

**Registered number: 06955672**

**SHEMAROO ENTERTAINMENT (UK)  
PRIVATE LIMITED**

**FINANCIAL STATEMENTS**

**YEAR ENDED 31 MARCH 2017**

**LUBBOCK FINE  
Chartered Accountants  
Paternoster House  
65 St Paul's Churchyard  
London EC4M 8AB**

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

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**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**COMPANY INFORMATION**

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<b>Directors</b>	Jai Buddhichand Maroo Hiren Uday Gada
<b>Registered number</b>	06955672
<b>Registered office</b>	3rd Floor, Paternoster House 65 St Paul's Churchyard London EC4M 8AB
<b>Independent auditors</b>	Lubbock Fine Chartered Accountants & Statutory Auditors Paternoster House 65 St Paul's Churchyard London EC4M 8AB
<b>Bankers</b>	HSBC Bank plc

## **SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

### **DIRECTORS' REPORT**

**FOR THE YEAR ENDED 31 MARCH 2017**

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The directors present their report and the financial statements for the year ended 31 March 2017.

#### **Principal activity**

The principal activity of the company during the year was the licensing and trading of various media.

#### **Directors' responsibilities statement**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Directors**

The directors who served during the year were:

Jai Buddhichand Maroo  
Hiren Uday Gada

#### **Disclosure of information to auditors**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### **Auditors**

The auditors, Lubbock Fine, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**DIRECTORS' REPORT (CONTINUED)**

**FOR THE YEAR ENDED 31 MARCH 2017**

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**Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on ...5TH MAY 2017... and signed on its behalf.

*sd/-*  
**Hiren Uday Gada**  
Director

## **SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

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We have audited the financial statements of Shemaroo Entertainment (UK) Private Limited for the year ended 31 March 2017, set out on pages 6 to 12. The relevant financial reporting framework that has been applied in their preparation is applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of Directors and Auditors**

As explained more fully in the Directors' Responsibilities Statement on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with those financial statements and this report has been prepared in accordance with applicable legal requirements.

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED (CONTINUED)**

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**Matters on which we are required to report by exception**

In the light of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemption in preparing the Directors' Report and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report.

*sd/*  
Lee Facey (Senior Statutory Auditor)  
for and on behalf of  
**Lubbock Fine**  
Chartered Accountants & Statutory Auditors  
Paternoster House  
65 St Paul's Churchyard  
London  
EC4M 8AB

Date: 13/06/2017

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**  
**STATEMENT OF INCOME AND RETAINED EARNINGS**  
**FOR THE YEAR ENDED 31 MARCH 2017**

	2017 £	2016 £
Turnover	510,000	6,495
Cost of sales	(98,423)	(6,733)
<b>Gross profit/(loss)</b>	<u>411,577</u>	<u>(238)</u>
Administrative expenses	(75,340)	(77,206)
<b>Operating profit/(loss)</b>	<u>336,237</u>	<u>(77,444)</u>
Interest receivable and similar income	2	7
Interest payable and expenses	(40,373)	(32,297)
<b>Profit/(loss) before tax</b>	<u>295,866</u>	<u>(109,734)</u>
Tax on profit/(loss)	-	-
<b>Profit/(loss) after tax</b>	<u><u>295,866</u></u>	<u><u>(109,734)</u></u>
Retained earnings at the beginning of the year	(306,482)	(196,748)
Profit/(loss) for the year	295,866	(109,734)
<b>Retained earnings at the end of the year</b>	<u><u>(10,616)</u></u>	<u><u>(306,482)</u></u>

The notes on pages 8 to 12 form part of these financial statements.



## BALANCE SHEET

AS AT 31 MARCH 2017

	Note		2017 £	2016 £
<b>Current assets</b>				
Stocks		-	86,488	
Debtors	5	30	326	
Cash at bank	6	52,435	20,538	
		<u>52,465</u>	<u>107,352</u>	
Creditors: amounts falling due within one year	7	(27,081)	(377,834)	
<b>Net current assets/(liabilities)</b>			<u>25,384</u>	<u>(270,482)</u>
<b>Total assets less current liabilities</b>			<u><u>25,384</u></u>	<u><u>(270,482)</u></u>
<b>Capital and reserves</b>				
Called up share capital	8		36,000	36,000
Profit and loss account			(10,616)	(306,482)
			<u>25,384</u>	<u>(270,482)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 5TH MAY 2017

*sd/-*  
**Jai Buddhichand Maroo**  
 Director

The notes on pages 8 to 12 form part of these financial statements.

# SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2017

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### 1. General information

Shemaroo Entertainment (UK) Private Limited is a private company limited by shares incorporated in England and Wales, registration number 06955672. Its registered office is 3rd Floor, Paternoster House, 65 St Paul's Churchyard, London, EC4M 8AB.

The financial statements are presented in sterling which is the functional currency of the company and are rounded to the nearest £.

### 2. Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Companies Act 2006.

These financial statements for the period ended 31 March 2017 are the first financial statements that comply with Section 1A of Financial Reporting Standard 102.

The transition to Section 1A of Financial Reporting Standard 102 has resulted in a small number of changes in accounting policies to those used previously. The date of transition is 1 April 2015. The nature of these changes and their impact on opening equity and profit for the comparative period are explained in note 10.

The following principal accounting policies have been applied:

#### 2.2 Going concern

The company meets its day to day working capital requirements through the financial support of its parent company. The directors believe that it is appropriate to prepare the financial statements on a going concern basis which assumes that the company will continue in operational existence with the continued support of the parent company.

If the company is unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reduce the balance sheet values of the assets to their recoverable amounts, provide for further liabilities that might arise and reclassify fixed assets as current assets.

#### 2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

##### Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

**2. Accounting policies (continued)**

**2.4 Tangible fixed assets**

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Computer equipment	- 3 years
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Income and Retained Earnings.

**2.5 Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

**2.6 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.7 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than three months. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

**2.8 Financial instruments**

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

**2. Accounting policies (continued)**

**2.8 Financial instruments (continued)**

**2.9 Creditors**

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**2.10 Foreign currency translation**

**Functional and presentation currency**

The Company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Income and Retained Earnings except when deferred in other comprehensive income as qualifying cash flow hedges.

**2.11 Finance costs**

Finance costs are charged to the Statement of Income and Retained Earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

**2.12 Pensions**

**Defined contribution pension plan**

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Income and Retained Earnings when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

**2.13 Interest income**

Interest income is recognised in the Statement of Income and Retained Earnings using the effective interest method.

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2017**

**2. Accounting policies (continued)**

**2.14 Related party transactions**

The company has taken advantage of the exemption under FRS102 Section 1A from the requirement to disclose transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transactions is wholly-owned by such a member.

**3. Employees**

The average monthly number of employees, including directors, during the year was 3 (2016 - 3).

**4. Tangible fixed assets**

	<b>Computer equipment £</b>
<b>Cost or valuation</b>	
At 1 April 2016	927
At 31 March 2017	927
<b>Depreciation</b>	
At 1 April 2016	927
At 31 March 2017	927
<b>Net book value</b>	
At 31 March 2017	-
At 31 March 2016	-

**5. Debtors**

	<b>2017 £</b>	<b>2016 £</b>
Other debtors	30	326

**6. Cash and cash equivalents**

	<b>2017 £</b>	<b>2016 £</b>
Cash at bank and in hand	52,435	20,538

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2017**

**7. Creditors: Amounts falling due within one year**

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Trade creditors	1,000	-
Amounts owed to group undertakings	-	334,733
Other taxation and social security	15,780	1,807
Other creditors	6,051	8,997
Accruals and deferred income	4,250	32,297
	<u>27,081</u>	<u>377,834</u>

**8. Share capital**

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
<b>Shares classified as equity</b>		
<b>Allotted, called up and fully paid</b>		
3,600 Ordinary shares of £10 each	<u>36,000</u>	<u>36,000</u>

**9. Parent undertaking**

The immediate parent company of the company is Shemaroo Entertainment Limited, a company incorporated in India. Its registered office is Shemaroo House, Plot No.18, Marol Co-op. Industrial Estate, Off. Andheri Kurla Road, Andheri (East), Mumbai, 400 059. Shemaroo Entertainment Limited is the parent undertaking of the smallest group that includes the results of the company.

**10. First time adoption of FRS 102**

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 Section 1A and have not impacted on equity or profit or loss.

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED

DETAILED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 MARCH 2017

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	Note	2017 £	2016 £
Turnover		510,000	6,495
Cost of sales		(98,424)	(6,733)
<b>Gross profit/(loss)</b>		<u>411,576</u>	<u>(238)</u>
<b>Less: overheads</b>			
Administration expenses		(75,339)	(77,206)
<b>Operating profit/(loss)</b>		<u>336,237</u>	<u>(77,444)</u>
Interest receivable		2	7
Interest payable		(40,373)	(32,297)
<b>Profit/(Loss) for the year</b>		<u>295,866</u>	<u>(109,734)</u>

**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**SCHEDULE TO THE DETAILED ACCOUNTS**

**FOR THE YEAR ENDED 31 MARCH 2017**

	2017 £	2016 £
<b>Turnover</b>		
Sales	510,000	6,495
	<u>510,000</u>	<u>6,495</u>
	<b>2017 £</b>	<b>2016 £</b>
<b>Cost of sales</b>		
Opening stocks - work in progress	86,488	86,488
Licences	11,936	6,733
Closing stocks - work in progress	-	(86,488)
	<u>98,424</u>	<u>6,733</u>
	<b>2017 £</b>	<b>2016 £</b>
<b>Administration expenses</b>		
Staff salaries	27,996	36,000
House rent allowance payable	14,004	18,000
Staff national insurance	1,677	4,333
Staff pension costs - defined contribution schemes	241	-
Hotels, travel and subsistence	2,531	2,876
Telephone and broadband	2,386	3,395
Repairs and maintenance	79	121
Printing, stationery and postage	237	236
Staff welfare	913	987
Trade subscriptions	48	16
Advertising and promotion	13,522	713
Legal and professional	2,750	4,325
Auditors' remuneration	8,500	3,750
Depreciation - plant and machinery	-	78
Bank charges	455	405
Bad debts	-	1,971
	<u>75,339</u>	<u>77,206</u>
	<b>2017 £</b>	<b>2016 £</b>
<b>Interest receivable</b>		
Bank interest receivable	2	7
	<u>2</u>	<u>7</u>



**SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED**

**SCHEDULE TO THE DETAILED ACCOUNTS**

**FOR THE YEAR ENDED 31 MARCH 2017**

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	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
<b>Interest payable</b>		
Group interest payable	<u>(40,373)</u>	<u>(32,297)</u>