672,261
	Rent [refer note 19]	2,655,560
	Online subscription charges	847,415
	Communication expenses	525,707
	Business promotion expenses	498,111
	Event expenses	393,319
	Electricity and water charges	381,373
	Repair and maintenance:-	
	Machinery	88,594
	Building	72,805
	Others	504,889
	Miscellaneous expenses	1,568,290
		27,904,780

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

13 FINANCE COSTS

	₹
	March 31, 2016
Interest expense:	1,666,590
On others	1,666,590

14 LOSS PER EQUITY SHARE

	₹
	For the period from Feb 16, 2015 to March 31, 2016
Particulars	
Net loss for the period	(41,766,037)
Weighted average number of equity shares outstanding for EPS	50,500
Weighted average number of equity shares outstanding for diluted EPS	859,719
Basic earnings per share (₹)	(827.05)
Diluted earnings per share (₹)	(827.05)
Face value per share (₹)	10

15 RELATED PARTY DISCLOSURE

(a) Related party disclosures, as required by Accounting Standard 18 (AS-18) 'Related Party Disclosures' are given below:

Particulars	Name of Related Party
Related parties where control exists	
Holding Company	D. B. Corp Limited
Related parties with whom transaction have taken place during the period	
Holding Company	D. B. Corp Limited

(b) Details of transactions with related parties:

	₹
	Transaction for the period from Feb 16, 2015 to March 31, 2016
	Amount payable as at March 31, 2016
Particulars	
D. B. Corp Limited	
Subscription of equity shares	455,000
Subscription of preference shares	100,000
Subscription of 0.01% Compulsorily Convertible Debentures	10,000,000
Loan from holding Company	36,900,000
Interest expenses	1,656,884
Other Outstanding balances	-
	53,408

16 SEGMENT INFORMATION

Since there is only one business and one geographical segment, separate segment disclosure is not provided.

17 DUES TO MICRO AND SMALL ENTERPRISES

The Company does not have any dues outstanding to the Micro and Small Enterprises as defined in Micro, Small and Medium Enterprise Development Act, 2006. The identification of Micro, Small and Medium Enterprises is based on information available with the management regarding the status of these parties which is being relied upon by the auditors.

NOTES

to financial statements as at and for the period from February 16, 2015 to March 31, 2016

18 AUDITORS' REMUNERATION [INCLUDED IN LEGAL AND PROFESSIONAL FEES (UNDER NOTE 12)]:

Particulars	March 31, 2016
As Auditor	
Audit fees	50,000

19 OPERATING LEASE (FOR ASSETS TAKEN ON LEASE):

Rentals in respect of operating leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

- a) The Company has taken office premises under operating lease agreements. This is renewable on mutual consent.
- b) Lease payments recognised for the year are ₹ 2,655,560

There are no restrictions imposed in these lease agreements. There are no purchase options. There are no sub leases.

20 The financial statements are prepared for the period from February 16, 2015 (date of incorporation) to March 31, 2016 and hence previous year's figures have not been disclosed.

As per our report of even date

For **S.R. Battiboi & Associates LLP**
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

per **Kalpesh Jain**
Partner
Membership No. 106406

Place: Mumbai
Date: May 19, 2016

For and on behalf of the Board of Directors of
DB Infomedia Private Limited

Rajeev Chaturvedi
Director

Manoj Garg
Director

Place: Bhopal
Date: May 19, 2016