Haribhakti & Co. LLP
Chartered Accountants

Statutory Audit Report of CL Media Private Limited

For the year ended March 31 , 2019

INDEPENDENT AUDITOR'S REPORT

To the Members of CL Media Private Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **CL Media Private Limited**("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS Financial Statements") .

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Responsibilities of Management and Those Charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act, read with relevant rules issued there under. 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

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

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

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

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

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

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

HARIBHAKTI & CO. LLP ★ NEW DELHI ★ CHARTERED ACCOUNTANTS

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

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

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

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(2) As required by section 143(3) of the Act, we report that:

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

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

c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;

d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act read with relevant rules issued there under;

e. On the basis of the written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 with reference to financial statements of the Company and the operating effectiveness of such controls, we give our separate report in "Annexure 2";

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

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

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

(i) The Company 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. Hence, the question of any material foreseeable losses does not arise; and

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Haribhakti & Co.LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

Raj Kumar Agarwal

Partner

Membership No. 074715

Place: New Delhi

Date: May 29, 2019

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of **CL Media Private Limited** on the financial statements for the year ended March 31, 2019]

(i)

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) During the year, the fixed assets of the Company have been physically verified by the management and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) The company does not have any immovable property. Accordingly paragraph 3(i)(c) of the order is not applicable to the company.

(ii) The inventory (excluding stock lying with third parties) has been physically verified by the management during the year. In respect of stock lying with third parties, these have been confirmed by them. In our opinion, the frequency of verification is reasonable. As informed, no material discrepancies were noticed on physical verification carried out during the year.

(iii) As informed, 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, paragraph 3 (iii)(a), 3 (iii)(b) and 3 (iii)(c) of the Order are not applicable to the Company.

(iv) Based on information and explanation given to us, there are no loans, investment, guarantees and securities. Accordingly, paragraph 3(iv) of the order is not applicable to the company.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of sections 73 to 76 of the Act and the rules framed there under.

(vi) The Central Government has not prescribed the maintenance of cost records for any of the products of the Company under sub-section (1) of section 148 of the Act and the rules framed there under.

(vii)

(a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, customs duty, cess and any other material statutory dues applicable to it, however, there have been slight delay in few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues with respect to income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, which have not been deposited on account of any dispute.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

(viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institution(s), bank(s), government(s) or dues to debenture holder(s).

(ix) The Company has neither raised money by way of public issue offer nor has obtained any term loans. Therefore, paragraph 3(ix) of the Order is 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 fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.

(xi) According to the information and explanations given to us, managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(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. Therefore, paragraph 3(xiv) of the Order is not applicable to the Company.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year.

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

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 103523W / W100048

Raj Kumar Agarwal
Partner
Membership No. 074715
Place: New Delhi
Date: May 29, 2019

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT
[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of CL Media Private Limited on the Ind AS financial statements for the year ended March 31, 2019]

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of CL Media Private Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

Auditors' Responsibility
Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness.

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to financial statements 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 with reference to financial statements 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2019, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W / W100048

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

Raj Kumar Agarwal

Partner

Membership No.074715

Place: New Delhi

Date: May 29, 2019

CL Media Private Limited

Balance Sheet as at March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

	Note	As at March 31, 2019	As at March 31, 2018
Assets			
Non-current assets			
Property, Plant and Equipment	3	26.34	15.45
Other Intangible Assets	4	75.41	82.14
Intangible assets under development		-	17.50
Deferred tax assets (net)	5	607.44	571.20
Non current (tax) assets (net)	6	120.38	120.38
Other non current assets	7	-	0.09
Total non current assets		**829.57**	**806.76**
Current assets			
Inventories	8	78.02	36.65
Financial assets			
(i) Trade receivables	9	6,584.58	5,877.95
(ii) Cash and cash equivalents	10	64.59	28.72
(iii) Bank balances other than (ii) above		-	-
(iv) Loans	11	1.70	-
(v) Other financial assets	12	20.13	34.13
Other current assets	13	11.67	58.37
Total current assets		6,760.69	6,035.82
Total		7,590.26	6,842.58
Equity and liabilities			
Equity			
Equity share capital	14	1.00	1.00
Other equity	15	5,371.16	4,593.57
		5,372.16	**4,594.57**
Non-current liabilities			
Financial liabilities			
(i) Borrowings	16	-	8.08
Provisions	17	61.74	48.01
		61.74	**56.09**
Current liabilities			
Financial liabilities			
(i) Borrowings	18	-	45.07
(ii) Trade payables	19		
- to micro enterprises and small enterprises (Refer note v)		81.29	-
- to other than micro enterprises and small enterprises		1,515.49	1,774.78
(iii) other financial liabilities	20	100.65	109.12
Other current liabilities	21	133.54	56.60
Provisions	22	0.99	0.75
Current tax liabilities (net)	23	324.40	205.60
Total current liabilities		**2,156.36**	**2,191.92**
Total liabilities		**2,218.10**	**2,248.01**
Total equity and liabilities		**7,590.26**	**6,842.58**
Summary of significant accounting policies	2		

The accompanying notes 1 to 47 form an integral part of these financial statements.

As per our report of even date.

For Haribhakti & Co. LLP
Chartered Accountants
Firm registration No. 103523W/W100048

Raj Kumar Agarwal
Partner
Membership No.:074715

Place: New Delhi
Date: May 29, 2019

NEW DELHI

For and on behalf of the Board of Directors of
CL Media Private Limited

Satya Narayanan .R
Director
DIN: 00307326

Place: New Delhi
Date: May 29, 2019

Nikhil Mahajan
Director
DIN: 00033404

Place: New Delhi
Date: May 29, 2019

CL Media Private Limited

CL Media Private Limited

Statement of Profit and Loss for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

	Note	Year ended March 31, 2019	Year ended March 31, 2018
Revenue			
Revenue from operations	24	4,546.97	4,033.23
Other income	25	50.89	50.84
Total revenue (I)		**4,597.86**	**4,084.07**
Expenses			
Cost of materials consumed	26	1,172.61	1,138.67
Changes in inventory of finished goods and work-in-progress	27	(6.62)	72.48
Employee benefit expenses	28	691.38	749.50
Finance costs	29	13.38	47.71
Depreciation and amortisation expenses	30	27.93	24.63
Other expenses	31	1,583.55	1,230.74
Total expenses (II)		**3,482.23**	**3,263.73**
Profit before tax (I)-(II)		**1,115.63**	**820.34**
Less: Tax expense for the year			
- Current tax		373.72	248.34
- Deferred tax	43	(36.10)	(32.02)
		337.62	**216.32**
Profit after tax		**778.01**	**604.02**
Other comprehensive income			
Items that will not be reclassified Subsequently to statement of profit or loss			
- Remeasurement of post employment benefit obligations		(0.52)	3.47
- Income tax related to above item		0.14	(0.97)
Other comprehensive income for the year (net of income tax)		(0.38)	**2.50**
Total comprehensive income for the year		**777.63**	**606.53**
Earnings per equity share (in Rs.):			
Nominal value of Rs. 10 each (Previous year Rs. 10 each)			
-Basic & Diluted earning per share	32	7,780.13	6,040.23
Summary of significant accounting policies	2		

The accompanying notes 1 to 47 form an integral part of these financial statements.

As per our report of even date.

For **Haribhakti & Co. LLP**
Chartered Accountants
Firm registration No. 103523W/W100048

Raj Kumar Agarwal
Partner
Membership No.:074715

Place: New Delhi
Date: May 29, 2019

For and on behalf of the Board of Directors of
CL Media Private Limited

Satya Narayanan .R
Director
DIN: 00307326

Place: New Delhi
Date: May 29, 2019

Nikhil Mahajan
Director
DIN: 00033404

Place: New Delhi
Date: May 29, 2019

CL Media Private Limited

Cash Flow Statement for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

		Year ended March 31, 2019	Year ended March 31, 2018
A. Cash flow from operating activities			
Net profit before tax		1,115.63	820.34
Adjustments for:			
Depreciation and amortisation		27.93	24.63
Bad debts written off		104.80	76.67
Finance cost (excluding interest on delayed payment of income tax)		9.85	42.25
Amortisation of loan processing fee		-	1.62
Interest on delayed payment of income tax and statutory dues		3.53	3.84
Liabilities no longer required written back		(23.30)	(7.44)
Interest income		(3.00)	(1.96)
Provision for expected credit loss		38.20	124.31
Other comprehensive income		(0.52)	3.47
Operating profit before working capital changes		**1,273.12**	**1,087.73**
Adjustments for (increase) / decrease in operating assets:			
Non- current financial asset-loans		-	0.25
Inventories		(41.37)	79.04
Trade receivables		(849.63)	(314.01)
Current financial asset-loans		(1.70)	0.70
Other current financial assets		14.00	(24.74)
Other Current Assets		46.71	8.90
Adjustments for increase / (decrease) in operating liabilities:			-
Non-current provisions		13.73	8.84
Trade payables		(154.71)	190.99
Other current financial liabilities		32.79	(16.39)
Other current liabilities		76.94	36.72
Current provisions		0.24	0.09
			-
Cash generated from operations		**410.12**	**1,058.12**
Taxes and interest thereon paid		(258.45)	(300.55)
Net cash used in operating activities	**(A)**	**151.67**	**757.57**
B. Cash flow from investing activities:			
Capital expenditure on fixed assets (including capital work in progress)		(14.77)	(18.63)
Interest income received		3.00	1.96
Investment made in fixed deposits		(240.00)	-
Proceeds from maturity of fixed deposits		240.00	-
Net cash used in investing activities	**(B)**	**(11.77)**	**(16.67)**

Continued on next page....

NEW DELHI

CL Media Private Limited

CL Media Private Limited
Cash Flow Statement for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

....Continued from previous page

C. Cash Flow from financing activities:

Net decrease in Long term borrowings from banks		(47.24)	(89.87)
Repayment to short-term borrowings from related party		(45.07)	(554.81)
Interest and other borrowings costs paid		(11.72)	(138.20)
Net cash (used in)/generated from financing activities	(C)	**(104.03)**	**(782.88)**
Net (decrease)/increase in cash and cash equivalents	(A+B+C)	**35.87**	**(41.98)**
Cash and cash equivalents			
-At beginning of the year		28.72	70.70
Add: Deposits with maturity less than 3 months from balance sheet date		-	-
-At end of the year		**64.59**	**28.72**
Cash and cash equivalents comprise			
Balances with banks:			
- on current accounts		64.59	28.59
Cash on hand		-	0.13
		64.59	**28.72**
Add:			
Fixed deposits shown under other Cash and bank balances			
- Deposits with original maturity for more than 3 months but less than 12 months from the		-	-
Total cash and bank balances at end of the year		**64.59**	**28.72**

Notes :

i. Components of cash and cash equivalents (Refer note 10)

Balances with banks		
- on current accounts	64.59	28.59
- cash on hand	-	0.13
	64.59	**28.72**

ii. Reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities.

Particulars	March 31, 2018	Cash flows	Non cash changes- Fair value changes	March 31, 2019
Short-term borrowings	45.07	(45.07)	-	-
Long term borrowings	55.82	(47.24)	-	8.58

Particulars	March 31, 2017	Cash flows	Non cash changes- Fair value changes	March 31, 2018
Short-term borrowings	599.88	(554.81)	-	45.07
Long term borrowings	144.07	(89.87)	1.62	55.82

iii. The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 Cash Flow Statements.

iv. Notes to the Financials Statements form an integral part of the Cash Flow Statement.

v. Pursuant to the requirements of Section 135 of the Act, the Company has incurred Rs. 38.26 lacs amount on CSR activities during the year ended March 31, 2019.

As per our report of even date.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W / W100048

Raj Kumar Agarwal
Partner
Membership No.: 074715

Place: New Delhi
Date : May 29, 2019

For and on behalf of the Board of Directors of
CL Media Private Limited

Satya Narayanan .R
Director
DIN: 00307326

Place: New Delhi
Date : May 29, 2019

Nikhil Mahajan

Nikhil Mahajan
Director
DIN: 00033404

Place: New Delhi
Date : May 29, 2019

CL Media Private Limited

Statement of changes in equity for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

A. Equity Share capital

Balance as at April 01, 2017	1.00
Change in equity share capital during 2017-18	-
Balance as at March 31, 2018	**1.00**
Change in equity share capital during 2018-19	-
Balance as at March 31, 2019	**1.00**

B. Other Equity

Particulars	Attributable to owners of the company			
	Reserves & Surplus		Remeasurement of defined benefit plans	Total attributable to to owners of the company
	General reserve	Retained Earnings		
Balance as at April 1, 2017	-	**3,984.24**	**2.81**	**3,987.05**
Profit for the year	-	604.02	-	604.02
Other comprehensive Income	-	-	2.50	2.50
Total Comprehensive Income		**604.02**	**2.50**	**606.52**
Balance as at March 31, 2018		**4,588.26**	**5.31**	**4,593.57**
Profit for the year	-	777.97	-	777.97
Other comprehensive Income	-	-	(0.38)	(0.38)
Total Comprehensive Income		777.97	(0.38)	777.59
Balance as at March 31, 2019		5,366.24	4.92	5,371.16

For **Haribhakti & Co. LLP**
Chartered Accountants
Firm registration No. 103523W/W100048

Raj Kumar Agarwal
Partner
Membership No.:074715

Place: New Delhi
Date: May 29, 2019

For **and on behalf of the Board of Directors of**
CL Media Private Limited

Satya Narayanan .R
Director
DIN: 00307326

Place: New Delhi
Date: May 29, 2019

Nikhil Mahajan
Director
DIN: 00033404

Place: New Delhi
Date: May 29, 2019

CL Media Private Limited
Notes to the Financial statements for the period ended March 31, 2019

Reporting Entity

CL Media Private Limited ("the Company") was incorporated on February 01, 2008 with the object of publishing educational content and books and providing advertising services on any form of media. The Company is a 100% subsidiary of CL Educate Limited with all equity shares held through nominee shareholders.

The accompanying financial statements reflect the results of the activities undertaken by the Company during the year period April 01, 2018 to March 31, 2019.

1. Basis of Preparation.

(i) Statement of Compliance:

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

These financial statements were authorised for issue by the Company's Board of Directors on May 29, 2019

The significant accounting policies adopted in the preparation of these financial statements are included in Note 2. These policies have been consistently applied to all the years presented, unless otherwise stated.

(ii) Current and Non-Current Classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act.
Based on the above criteria, the Company has ascertained its accounting cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

(iii) Functional and Presentation Currency

These financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. All amounts have been rounded-off to nearest lacs, unless otherwise stated.

(iv) Basis of Measurement

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

Items	**Measurement basis**
Certain financial assets and liabilities	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

(v) Use of Estimates and Judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following Notes:

- Note no 41: classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the period ending March 31, 2019 is included in the following Notes:

- Note no 3: measurement of useful lives and residual values to property, plant and equipment;
- Note no 4: measurement of useful lives of intangible assets;
- Note no 33: recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of outflow of resources;
- Note no 38: measurement of defined benefit obligations and plan assets: key actuarial assumptions;
- Note no 41: impairment of financial assets.
- Note no 41: fair value measurement of financial instruments including expected credit losses on financial assets.
- Note no 43: recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used

(vi) Measurement of Fair Value

A number of accounting policy and disclosures require measurement of fair value for both financial and non-financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to/ by the Company.

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

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

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

NEW DELHI

CL Media Private Limited

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2. Significant accounting policies

(i) Revenue

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized. The Standard requires apportioning revenue earned from contracts to individual promises, or performance obligations, on a relative stand-alone selling price basis, using a five-step model. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contract. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognized at the date of initial application (i.e. April 1, 2018) and the comparative information in the statement of profit and loss is not restated - i.e. the comparative information continues to be reported under Ind AS 18.

Refer note 2(i) - Significant accounting policies - Revenue recognition in the Annual report of the Company for the year ended March 31, 2018, for the revenue recognition policy as per Ind AS 18.

The company derives its revenue primarily from Sale of Books and Advertising Business.

The Company disaggregates revenue from contracts with customers by industry verticals, geography and nature of services. Entire revenue is generated within Indian geographical boundaries.

Sale of Books & Scrap

Revenue from contract with customers is recognized at the point of time upon transfer of control of promised goods to the customer in an amount that reflects the consideration the Company expects to receive in exchange for those goods i.e. when it is probable that the entity will receive the economic benefits associated with the transaction and the related revenue can be reliably measured. Revenue is recognized at the fair value of the consideration received or receivable, which is generally the contracted price, net of any taxes/duties and discounts considering the impact of variable consideration.

Variable Consideration

If the consideration in a contract includes a variable amount, estimates the amount of consideration to which it will be entitled in exchange for transferring the promised goods or services to a customer.
The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The Company recognizes changes in the estimated amount of variable consideration in the period in which change occurs. Some contracts for the sale of goods provide customers with volume rebates and right to returns which give rise to variable consideration.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer.

Advertisement Income

Revenue from advertising income is recognized over the period of time by measuring progress towards satisfaction of performance obligation for the services rendered as per the terms of the agreement.

HARIBHAKTI & CO. NEW DELHI

CL Media Private Limited

The billing schedules agreed with customers include periodic performance-based payments and / or milestone-based progress payments. Invoices are payable within contractually agreed credit period.

Other Operating Income

Content Development Income

Income from content development is recognized at a point in time when the performance obligation is satisfied, as specified in the agreement entered or any amendments thereto.

Revenue from related parties is recognized based on transaction price which is at arm's length.

Contract Balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section vii(iv) in Financial instruments.

Contract Liabilities (Unearned Revenue)

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Amounts billed and received or recoverable prior to the reporting date for services and such services or part of such services are to be performed after the reporting date are recorded as contract liabilities as per the provisions of the Ind AS-115 and shown in other current liabilities.

Contract Assets (Unbilled Revenue)

Contract Assets is an entity's right to consideration in exchange of goods or service that the entity has transferred to a customer when that right is conditioned on something other than the passage of time.
This is recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Use of significant judgements in revenue recognition: -

- The performance obligation is satisfied at point of time upon delivery of the books and study material. Some contracts provide customers with a right of return and volume rebates which give rise to variable consideration subject to constraint. Accordingly, refund liability towards expected return has been created.

- At the time of entering into the agreement / raising an invoice, performance obligations in the contract are identified. The Company delivers services as per the tenure and terms & condition of the contract. Contracts are of differing natures and sometimes have one specific performance obligation, and on other occasions have multiple performance obligations. Contract Liability has been created towards unsatisfied or partially satisfied performance obligations.

- Contract fulfilment costs are generally expensed as incurred except for certain incentive costs which meet the criteria for deferred. Such costs are expensed over the contractual period or useful life of contract whichever is less. The assessment of these criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

HARIBHAKTI & CO. NEW DELHI ACCOUNTANTS

CL Media Private Limited

(ii) Recognition of Interest Income

Interest Income

Interest income on time deposits is recognized using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

(iii) Property, Plant and Equipment

Recognition and Measurement

Items of property, plant and equipment are measured at cost net of recoverable taxes(wherever applicable), which includes capitalised borrowing costs less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, if any, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in the statement of profit and loss.

Subsequent Expenditure

Subsequent expenditures are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only ifit is probable that future economic benefits associated with the expenditurewill 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 derecognized when replaced.

All other repairs and maintenance are charged to the statement of profit and loss during the reporting year in which they are incurred.

Depreciation Methods, Estimated Useful Lives and Residual Values

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value over their estimated useful lives using the straight-line method and is recognized in the statement of profit and loss.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as under and the same are equal to lives specified as per schedule II of the Act.

The useful lives of the assets are as under:

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the Financial statements for the period ended March 31, 2019

Tangible Assets:	Useful Lives (in years)
Furniture and Fixtures	10
Plant & Machinery	15
Office Equipment	5
Computer Equipment	3
Printing Negative Films	3

Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets. Depreciation on addition to property, plant and equipment is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sold/discarded property, plant and equipment is provided for up to the date of sale, deletion or discard of property, plant and equipments the case may be.

Depreciation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.

(iv) Intangible Assets

An intangible asset is recognized when it is probable that future economic benefit attributable to the asset will flow to the company and where its cost can be reliably measured.

Intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in the statement of profit and loss as incurred.

<u>Amortisation</u>

Amortisation is calculated to write off the cost of intangible assets over their estimated useful lives using the straight-line method and is included in depreciation and amortisation in the statement of profit and loss.

The useful lives of intangible assets are as follows:

Intangible assets:	Useful lives (in years)
License Fees	10
Software	5
Content/Material Development	5

Amortisation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.

Losses arising from the retirement of and gain or losses arising from disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of asset and recognized as income or expense in the statement of profit and loss.

(v) Impairment of Non-Financial Assets

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's or CGU's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of a CGU or an individual assets the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

After impairment, depreciation/amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

(vi) Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

(vii) Financial Instruments

i. Recognition and Initial Measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, transaction costs that are directly attributable to its acquisition or issue, except for an item recognized at fair value through profit and loss. Transaction costs of financial assets carried at fair value through profit and loss are expense in the statement of profit and loss.

ii. Classification and Subsequent Measurement

<u>Financial Assets</u>

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (OCI), or
- Fair value through profit and loss (FVTPL)

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

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

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified to be measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial Assets: Subsequent Measurement and Gains and Losses

Financial Assets at Amortised Cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment are recognized in the statement of profit and loss. Any gain or loss on derecognition is recognized in statement of profit and loss.

Financial Assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognized in the statement of profit and loss.

Debts Investments at FVOCI: These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity Investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

<u>Financial Liabilities: Classification, Subsequent Measurement and Gain and Losses</u>

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in the statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in the statement of profit and loss. Any gain or loss on derecognition is also recognized in the statement of profit and loss.

iii. Offsetting

Financial assets and monetary liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

iv. Derecognition

Financial Assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial Liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.
The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in the statement of profit and loss.

v. Impairment of Financial Instruments:

The company recognises loss allowances for expected credit losses on;

- Financial assets measured at amortised cost and;
- Financial assets measured at FVOCI- debt instruments

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit- impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

- a breach of contract such as a default or being past due for agreed credit period;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Expected Credit Loss:

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than agreed credit period.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or

- the financial asset is past due and not recovered within agreed credit period.

Measurement of Expected Credit Losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).
Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets disclosed in the Balance Sheet.

Write-Off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(viii) Leases:

Determining whether an arrangement contains a lease.

The determination of whether an arrangement is, or contains, a lease is based on the substance of an arrangement at inception date. Whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement

At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for the lease and those for other elements based on their relative fair values.

Where the Company is lessee

Finance Lease

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalised.

A leased asset is depreciated on a straight-line basis over the useful life of the asset as determined by the management or the useful life envisaged in Schedule II to the Act, whichever is lower. However, if there is no reasonable certainty that the Company will obtain the ownership by the end of the lease term, the capitalised asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset, the lease term and the useful life envisaged in Schedule II to the Act.

Operating Lease

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Payments made under operating leases are generally recognized in the statement of profit and loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Lease incentives received are recognized as an integral part of the total lease expense over the term of the lease.

Where the Company is the lessor

Finance Lease

Leases in which the Company transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the Company apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the statement of profit and loss. Initial direct costs are included in the initial measurement of the finance lease receivable and reduces the amount of income recognized over the lease term.

HARIBHAKTI & CO LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

Operating Lease

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the statement of profit and loss on a straight-line basis over the lease term unless such payments are structured to increase in line with expected general inflation.

(ix) Inventories

Raw materials, packaging materials and stores and spare parts are valued at the lower of cost and net realisable value. Cost includes purchase price (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition. In determining the cost, first in first out method is used.

Work in progress, manufactured finished goods and traded goods are valued at the lower of cost and net realisable value. Cost of work in progress and manufactured finished goods is determined on the weighted average basis and comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The comparison of cost and net realisable value is made on an item by item basis.

(x) Employee Benefits

Short Term Employee Benefits:

Short term employee benefit obligations are measured on an undiscounted basis and are expenses off as the related services are provided. Benefits such as salaries, wages, and bonus etc are recognized in the statement of profit and loss in the year in which the employee renders the related service. The liabilities are presented as current employee benefit obligation in the balance sheet.

Long Term Employee Benefits

Defined Contribution Plan: Provident Fund

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and the employer make monthly contributions to the plan at a predetermined rate as per the provisions of The Employees Provident Fund and Miscellaneous Provisions Act, 1952. These contributions are made to the fund administered and managed by the Government of India. The Company has no further obligation under the plan beyond its monthly contributions. Obligations for contribution to defined contribution plan are recognized as an employee benefit expenses in statement of profit and loss in the period during which the related services are rendered by the employees.

Defined Benefit Plan: Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Company provides for retirement benefits in the form of Gratuity, which provides for lump sum payments to vested employees on retirement, death while in service or on termination of employment in an amount equivalent to 15 days basic salary for each completed year of service. Vesting occurs upon

NEW DELHI

CL Media Private Limited

completion of five years of service. Benefits payable to eligible employees of the company with respect to gratuity is accounted for based on an actuarial valuation as at the balance sheet date.

The present value of such obligation is determined by the projected unit credit method and adjusted for past service cost and fair value of plan assets as at the balance sheet date through which the obligations are to be settled. The resultant actuarial gain or loss on change in present value of the defined benefit obligation or change in return of the plan assets is recognized as an income or expense in the other comprehensive income. The Company's obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in the statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The Plan assets of the Company are managed by Life Insurance Corporation of India through a trust managed by the Company in terms of an insurance policy taken on fund obligations with respect to its gratuity plan.

Other Long-Term Benefits: Compensated Absences

Benefits under the Company's compensated absences scheme constitute other employee benefits. The liability in respect of compensated absences is provided based on an actuarial valuation using the Projected Unit Credit Method done by an independent actuary as at the balance sheet date. Actuarial gain and losses are recognized immediately in the statement of profit and loss.

(xi) **Income Tax**

Income tax comprises current and deferred tax. It is recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred Tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

HARIBHAKTI & CO. NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

Deferred tax is also recognized in respect of carried forward tax losses and tax credits. Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;

- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be real.

Minimum Alternate Tax

Minimum Alternative Tax ('MAT') credit entitlement under the provisions of the Income-tax Act, 1961 is recognized as a deferred tax asset when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Company and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Company becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each reporting date and is recognized to the extent that is probable that future taxable profits will be available against which they can be used. Significant management judgement is required to determine the probability of recognition of MAT credit entitlement.

(xii) Contingent Liability, Contingent Asset and Provisions

Contingent Liability

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

Contingent Assets

Contingent assets are possible assets that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Provisions

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

(xiii) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, 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 financial liabilities in the balance sheet.

(xiv) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for events such as bonus issue, share split or consolidation of shares.

For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted into equity shares as at the beginning of the period, unless they have been issued at a later date.

(xv) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

In accordance with Ind AS 108 - Operating Segments, the operating segments used to present segment information are identified on the basis of internal reports used by the Company's Management to allocate resources to the segments and assess their performance.

Segment Earnings Before Interest, Tax and Depreciation ('EBITDA') is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

The operating segments have been identified on the basis of the nature of products/services. Further:

1. Segment revenue includes sales and other income directly identifiable with / allocable to the segment.

2. Expenses that are directly identifiable with / allocable to segments are considered for determining the segment result. Expenses which relate to the Company as a whole and not allocable to segments are included under unallocable expenditure.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the Financial statements for the period ended March 31, 2019

3. Income which relates to the Company as a whole and not allocable to segments is included in unallocable income.

4. Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

The Board of Director(s) are collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. Refer Note37for segment information.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

3. Property, plant and equipment

Particulars	Plant and Machinery	Furniture and Fixtures	Office Equipments	Computers	Printing Negative Films	Total
Cost or deemed cost (gross carrying amount)						
Balance as at April 1, 2017	15.86	0.09	0.10	5.35	-	21.40
Additions for the year	-	-	-	-	-	-
Disposals for the year	-	-	-	-	-	-
Ind AS remeasurements	-	-	-	-	-	-
Balance as at March 31, 2018	**15.86**	**0.09**	**0.10**	**5.35**	**-**	**21.40**
Balance as at April 1, 2018	15.86	0.09	0.10	5.35	-	21.40
Additions for the year	-	-	-	5.57	9.44	15.01
Disposals for the year	-	-	-	-		-
Balance as at March 31, 2019	**15.86**	**0.09**	**0.10**	**10.92**	**9.44**	**36.41**
Balance at April 1, 2017	1.07	0.03	-	1.91	-	3.01
Depreciation for the year	1.24	0.03	-	1.67	-	2.94
impairment loss	-	-	-	-	-	-
Disposals for the year	-	-	-	-	-	-
Balance as at March 31, 2018	**2.31**	**0.06**	**-**	**3.58**	**-**	**5.95**
Accumulated depreciation and impairment losses						
Balance at April 1, 2018	2.31	0.06	-	3.58	-	5.95
Depreciation for the year	1.24	0.02	-	2.16	0.70	4.12
Disposals for the year	-	-	-	-		-
Balance as at March 31, 2019	**3.55**	**0.08**	**-**	**5.74**	**0.70**	**10.07**
Carrying amount (net)						
As at March 31, 2018	**13.55**	**0.03**	**0.10**	**1.77**	**-**	**15.45**
As at March 31, 2019	**12.31**	**0.01**	**0.10**	**5.18**	**8.74**	**26.34**

Notes:

i. There are no impairment losses recognised during the year.

ii. There are no exchange differences adjusted in property, plant & equipment.

iii. Refer note 30 for depreciation.

iv. Previously, company use to expense off printing negative films used in publishing books & study materials. But from October'18 onwards, Company has adopted policy of capitalizing them & depreciating over a estimated useful life of 3 years over straight-line method.

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

4. Intangible assets

Particulars	Computer Software	License fees Refer Note (i)	Content/Material Development Refer Note (ii)	Total
Cost or deemed cost (gross carrying amount)				
Balance as at April 1, 2017	1.70	89.99	30.24	121.93
Additions for the year	-	-	1.14	1.14
Disposals for the year	-	-	-	-
Balance as at March 31, 2018	**1.70**	**89.99**	**31.38**	**123.07**
Balance as at April 1, 2018	1.70	89.99	31.38	123.07
Additions for the year	-	-	17.08	17.08
Disposals for the year	-	-	-	-
Balance as at March 31, 2019	**1.70**	**89.99**	**48.46**	**140.15**
Accumulated amortisation				
Balance as at April 1, 2017	0.26	15.03	3.95	19.24
Amortisation for the year	0.34	15.03	6.32	21.69
Disposals for the year	-	-	-	-
Balance as at March 31, 2018	**0.60**	**30.06**	**10.27**	**40.93**
Balance as at April 1, 2018	0.60	30.06	10.27	40.93
Amortisation for the year	0.34	15.01	8.46	23.81
Disposals for the year	-	-	-	-
Balance as at March 31, 2019	**0.94**	**45.07**	**18.73**	**64.74**
Carrying amount (net)				
As at March 31, 2018	**1.10**	**59.93**	**21.11**	**82.14**
As at March 31, 2019	**0.76**	**44.92**	**29.73**	**75.41**

Note:

i. License fee represent the arrangement between author and publisher to use its content in publication of books and titles that useful for different examination. Amortisation is calculated to write off the cost of content over their estimated useful life (range 1 to 10 years) using the straight-line method.

ii. Content is core to publishing the test preparation books and other competitive exam books and is an intellectual property. It includes content in form of books, questions and solutions and analysis of test papers. Amortisation is calculated to write off the cost of content over their estimated useful life (range 1 to 5 years) using the straight-line method.

iii. There are no exchange differences adjusted in intangible assets.

iv. The company has not carried out any revaluation of intangible assets for the year ended March 31, 2019 and year ended March 31, 2018.

v. Refer note 30 for amortisation.

vi. Details of internally generated intangible assets are as below:

Particulars	Content/Material Development
Cost or deemed cost (gross carrying amount)	
Balance as at April 1, 2017	30.24
Additions for the year	1.14
Disposals for the year	-
Balance as at March 31, 2018	**31.38**
Balance as at April 1, 2018	31.38
Additions for the year	17.08
Disposals for the year	-
Balance as at March 31, 2019	**48.46**
Accumulated amortisation	
Balance as at April 1, 2017	3.95
Amortisation for the year	6.32
Disposals for the year	-
Balance as at March 31, 2018	**10.27**
Balance as at April 1, 2018	10.27
Amortisation for the year	8.46
Disposals for the year	-
Balance as at March 31, 2019	**18.73**
Carrying amount (net)	
As at March 31, 2018	**21.11**
As at March 31, 2019	**29.73**

HARIBHAKTI & CO. LLP * NEW DELHI * CHARTERED ACCOUNTANTS

CL Media Private Limited

5. Deferred tax liabilities/ assets

	As at March 31, 2019	As at March 31, 2018
Net deferred tax assets (Refer note 43)	607.44	571.20
	607.44	**571.20**

In assessing the realisability of deferred tax assets, management considers whether it is reasonable, that some portion, or all, of the deferred tax assets will be realised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the year in which the temporary differences become deductible.

6. Non current (tax) assets

	As at March 31, 2019	As at March 31, 2018
Advance income tax and tax deducted at source (net of provision of Rs. 598.23 lacs (March 31, 2018: Rs. 598.23 lacs)	120.38	120.38
	120.38	**120.38**

7. Other non current assets

	As at March 31, 2019	As at March 31, 2018
Capital advances	-	0.09
	-	**0.09**

8. Inventories

	As at March 31, 2019	As at March 31, 2018
Valued at lower of cost or net realisable value		
Raw materials	19.61	35.09
Finished goods	1.49	1.56
Work in progress	6.69	-
Right to return assets (Refer note iv)	50.23	-
	78.02	**36.65**

Note:-

i. All inventories categories represent text books.
ii. Includes raw materials lying with third parties March 31, 2019: Rs. 19.61 lacs, March 31, 2018: Rs. 35.09 lacs.
iii. Includes work-in-progress lying with third parties March 31, 2019: Rs. 6.69 lacs, March 31, 2018: Rs. Nil.
iv. For explanation regarding Right to return assets, (Refer note 26(ii))

9. Trade receivables

	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good unless stated otherwise		
Considered good- Secured	-	-
Considered good- Unsecured	6,584.58	5,877.95
Credit Impaired	232.77	194.57
	6,817.35	**6,072.52**
Less: Allowance for Credit impairment	232.77	194.57
	6,584.58	**5,877.95**
Of the above, trade receivables from related parties are as below:		
Total trade receivables from related parties (Refer note v)	5,415.78	4,816.45
	5,415.78	**4,816.45**

Notes:

i. The Company has measured Expected Credit Loss of trade receivable based on simplified approach as per Ind AS 109 "Financial Instruments" except bulk customer and other. (Refer note no 41).
ii. For explanation on the Company credit risk management process (Refer Note no. 41).
iii. Trade receivables are non interest bearing and are normally received in normal operating cycle.
iv. No Trade or other receivable are due from director or other officer of the Company and firms or private companies in which any director is a partner, a director or a member either jointly or severally with other persons except as stated above.
v. For terms and condition of trade receivable owing from related parties (Refer note 39).

HARIBHAKTI & CO. LLP * NEW DELHI * CHARTERED ACCOUNTANTS

CL Media Private Limited *

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

10. Cash and cash equivalents

	As at March 31, 2019	As at March 31, 2018
Balances with banks		
- on current accounts	64.59	28.59
- cash on hand	-	0.13
	64.59	**28.72**

Notes:

i. For explanation on the Company risk management process(Refer note 41)

11. Current financial asset-loans

	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good unless stated otherwise		
Security deposits	0.50	-
Loan to Employee	1.20	-
	1.70	-

Notes:

i. For explanation on the Company risk management process (Refer note 41)

12. Other current financial assets

	As at March 31, 2019	As at March 31, 2018
Other receivable	20.13	34.13
	20.13	**34.13**
Of the above, other receivables from related parties are as below:		
Total other receivables from related parties (Refer note 39)	15.59	29.16
	15.59	**29.16**

Notes:

i. For explanation on the Company risk management process (Refer note 41)

13. Other current assets

	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good, unless otherwise stated		
Advance to suppliers	7.71	13.18
Prepaid expenses	-	3.92
Goods & Services tax credit receivable	-	41.27
Deferred Contract Cost*	3.96	-
	11.67	**58.37**

*Deferred Contract Cost is the upfront cost (employees incentives) required to bring a contract that will be amortized over the terms of contract.

HARIBHAKTI & CO. LLP NEW DELHI ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

14. Equity share capital

a. The Company has only one class of share capital having a par value of Rs. 10 per share, referred to herein as equity shares.

	As at March 31, 2019	As at March 31, 2018
Authorised Shares		
10,000 (March 31, 2018: 10,000) equity shares of Rs. 10 each fully paid up	1.00	1.00
Issued, subscribed and fully paid-up shares		
10,000 (March 31, 2018: 10,000) equity shares of Rs. 10 each fully paid up	1.00	1.00
	1.00	**1.00**

b. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.

Equity Shares	Year ended March 31, 2019		Year ended March 31, 2018	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	10,000	1.00	10,000	1.00
Shares outstanding at the end of the year	**10,000**	**1.00**	**10,000**	**1.00**

-During the year, the company has neither issued nor bought back any shares

c. Terms/rights attached to equity share

Voting
Each holder of equity shares is entitled to one vote per share held.

Dividends
The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current year and previous year.

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

d. Shares held by holding/ ultimate holding company and/ or their subsidiaries/associates

	Nature of Relationship	As at March 31, 2019		As at March 31, 2018	
		Number	% of Holding	Number	% of Holding
Equity shares of Rs. 10 each fully paid up held by CL Educate Limited (Holding Company)	Holding Company	10,000	100.00%	10,000	100.00%

-As per record of the company, including its register of shareholder/members, the above shareholding represents both legal and beneficial ownership of the shares.

e. Detail of shareholders holding more than 5% of equity share of the Company

Name of shareholder	As at March 31, 2019		As at March 31, 2018	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Equity shares of Rs. 10 each fully paid up held by :-				
-Nikhil Mahajan (as nominee of CL Educate Limited)	5,000	50%	5,000	50%
-Satya Narayanan R (as nominee of CL Educate Limited)	5,000	50%	5,000	50%

f. No class of shares have been allotted as fully paid up pursuant to contract(s) without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back during the period of five years immediately preceding the balance sheet date.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

15. Other equity

	As at March 31, 2019	As at March 31, 2018
Surplus in the Statement of Profit and Loss		
Opening balance	4,588.26	3,984.24
(+) Net profit for the year	777.97	604.02
Closing balance (A)	**5,366.23**	**4,588.26**
Other comprehensive income		
Opening balance	5.31	2.81
Add: other comprehensive income for the year	(0.38)	2.50
Closing balance (B)	**4.93**	**5.31**
Total other equity (A+B)	**5,371.16**	**4,593.57**

16. Borrowings

	Non-current portion	
	As at March 31, 2019	As at March 31, 2018
Term Loan, unsecured		
Loans from banks (Refer note i)	-	0.14
Loans from financial institutions (Refer note i)	-	8.69
Less: Interest accrued but not due on borrowings	-	(0.75)
Net amount	-	**8.08**

	Current portion	
	As at March 31, 2019	As at March 31, 2018
Term Loan, unsecured		
Loans from banks (Refer note i)	-	10.67
Loans from financial institutions (Refer note i)	8.58	37.07
Less: Amount disclosed under the head "other current financial liabilities" (Refer note 20)	(8.58)	(47.74)
Net amount	-	-

Notes :

i. Company has taken working capital term loans from a bank/financials institutions. Details of interest rate, tenure and repayment of the said loan are as follows:

For amount outstanding as at March 31, 2019

Name of financial institutions	Loan taken Rs. In lacs	Rate of Interest	Tenure	Date of first EMI	EMI Rs. In lacs
Capital First Limited	40.00	18.50%	36 Months	05-Oct-16	1.46

For amount outstanding as at March 31, 2018

Name of bank	Loan taken Rs. In lacs	Rate of Interest	Tenure	Date of first EMI	EMI Rs. In lacs
Ratnakar Bank Limited	35.00	19.00%	36 Months	05-Jan-16	1.28

Name of financial institutions	Loan taken Rs. In lacs	Rate of Interest	Tenure	Date of first EMI	EMI Rs. In lacs
Edelweiss Retail Finance Limited	30.00	18.50%	36 Months	05-Mar-16	1.09
Capital First Limited	40.00	18.50%	36 Months	05-Oct-16	1.46
IIFL	35.00	19.50%	24 Months	03-Nov-16	1.77

ii. Loan amounting to Rs. 8.28 Lacs (March 31,2018: Rs. 34.38 lacs) have been guaranteed by the directors of the company.

HARI BHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

17. Long term provisions

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits (Refer note 38)		
Gratuity	25.67	16.78
Leave encashment	36.07	31.23
	61.74	48.01

18. Current borrowings

	As at March 31, 2019	As at March 31, 2018
Unsecured		
Loans repayable on demand from related parties(Refer note i)	-	45.07
	-	45.07

Notes:

i. Unsecured loans from related parties represent loans taken from fellow subsidiary.

ii. Loan taken from fellow subsidiary carries an interest rate of 12.50% p.a payable on maturity. The entire loan has been repaid by December 31, 2018 along with all interest due thereon.

iii. For explanation on the Company liquidity risk management process (Refer note 41).

19. Trade payables

	As at March 31, 2019	As at March 31, 2018
Trade payable		
- to micro enterprises and small enterprises (Refer note v)	81.29	-
- to other than micro enterprises and small enterprises	1,515.49	1,774.78
	1,596.78	1,774.78

Of the above, trade payable towards related parties are as below:

Total trade payable towards related parties (Refer note 39)	1,000.59	1,106.65
	1,000.59	1,106.65

Notes:

i. Includes acceptance of Rs. Nil (March 31, 2018: Rs. Nil) on account of letter of credit facilities utilised by various parties during the year.

ii. Trade payables are non interest bearing and are normally settled in normally settled in normal trade cycle.

iii. For explanation on the Company liquidity risk management process (Refer note 41)

iv. For terms and conditions with related parties (Refer note 39)

v. For the purpose of disclosure under clause 22 of chapter V of MSMED Act 2006 (Refer note 36)

20. Other current financial liabilities

	As at March 31, 2019	As at March 31, 2018
Current maturities of non current borrowings (Refer note 16)	8.58	47.74
Interest accrued but not due on borrowings	0.11	1.97
other payable:-		
Payable for property, plant and equipment		
- to others	-	0.24
Employee related payables	91.96	59.17
	100.65	109.12

Notes:

i. For explanation on the Company liquidity risk management process (Refer note 41)

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited

Notes to the financial statements for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

21. Other current liabilities

	As at March 31, 2019	As at March 31, 2018
Statutory dues payable	21.16	54.42
Advance from customers	-	2.18
Contract Liabilities arising out of unearned revenue (Refer note 24 (v))	17.61	-
Refund Liability created against right to return (Refer note 24 (iv))	94.77	-
	133.54	**56.60**

22. Short term provisions

	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits (Refer note 38)		
Gratuity	0.44	0.28
Leave encashment	0.55	0.47
	0.99	**0.75**

23. Current tax liabilities (net)

	As at March 31, 2019	As at March 31, 2018
Provision for income tax (net of advance tax & tax deducted at source of Rs. 651.03 lacs (March 31, 2018: Rs. 400.15 lacs))	324.40	205.60
	324.40	**205.60**

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

24. Revenue from operations

	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from operations		
Sale of books and study material (Refer note i, ii, iii & iv)	2,168.22	2,423.70
Income from advertisement services (Refer note v)	2,102.75	1,369.53
	4,270.97	3,793.23
Other operating Revenue		
Content development and maintenance fees (Refer note iii)	276.00	240.00
	276.00	240.00
Total	4,546.97	4,033.23

Note

i. The Company is engaged in publishing of educational content and books which are subject to nil rate of GST.

ii. The revenue from sale of books are net off rebate and discounts.

iii. It includes revenue from Related Party (Refer note 39).

iv. **Reconciliaion of revenue recognised with contracted price is as follows:-**

	Year ended March 31, 2019
Contracted Price	3,278.69
Reduction towards variable consideration components*	
-on account of volume discount	(53.15)
-on account of returns	(1,057.32)
Revenue Recognised during the year	2,168.22

*Reduction towards variable consideration components on account of returns includes Rs. 94.77 lacs towards expected returns against which refund liability has been created. (Refer note 21) The cost component of expected returns has been shown as right to return assets under inventory.

v. **Changes in contract liablities are as follows:-**

	Year ended March 31, 2019
Balance at the beginning of the year	35.57
Revenue recognised that was deducted from trade receivables as unearned revenue balance at the beginning of the year	(35.57)
Increase due to invoicing during the year,excluding	17.61
Balance at the end of the year	17.61

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied)

	Year ended March 31 , 2019
Within one year	17.61
More than one year	-

25. Other income

	Year ended March 31, 2019	Year ended March 31, 2018
Interest income on fixed deposits	3.00	1.96
Liabilities no longer required written back	23.30	7.44
Subscription income	-	41.36
Scrap Sales	17.66	-
Miscellaneous income	6.93	0.08
	50.89	50.84

26. Cost of materials consumed

A. Raw material consumed

	Year ended March 31, 2019	Year ended March 31, 2018
Inventory at the beginning of the year	35.09	41.65
Add: Purchases during the year (Refer note i)	569.19	656.18
	604.28	697.83
Less: Impact of right to retun assets (Refer note ii)	50.23	-
Less: Inventory at the end of the year	19.61	35.09
Sub-total (A)	534.44	662.74

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

(All amounts are Rupees in lacs unless otherwise stated)

B. Cost of materials consumed

	Year ended March 31, 2019	Year ended March 31, 2018
Printing cost	627.49	454.74
Binding and cover pasting charges	8.64	16.61
Packing material consumed	-	0.66
Content editing and typing charges	2.04	3.92
Sub-total (B)	**638.17**	**475.93**
Total (A+B)	**1,172.61**	**1,138.67**

Notes:

i. **Details of purchases are as follows:**

	Year ended March 31, 2019	Year ended March 31, 2018
Paper	567.10	653.96
Lamination material	2.09	2.23
	569.19	**656.18**

ii. Right to return assets indicates the cost component of expected returns recognised. (Refer note 24 (iv))

27. Changes in inventories of finished goods and work-in progress

	Year ended March 31, 2019	Year ended March 31, 2018
Inventories at the beginning of the year		
-Finished goods	1.56	0.91
-Work-in-progress	-	73.13
	1.56	**74.04**
Less: Inventories at the end of the year		
-Finished goods	1.49	1.56
-Work-in-progress	6.69	-
	8.18	**1.56**
Net decrease/(increase)	**(6.62)**	**72.48**

28. Employee Benefit Expenses

	Year ended March 31, 2019	Year ended March 31, 2018
Salary, wages, bonus and other benefits	642.47	708.38
Leave encashment expense (Refer note 38)	8.16	4.98
Gratuity expense (Refer note 38)	9.30	9.22
Contribution to provident and other funds (Refer note 38)	24.63	25.16
Staff welfare expenses	6.82	1.76
	691.38	**749.50**

29. Finance cost

	Year ended March 31, 2019	Year ended March 31, 2018
Interest expense on financial liabilities measured at amortised cost	5.61	20.47
Interest expense:		
- on short term borrowings from related parties	4.24	16.75
- on delay in payment of income tax	3.31	3.81
- on delay in payment of statutory dues	0.22	0.03
Other borrowing costs	-	6.65
	13.38	**47.71**

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

30. Depreciation and amortisation expenses

	Year ended March 31, 2019	Year ended March 31, 2018
Depreciation of tangible assets (Refer note 3)	4.12	2.94
Amortisation of intangible assets (Refer note 4)	23.81	21.69
	27.93	24.63

31. Other expenses

	Year ended March 31, 2019	Year ended March 31, 2018
Freight and cartage outward	22.92	20.59
Retainership fee	47.41	16.09
Legal and professional charges(Refer note i)	12.50	10.18
Rates and Taxes	0.44	2.28
Equipment rentals and other hire charges	0.27	1.87
Travelling and conveyance expenses	39.97	47.16
Marketing research expenses	17.12	14.76
Repairs:		
Machinery	0.05	0.81
Others	0.80	2.87
Office administration expenses	36.59	32.40
Advertisement support services	973.21	526.27
Content development cost	-	0.77
Lease rent charges (Refer note 35)	13.98	67.86
Business promotion expenses	204.07	259.55
Communication expenses	1.70	0.10
Insurance expenses	4.39	2.29
Bad debts written off	104.80	76.67
Provision for expected credit loss (Refer note 41)	38.20	124.31
Donation	5.05	-
CSR Expense	38.26	-
Commission to non -executive director	-	5.07
Advances written off	2.91	-
Miscellaneous expenses	18.91	18.84
	1,583.55	1,230.74

Notes:

i. **Remuneration to Auditor (excluding taxes)**

	Year ended March 31, 2019	Year ended March 31, 2018
Statutory Audit	4.50	5.50
Special Purpose Audit Fee	1.75	-
Out of Pocket Expenses	0.41	0.50
	6.66	6.00

32. Disclosure as per Ind AS 33 on 'Earnings per Share'

	Year ended March 31, 2019	Year ended March 31, 2018
Basic and diluted earnings per share		
Basic & Diluted earnings per share (Refer note i & ii)	7,780.13	6,040.23
Nominal value per share	10.00	10.00
i. Profit attributable to equity shareholders		
Profit for the year	778.01	604.02
Profit attributable to equity shareholders	778.01	604.02
ii. Weighted average number of shares used as the denominator		
Opening balance of issued equity shares	10,000	10,000
Effect of shares issued during the year, if any	-	-
Weighted average number of equity shares for Basic and Diluted EPS	10,000	10,000

At present, the Company does not have any dilutive potential equity share.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

(All amounts are Rupees in lacs unless otherwise stated)

33. Contingent liabilities

There are no contingent liabilities as at March 31, 2019; (March 31, 2018 Rs. Nil).

34. Commitments

There are no capital or other material commitments as at March 31, 2019 ; (March 31, 2018 Rs. Nil).

35. Leases

The Company is a lessee under operating lease of two premises. The lease terms of premises range from 1 to 2 years and accordingly are short term leases. The Company has not executed any non-cancellable operating leases.

	Year ended March 31, 2019	Year ended March 31, 2018
Amount recognised in statement of profit and loss		
Lease expense- Minimum Lease Payments	13.98	67.86
	13.98	**67.86**

36. Disclosure relating to suppliers registered under Micro, Small and Medium Enterprise Development Act, 2006:

	As at March 31, 2019	As at March 31, 2018
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting year included in-	-	-
Principal amount due to micro and small enterprises	81.29	-
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006.	-	-

(All amounts are Rupees in lacs unless otherwise stated)

37. Segment reporting

A. Basis for Segmentation

An operating segment is a component that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the other components, and for which discrete financial information is available.

The board of directors have been identified as the Chief Operating Decision Maker ('CODM'), since they are responsible for all major decision w.r.t. the preparation and execution of business plan, preparation of budget, planning, expansion, alliance, joint venture, merger and acquisition, and expansion of any facility.

The following summary describes the operations in each of the Group's reportable segments:

Reportable segments

a) Publishing of books

b) Media related services

The Company's board reviews the results of each segment on a quarterly basis. The company's board of directors uses Earning Before Interest, Tax and Depreciation ('EBITDA') to assess the performance of the operating segments.

B. Information about reportable segments

Information related to each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the board of directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

Year ended March 31, 2019

Particulars	Reportable Segments		
	Publishing of books	Media related services	Total
Segment Revenue			
External revenue	2,444.22	2,102.75	4,546.97
Inter-segment revenue	-	-	-
Total Segment Revenue	2,444.22	2,102.75	4,546.97
Segment profit/(loss) before income tax	813.28	441.20	1,254.48
Depreciation and amortisation	25.06	-	25.06
	788.22	441.20	1,229.42
Segment assets	5,204.83	1,565.90	6,770.73
Segment assets include:			
Capital expenditure during the year	17.08	-	17.08
Segment liabilities	712.63	1,152.24	1,864.87

Year ended March 31, 2018

Particulars	Reportable Segments		
	Publishing of books	Media related services	Total
Segment Revenue			
External revenue	2,543.70	1,489.53	4,033.23
Inter-segment revenue	-	-	-
Total Segment Revenue	2,543.70	1,489.53	4,033.23
Segment profit/(loss) before income tax	875.03	137.46	1,012.49
Depreciation and amortisation	22.59	-	22.59
	852.44	137.46	989.90
Segment assets	4,729.01	1,284.08	6,013.10
Segment assets include:	-	-	-
Capital expenditure during the year	1.13	17.50	18.63
Segment liabilities	566.83	1,269.31	1,836.14

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

C. Reconciliations of information on reportable segments

	Year ended March 31, 2019	Year ended March 31, 2018
i. Revenues		
Total revenue for reportable segments	4,546.97	4,033.23
Revenue	**4,546.97**	**4,033.23**
ii. Profit before tax		
Total profit before tax for reportable segments	1,229.42	1,012.49
Unallocated amounts:		
Corporate expenses	(151.30)	(195.29)
Interest revenue	3.00	1.96
Other income	47.89	48.88
Interest expense	(13.38)	(47.71)
Profit from continuing operation before tax	**1,115.63**	**820.33**
iii. Assets		
Total assets for reportable segments	6,770.73	6,013.10
Unallocated amounts	819.53	829.48
Total assets	**7,590.26**	**6,842.58**
iv. Liabilities		
Total liabilities for reportable segments	1,864.87	1,836.14
Unallocated amounts	353.23	411.88
Total liabilities	**2,218.10**	**2,248.02**

v. Other material items

Year ended March 31, 2019	Reportable segment total	Others	Total
Interest revenue	-	3.00	3.00
Interest expense	-	13.38	13.38
Capital expenditure during the year	17.08	15.01	32.09
Depreciation and amortisation expense	25.06	2.87	27.93

Year ended March 31, 2018	Reportable segment total	Others	Total
Interest revenue	-	1.96	1.96
Interest expense	-	47.71	47.71
Capital expenditure during the year	18.63	-	18.63
Depreciation and amortisation expense	22.59	2.04	24.63

vi. Information about geographical areas

Company operates under single geographic location, there are no separate reportable geographical segments.

vii. Information about major customers (from external customers)

The Company derives revenues from the following customers which amount to 10 per cent or more of an entity's revenues:

Customer	Year ended March 31, 2019	Year ended March 31, 2018
CL Educate Limited	1,506.44	1,245.68
G.K. Publications Private Limited	1,275.70	1,416.23

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

38. Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

A. Defined contribution plans:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and EDLI, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

	Year ended March 31, 2019	Year ended March 31, 2018
Contribution to provident fund (Refer note 28)	23.89	23.94

B. Defined benefit plan:

Gratuity

The Company operates a post-employment defined benefit plan for Gratuity. This plan entitles an employee to receive half month's salary for each year of completed service at the time of retirement/exit. The Company contributes to a trust set up by the Company which further contributes to a policy taken from the Life Insurance Corporation of India.

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

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31st March 2019. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. The following table set out the status of the defined benefit obligation

	As at March 31, 2019	As at 31 March 2018
Net defined benefit liability		
Liability for Gratuity	26.11	17.06
Total employee benefit liabilities	26.11	17.06
Non-current	25.67	16.78
Current	0.44	0.28

B. Reconciliation of the net defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

	Year ended March 31, 2019			Year ended March 31, 2018		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance at the beginning of the year	29.61	12.55	17.06	24.67	12.73	11.94
Included in profit or loss				-	-	
Adjustment acquisition Out	(0.27)	-	(0.27)	-	-	-
Adjustment acquisition In	0.57	-	0.57	-	-	-
Current service cost	7.97	-	7.97	8.30	-	8.30
Interest cost (income)	2.31	-	2.31	1.90	-	1.90
	10.58	-	10.58	10.20	-	10.20
Included in OCI						
Remeasurements loss (gain)						
- Actuarial loss (gain) arising from:						
- financial assumptions	0.59	-	0.59	(0.43)	-	(0.43)
- experience adjustment	(0.16)	-	(0.16)	(3.11)	-	(3.11)
Return on plan assets excluding interest income	-	0.65	(0.65)	-	0.54	(0.54)
	0.43	0.65	(0.22)	(3.54)	0.54	(4.08)
Other						
Contributions paid by the employer	-	1.30	(1.30)	-	1.00	(1.00)
Benefits paid	(4.14)	(4.14)	-	(1.72)	(1.72)	-
	(4.14)	(2.86)	(1.30)	(1.72)	(0.72)	(1.00)
Balance at the end of the year	**36.46**	**10.35**	**26.11**	**29.61**	**12.55**	**17.06**

Expenses recognised in the Statement of profit and loss

	Year ended March 31, 2019	Year ended March 31, 2018
Service cost	7.97	8.30
Net interest cost	1.33	0.92
	9.30	**9.22**

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited

Notes to the financial statements for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

C. Plan assets

Plan assets comprises of the following:

	As at March 31, 2019	% of Plan assets	As at March 31, 2018	% of Plan assets
Funds managed by insurer	10.35	100%	12.55	100%

On an annual basis, an asset-liability matching study is done by the Company whereby the Company contributes the net increase in the actuarial liability to the plan manager in order to manage the liability risk.

D. Actuarial assumptions

a) Economic assumptions

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation aaumptions are as follows which have been selected by the company.

	As at March 31, 2019	As at March 31, 2018
Discount rate	7.66%	7.80%
Expected rate of future salary increase	8.00%	8.00%

The discount rate has been assumed at March 31, 2019: 7.66% (March 31, 2018: 7.80%) which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

b) Demographic assumptions

	As at March 31, 2019	As at March 31, 2018
i) Retirement age (years)	58	58
ii) Mortality rates inclusive of provision for disability	100% of IALM (2006-08)	
iii) Ages	Withdrawal rate (%)	Withdrawal rate (%)
Upto 30 years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%

E. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have

	As at March 31, 2019		As at March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	(2.13)	2.33	(1.94)	2.13
Future salary growth (0.50% movement)	2.31	(2.14)	2.11	(1.94)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Sensitivities due to mortality and withdrawals are not material and hence impact of change not calculated.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

F. Expected maturity analysis of the defined benefit plans in future years

Particulars	As at March 31, 2019	As at March 31, 2018
Duration of defined benefit obligation		
Less than 1 year	0.44	0.28
Between 1-2 years	0.46	0.35
Between 2-5 years	2.14	1.76
Over 5 years	33.42	27.22
Total	**36.46**	**29.61**

Expected contributions to post-employment benefit plans for the year ending March 31, 2019 are Rs. 12.34 lacs(March 31, 2018 are Rs. 11.35 lacs).
The weighted average duration of the defined benefit plan obligation at year ending March 31, 2019 is 18.57 years (March 31, 2018: 18.78 years).

(ii) Other long-term employee benefits:

The company provides for compensated absences to its employees. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service year or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the year in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such year, the benefit is classified as a long-term employee benefit. During the year ended March 31, 2019, the Company has incurred an expense on compensated absences amounting to Rs. 8.16 lacs (March 31, 2018: Rs. 4.98 lacs). The Company determines the expense for compensated absences basis the actuarial valuation of plan assets and the present value of the obligation, using the Projected Unit Credit Method.

A. The following table set out the status of the defined benefit obligation

	As at March 31, 2019	As at 31 March 2018
Net defined benefit liability		
Liability for Leave encashment	36.62	31.70
Total employee benefit liabilities	36.62	31.70
Current	0.55	0.47
Non -current	36.07	31.23

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

(All amounts are Rupees in lacs unless otherwise stated)

B. Reconciliation of the net defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

	Year ended March 31, 2019			Year ended March 31, 2018		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance at the beginning of the year	31.70	-	31.70	27.89	-	27.89
Included in profit or loss				-		-
Acquisition adjustment Out	(0.18)	-	(0.18)	-	-	-
Acquisition adjustment In	0.31	-	0.31	-	-	-
Current service cost	7.74	-	7.74	9.35	-	9.35
Interest cost (income)	2.47	-	2.47	2.15	-	2.15
	10.34	-	10.34	11.50	-	11.50
Included in OCI						
Remeasurements loss (gain)						
- Actuarial loss (gain) arising from:						
- financial assumptions	0.44	-	0.44	(0.35)	-	(0.35)
- experience adjustment	(2.49)	-	(2.49)	(6.17)	-	(6.17)
Return on plan assets excluding interest income				-	-	-
	(2.05)	-	(2.05)	(6.52)	-	(6.52)
Other						
Contributions paid by the employer	-	-	-	-	-	-
Benefits paid	(3.37)	-	(3.37)	(1.17)	-	(1.17)
	(3.37)	-	(3.37)	(1.17)	-	(1.17)
Balance at the end of the year	**36.62**	-	**36.62**	**31.70**	-	**31.70**

Expenses recognised in the Statement of profit and loss	Year ended March 31, 2019	Year ended March 31, 2018
Service cost	7.74	9.35
Net interest cost	2.47	2.15
Actuarial (gain)/loss	(2.05)	(6.52)
	8.16	**4.98**

C. Actuarial assumptions

a) Economic assumptions

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation aaumptions are as follows which have been selected by the company.

	As at March 31, 2019	As at March 31, 2018
Discount rate	7.66%	7.80%
Expected rate of future salary increase	8.00%	8.00%

The discount rate has been assumed at March 31, 2019: 7.66% (March 31, 2018: 7.80%) which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

HARIBHAKTI & CO. LLP * NEW DELHI * CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

b) Demographic assumptions

	As at March 31, 2019	As at March 31, 2018
i) Retirement age (years)	58	58
ii) Mortality rates inclusive of provision for disability	100% of IALM (2006-08)	
iii) Ages	Withdrawal rate (%)	Withdrawal rate (%)
Upto 30 years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%

E. Sensitivity analysis
Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have

	As at March 31, 2019		As at March 31, 2018	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	(1.54)	1.65	(1.51)	1.62
Future salary growth (0.50% movement)	1.64	(1.54)	1.61	(1.52)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Sensitivities due to mortality and withdrawals are not material and hence impact of change not calculated.
Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

Description of Risk Exposures:
Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -
A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

F. Expected maturity analysis of the defined benefit plans in future years

Particulars	As at March 31, 2019	As at March 31, 2018
Duration of defined benefit obligation		
Less than 1 year	0.55	0.47
Between 1-2 years	0.63	0.53
Between 2-5 years	2.22	1.81
Over 5 years	33.22	28.89
Total	**36.62**	**31.70**

Expected contributions to post-employment benefit plans for the year ending March 31, 2019 is Rs. 11.98 lacs(March 31, 2018: Rs. 12.40 lacs).
The weighted average duration of the defined benefit plan obligation at the end of the reporting year is 18.57 years (March 31, 2018: 18.78 years).

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

39. Related Party Disclosure

In accordance with the requirements of Ind AS 24 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are:

(a) List of related parties

(i) Related parties where control exists:

Relationship	Name of related party	Ownership Control	
		March 31, 2019	March 31, 2018
Holding Company	CL Educate Limited	100%	100%

(ii) Other related parties with whom transactions have taken place:

Relationship	Name of related party
Fellow subsidiaries	1. Kestone Integrated Marketing Services Private Limited, India 2. G.K. Publications Private Limited, India 3. Career Launcher Education, Infrastructure and Services Limited 4. Accendere Knowledge Management Services Private Limited 5. ICE Gate Educational Institute Private Limited
Enterprises in which key management personnel and their relatives are able to exercise significant influence	1. Career Launcher Education Foundation, India 2. CL Media Employee Gratuity Trust
Key Management Personnel	1. Mr. Satya Narayanan Ramakrishnan (Non-Executive Director & Shareholder) 2. Mr. Gautam Puri (Non-Executive Director) 3. Mr. Nikhil Mahajan (Non-Executive Director & Shareholder) 4. Mr. Shiva Kumar Ramachandran (Whole Time Director)
Relative of Key Management Personnel	1. Mr. R Sreenivasan (Brother of Mr. Satya Narayanan Ramakrishnan)

(b) Details of related party transactions are as below:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
1. Revenue from operations		
a. Sale of books and study material (Gross of returns)		
- CL Educate Limited	1,052.66	1,005.68
- G.K Publications Private Limited	2,220.90	2,123.29
- ICE Gate Educational Institute Pvt. Ltd.	11.29	-
b. Sale return & discounts		
- G.K Publications Private Limited	945.20	707.06
c. Content development and maintenance fee		
- CL Educate Limited	276.00	240.00
d. Advertisement Income		
- Kestone Integrated Marketing Services Private Limited	323.80	-
- CL Educate Limited	177.78	
2. Other Income		
a. Miscellaneous Income		
- ICE Gate Educational Institute Pvt. Ltd.	1.33	-
3. Cost of services		
a. Advertising support & Infra services		
- CL Educate Limited	103.21	174.32
- Kestone Integrated Marketing Services Private Limited	25.86	-
b. Professional Expenses		
- Accendere Knowledge Management Services Pvt. Ltd.	316.49	277.60
4. Lease Rent		
- CL Educate Limited	13.98	60.00
5. Employee cost		
- CL Educate Limited	63.23	123.99
6. Website development		
- Kestone Integrated Marketing Services Private Limited	-	17.50

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

7. Interest on borrowings		
- Kestone Integrated Marketing Services Private Limited	4.24	16.41
- CL Educate Limited	-	0.33
8. Reimbursement of expense incurred on behalf of Company		
- CL Educate Limited	239.02	162.63
9. Reimbursement of expense incurred by Company on behalf of related parties		
- CL Educate Limited	25.11	36.39
- Kestone Integrated Marketing Services Private Limited	-	23.09
10. Borrowings repaid		
- CL Educate Limited	-	139.93
- Kestone Integrated Marketing Services Private Limited	45.07	380.84
11. Conversion of interest expense into borrowings		
- CL Educate Limited	-	0.30
12. Interest income on gratuity fund		
- CL Media Employee Gratuity Trust	0.65	0.54
13. Commission to non-executive Directors	-	5.07
14. Amount paid by other on behalf of us		
- CL Educate Limited	17.62	-
15. Remuneration paid to Key Management Personnel & their relative		
- Mr. Shiva Kumar Ramachandran	32.23	35.29
- Mr. R. Sreenivasan	30.81	34.02
16. Sale of Fixed Assets		
- CL Educate Limited	17.50	-

(c) Balance outstanding with or from related parties as:

	Year ended March 31, 2019	As at March 31, 2018
Amounts Receivable		
Trade receivable		
- CL Educate Limited	1,491.16	1,281.95
- G.K. Publications Private Limited	3,918.02	3,414.74
- Kestone Integrated Marketing Services Private Limited	-	27.25
- Accendere Knowledge Management Services Pvt. Ltd.	-	92.51
- ICE Gate Educational Institute Pvt. Ltd.	6.60	-
	5,415.78	**4,816.45**
Amounts Payable		
Trade payable		
- Career Launcher Education Foundation	3.92	8.92
- CL Educate Limited	740.83	900.56
- Accendere Knowledge Management Services Pvt. Ltd.	191.03	176.87
- Kestone Integrated Marketing Services Private Limited	64.81	20.30
	1,000.59	**1,106.65**
Short term borrowings		
- Kestone Integrated Marketing Services Private Limited	-	45.07
Other current financial liabilities (Interest accrued but not due)		
- Kestone Integrated Marketing Services Private Limited	-	1.28
Other current financial assets		
-Career Launcher Education Infrastructure and Services Limited	6.97	6.97
- CL Educate Limited	8.62	22.19
	15.59	**29.16**
Non current financial assets		
-CL Media Employee Gratuity Trust	10.35	12.55

HARIBHAKTI & CO. LLP CHARTERED ACCOUNTANTS NEW DELHI

CL Media Private Limited

(d) Terms and conditions of transactions with the related parties

i. The terms and conditions of the transactions with key management personnel were no more favorable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related entities on an arm's length basis.

ii. All outstanding balances with these related parties are priced on an arm's length basis and are to be settled in cash. None of the balances are secured.

iii. For the year ended March 31, 2019 the Company has not recorded any impairment of receivables relating to amounts owed by related party (March 31, 2018: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

40. Corporate Social Responsibility

The board of directors approved CSR Policy of the Company at its meeting held on 16 February 2015. In accordance with the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend Rs. 83.47 lacs as on March 31, 2019. The company spent on the expenditure related to the corporate social responsibility as per the Section 135 of the Act, read with Schedule VII thereof during the year ending March 31, 2019 Rs. 38.26 lacs out of Rs. 83.47 lacs on prescribed CSR activities. However, as the policy was approved towards the end of the financial year, the Company could not implement the same. Further, in accordance with the guidance provided by the Institute of Chartered Accountants of India, no provision has been recorded in the books of account towards such unspent expenditure.

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
A. Amount required to be spend during the year	17.55	19.42
B. Shortfall amount of previous years	65.92	46.50
C. Total (A+B)	**83.47**	**65.92**
D. Amount spent during the year on-		
-Construction/acquisition of any asset	-	-
-Any other purpose	38.26	-
Total (D)	**38.26**	**-**
Shortfall/(Excess) carried forward to next year (C-D)	**45.21**	**65.92**

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

41. Fair value measurement and financial instruments

a Financial instruments - by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

i As on March 31, 2019

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Current							
Trade receivables	-	-	6,584.58	**6,584.58**	-	-	-
Cash and cash equivalents	-	-	64.59	**64.59**	-	-	-
Loans	-	-	1.70	**1.70**	-	-	-
Other financial assets	-	-	20.13	**20.13**	-	-	-
Total	-	-	**6,671.00**	**6,671.00**			
Financial liabilities							
Non-current							
Borrowings	-	-	-	-	-	-	-
Current							
Borrowings	-	-	-	-	-	-	-
Trade payables	-	-	1,596.78	**1,596.78**	-	-	-
Other current financial liabilities	-	-	100.65	**100.65**	-	-	-
Total			**1,697.43**	**1,697.43**			

ii As on March 31, 2018

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Current							
Trade receivables	-	-	5,877.95	5,877.95	-	-	-
Cash and cash equivalents	-	-	28.72	28.72	-	-	-
Loans	-	-	-	-	-	-	-
Other financial assets	-	-	34.13	34.13	-	-	-
Total	-	-	**5,940.80**	**5,940.80**			
Financial liabilities							
Non-current							
Borrowings	-	-	8.08	8.08	-	-	-
Current							
Borrowings	-	-	45.07	45.07	-	-	-
Trade payables	-	-	1,774.78	1,774.78	-	-	-
Other current financial liabilities	-	-	109.12	109.12	-	-	-
Total	-	-	**1,937.05**	**1,937.05**			

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

Level 1: It includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market 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. The fair value of financial assets and liabilities included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes of similar instruments.

There are no material borrowings of the Company and also the other borrowings have been contracted at floating rates of interest. Accordingly, the carrying value of such borrowings (including interest accrued but not due) which approximates fair value.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other financial assets and liabilities, approximates the fair values, due to their short-term nature. Fair value of non-current financial assets which includes bank deposits (due for maturity after twelve months from the reporting date) and security deposits is similar to the carrying value as there is no significant differences between carrying value and fair value.

Valuation processes

The Management performs the valuations of financial assets and liabilities required for financial reporting purposes on a periodic basis, including level 3 fair values.

b. Financial risk management

The Company has exposure to the following risks arising from financial instruments:
- Credit risk
- Liquidity risk
- Interest rate risk

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have authorised senior management to establish the processes and ensure control over risks through the mechanism of properly defined framework in line with the businesses of the company.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company has policies covering specific areas, such as interest rate risk, foreign currency risk, other price risk, credit risk, liquidity risk, and the use of derivative and non-derivative financial instruments. Compliance with policies and exposure limits is reviewed on a continuous basis.

HARIBHAKTI & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

b. **Financial risk management (continued)**

(i) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at March 31, 2019	As at March 31, 2018
Trade receivables	6,817.35	6,072.52
Cash and cash equivalents	64.59	28.72
Loans	1.70	-
Other financial assets	20.13	34.13

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

The Company's credit risk is primarily to the amount due from customer. The Company maintains a defined credit policy and monitors the exposures to these credit risks on an ongoing basis. Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with scheduled commercial banks with high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Company does monitor the economic environment in which it operates. The Company manages its Credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

On adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company establishes an allowance for impairment that represents its expected credit losses in respect of trade receivable. The management uses a simplified approach (i.e. based on lifetime ECL) for the purpose of impairment loss allowance, the company estimates amounts based on the business environment in which the Company operates, and management considers that the trade receivables are in default (credit impaired) when counterparty fails to make payments for receivable as per term of sale/service agreements. However the Company based upon historical experience determine an impairment allowance for loss on receivables.

Majority of trade receivables are from individual customers, which are fragmented. Trade receivables as at year end Rs. 6,817.35 lacs (31 March 2018: Rs. 6,154.67 lacs) relates to revenue generated from rendering of services and sale of text books Rs. 4,546.97 lacs (31 March 2018: Rs. 4,033.23 lacs). Trade receivables are generally realised within the credit year.

The Company's exposure to credit risk for trade receivables are as follows:

	Gross carrying amount	
Particulars	**As at March 31, 2019**	**As at March 31, 2018**
0-90 days past due	855.04	749.68
91 to 180 days past due	77.55	134.84
181 to 270 days past due	68.70	41.24
271 to 360 days past due	121.42	33.55
361 to 450 days past due	41.95	162.37
451 to 540 days past due	40.68	14.83
541 to 630 days past due	9.78	39.50
631 to 720 days past due	17.22	56.38
More than 720 days past due	103.21	23.67
Total	**1,335.55**	**1,256.06**

The management considers insignificant credit risk for payments due from related parties amounting Rs. 5,415.78 lacs for the year ended March 31, 2019 (March 31, 2018 Rs. 4,816.45 lacs). This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors. Further, the Company does not anticipate any material credit risk of any of its other receivables.

The Company believes that the unimpaired amounts that are past due and are not recovered within agreed credit period are still collectible in full, based on historical payment behavior and extensive analysis of customer credit risk.

Movement in the allowance for impairment in respect of trade receivables:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Balance at the beginning	194.57	70.26
Impairment loss recognised	38.20	124.31
Amount written off		
Balance at the end	**232.77**	**194.57**

NEW DELHI

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

b. Financial risk management (continued)

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company believes that its liquidity position, including total cash (including bank deposits under lien and excluding interest accrued but not due) of Rs. 64.59 lacs as at March 31, 2019 (March 31, 2018: Rs. 28.71 lacs) and the anticipated future internally generated funds from operations will enable it to meet its future known obligations in the ordinary course of business.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's policy is to regularly monitor its liquidity requirements to ensure that it maintains sufficient reserves of cash and funding from group companies to meet its liquidity requirements in the short and long term.

The Company's liquidity management process as monitored by management, includes the following:
- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and includes interest accrued but not due on borrowings.

As at March 31, 2019	Carrying amount	Contractual cash flows			
		Less than one year	Between one year to five years	More than five years	Total
Non current borrowings	-	-	-	-	-
Current borrowings	-	-	-	-	-
Trade payables	1,596.78	1,596.78	-	-	1,596.78
Current maturities of non-current borrowings	8.58	8.58	-	-	8.58
Interest accrued but not due on borrowings	0.11	0.11	-	-	0.11
Payable for property, plant & equipment	-	-	-	-	-
Employee related payables	91.96	91.96	-	-	91.96
Total	1,697.43	1,697.43	-	-	1,697.43

As at March 31, 2018	Carrying amount	Contractual cash flows			
		Less than one year	Between one year to five years	More than five years	Total
Non current borrowings	8.08	-	8.28	-	8.28
Current borrowings	45.07	45.07	-	-	45.07
Trade payables	1,774.78	1,774.78	-	-	1,774.78
Current maturities of non-current borrowings	47.74	47.74	-	-	47.74
Interest accrued but not due on borrowings	1.97	1.97	-	-	1.97
Payable for property, plant & equipment	0.24	0.24	-	-	0.24
Employee related payables	59.17	59.17	-	-	59.17
Total	1,937.05	1,928.97	8.28	-	1,937.25

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

(All amounts are Rupees in lacs unless otherwise stated)

B. Financial risk management (continued)

iii. Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Since, the Company does not have any foreign currency transactions and investments, the currency risk and other price risk is not applicable on the Company.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

Exposure to interest rate risk

The Company's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. These obligations exposes the Company to cash flow interest rate risk. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Variable-rate instruments	As at March 31, 2019	As at March 31, 2018
Term loans from banks (Non current)	-	8.08
Current maturities of borrowings	8.58	47.74
Current borrowings	-	45.07
Total	**8.58**	**100.89**

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 50 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Profit or loss		Equity, net of tax	
	50 bps increase	50 bps decrease	50 bps increase	50 bps decrease
Interest on term loans from banks				
For the year ended March 31, 2019	(0.16)	0.16	(0.11)	0.11
For the year ended March 31, 2018	(0.56)	0.56	(0.41)	0.72

42. Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

To maintain or adjust the capital structure, the Company may return capital to shareholders, raise new debt or issue new shares.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts divided by total capital (equity attributable to owners of the parent plus interest-bearing debts).

Particulars	As at March 31, 2019	As at March 31, 2018
Borrowings	8.58	100.89
Less : Cash and cash equivalent	(64.59)	(28.72)
Adjusted net debt (A)	(56.01)	72.17
Total equity (B)	5,372.16	4,594.57
Adjusted net debt to adjusted equity ratio (A/B)	-1.04%	1.57%

NEW DELHI

CL Media Private Limited

CL Media Private Limited
Notes to the financial statements for the year ended March 31, 2019
(All amounts are Rupees in lacs unless otherwise stated)

43. Deferred tax asset (net)

A. Amounts recognised in profit or loss

Current tax expense	Year ended March 31, 2019	Year ended March 31, 2018
Current year	373.72	248.34
Adjustment for prior years		-
	373.72	248.34
Deferred tax expense		
Change in recognised temporary differences	(36.10)	(32.02)
Total Tax Expense	(36.10)	(32.02)
	337.62	216.32

B. Amounts recognised in Other Comprehensive Income

	Year ended March 31, 2019			Year ended March 31, 2018		
	Before tax	Tax (Expense)/ Income	Net of tax	Before tax	Tax (Expense)/ Income	Net of tax
Remeasurements of defined benefit liability	(0.52)	0.14	(0.38)	3.47	(0.97)	2.50
	(0.52)	0.14	(0.38)	3.47	(0.97)	2.50

C. Reconciliation of effective tax rate

	Year ended March 31, 2019		Year ended March 31, 2018	
	Rate	Amount	Rate	Amount
Profit before tax	29.12%	1,115.63	27.55%	820.34
Tax using the Company's domestic tax rate (A)		324.87		226.02
Tax effect of:				
Non-deductible expenses		45.54		1.06
Non-taxable income		-		-
Tax incentives		(0.74)		(23.07)
Changes in rates related to prior years		-		(0.35)
Prior year errors/adjustment		4.05		12.67
Effect of timing differences recognised		(36.10)		-
Total (B)		12.75		(9.69)
(A)+(B)		337.62		216.32

D. Movement in deferred tax balances

	As at March 31, 2018	Recognized in P&L	Recognized in OCI	As at March 31, 2019
Deferred Tax Assets				
Employee benefits	13.57	4.56	0.14	18.27
Other current financial liabilities	4.78	30.12	-	34.90
Inventories	-	(14.63)	-	(14.63)
Trade receivables	57.81	9.97	-	67.78
Sub- Total (a)	76.16	30.02	0.14	106.32
Deferred Tax Liabilities				
Property, plant and equipment and intangibles	14.59	(5.93)	-	8.66
Non current borrowings	0.15	(0.15)	-	-
Sub- Total (b)	14.74	(6.08)	-	8.66
Net Deferred Tax Liability (b)-(a)	(61.42)	(36.10)	(0.14)	(97.67)

Note: Deferred tax balance includes Rs. 509.77 Lacs (March 31, 2018: 509.77 Lacs) of Minimum Alternate Tax credit entitlement.

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CL Media Private Limited

CL Media Private Limited

Notes to the financial statements for the year ended March 31, 2019

(All amounts are Rupees in lacs unless otherwise stated)

44. Standards issued but not yet effective

(a) Ind AS-116 Leases

On March 30, 2019, the Ministry of Corporate Affairs has notified Ind AS 116, *Leases*. Ind AS 116 will replace the existing leases standard, Ind AS 17, Leases, and related interpretations. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with an term of more than 12 months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the Statement of Profit & Loss. The standard also contains enhanced disclosure requirements for lessee. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The Standard permits two possible methods of transition:-

"Full Retrospective Approach - Under this approach the standard will be applied restrospectively to each prior period presented in accordance with Ind AS -8 Accounting Policies, Changes in Accounting Estimates and Errors."

"Modified Retrospective Approach - Under this approach, the Cumulative effect will be recognized at the date of initial application of the standard. The effective date of adoption of Ind AS 116 is financial period begins on or after April 1, 2019.

The company is proposing to use the the "Modified Retrospective Approach", for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings on the date of initial application (April 1, 2019). Accordingly comparatives for the year ending or ended March 31, 2019 will not be restrospectively adjusted. The Company is evaluating the requirements of the standard and the effect on the financial statements is being evaluated.

(b) Amendment to Ind AS 19- plan amendment, curtailment or settlement

On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, "Employee benefits", in connection with accounting for plan amendments, curtailments and settlements.

The amendment requires an entity :

* to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or
* to recognize in profit or loss as a part of past service cost, or a gain or loss on settlement, any reduction in surplus, even if that surplus was not previously recognized because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment.

(c) Amendment in Ind AS 23- Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

(d) Ind AS - 12 Appendix C, Uncertainty over Income Tax treatments:

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatment which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to Appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, when determining tax profit (tax loss), tax bases, unused tax losses, unused tax credit and tax rates.

The standard permits two possible methods of transition- i) Full retrospective approach- Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Change in Accounting Estimates and Errors, without using hindsight and ii) retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application without adjusting comparatives.

The Company will adopt the standard from April 1, 2019 and has decided to adjust the cumulative effects in equity on the date of initial application i.e. April 1, 2019 without adjusting comparatives.

The effect of adoption of Ind AS 12 Appendix C would be insignificant in the financial statements.

(e) Amendment to Ind AS 12- Income Taxes

On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, "Income Taxes", in connection with accounting for dividend distribution taxes.

The amendment clarifies that an entity shall recognize the income tax consequences of dividend in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events.

The effect of adoption of this amendment of Ind AS 12 would be insignificant in the financial statements.

45. The Board of Directors of the Company has approved a scheme of arrangement for amalgamation of the company ("Amalgamating Company") with its parent company "CL Educate Limited" ("Amalgamated Company") in its meeting held on November 27, 2018. An application under Regulation 37 of the SEBI (LODR) Regulations, 2015 was filed with the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"), for the proposed amalgamation. The scheme will be effective upon approval from National Company Law Tribunal (NCLT). The appointed date as finalized by the Company is April 1, 2019.

46. These financial statements were authorized for issue by Board of Directors on May 29, 2019.

47. Previous year's figures have been regrouped / reclassified as per the current year's presentation for the purpose of comparability.

For Haribhakti & Co. LLP
Chartered Accountants
Firm registration No. 103523W/W100048

Raj Kumar Agarwal
Partner
Membership No.:074715

Place: New Delhi
Date: May 29, 2019

HARIBHAKTI & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
CL Media Private Limited

Satya Narayanan .R
Director
DIN: 00307326

Place: New Delhi
Date: May 29, 2019

Nikhil Mahajan
Director
DIN: 00033404

Place: New Delhi
Date: May 29, 2019

CL Media Private Limited