

Registered number: 06955672

**SHEMAROO ENTERTAINMENT (UK)
PRIVATE LIMITED**

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2015

**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

DIRECTORS

Jai Buddhichand Maroo
Hiren Uday Gada

REGISTERED NUMBER

06955672

REGISTERED OFFICE

3rd Floor, Paternoster House
65 St Paul's Churchyard
London
EC4M 8AB

INDEPENDENT AUDITORS

Lubbock Fine
Chartered Accountants & Statutory Auditors
Paternoster House
65 St Paul's Churchyard
London
EC4M 8AB

BANKERS

HSBC Bank plc

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2015

The directors present their report and the financial statements for the year ended 31 March 2015.

PRINCIPAL ACTIVITIES

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

DIRECTORS

The directors who served during the year were:

Jai Buddhichand Maroo
Hiren Uday Gada

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 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.

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 that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that 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.

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2015

AUDITORS

Under section 487(2) of the Companies Act 2006, Lubbock Fine will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

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 29 April 2015 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

FOR THE YEAR ENDED 31 MARCH 2015

We have audited the financial statements of Shemaroo Entertainment (UK) Private Limited for the year ended 31 March 2015, set out on pages 6 to 11. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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, 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 Auditing Practices Board'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 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED

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

FOR THE YEAR ENDED 31 MARCH 2015

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

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 to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Directors' 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: 13/05/2015

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 £	2014 £
TURNOVER	2	10,417	73,915
Cost of sales		(10,000)	(69,845)
GROSS PROFIT		417	4,070
Administrative expenses		(72,934)	(84,210)
OPERATING LOSS	3	(72,517)	(80,140)
Interest receivable and similar income		8	6
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(72,509)	(80,134)
Tax on loss on ordinary activities	4	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION		(72,509)	(80,134)
LOSS BROUGHT FORWARD		(124,239)	(44,105)
LOSS CARRIED FORWARD		(196,748)	(124,239)

The notes on pages 8 to 11 form part of these financial statements.

BALANCE SHEET

AS AT 31 MARCH 2015

	Note	£	2015 £	£	2014 £
FIXED ASSETS					
Tangible assets	5		78		329
CURRENT ASSETS					
Stocks		86,488		86,488	
Debtors	6	5,717		38,775	
Cash at bank		9,535		25,107	
			<u>101,740</u>	<u>150,370</u>	
CREDITORS: amounts falling due within one year	7	(262,566)		(238,938)	
NET CURRENT LIABILITIES			<u>(160,826)</u>		<u>(88,568)</u>
NET LIABILITIES			<u>(160,748)</u>		<u>(88,239)</u>
CAPITAL AND RESERVES					
Called up share capital	9		36,000		36,000
Profit and loss account			(196,748)		(124,239)
SHAREHOLDERS' DEFICIT			<u>(160,748)</u>		<u>(88,239)</u>

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved by the board on 29 April 2015 and were signed on its behalf by:

Sd/-
Jai Buddhichand Maroo
Director

Date:

The notes on pages 8 to 11 form part of these financial statements.

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

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.

Turnover

The turnover shown in the profit and loss account represents amounts receivable during the period, exclusive of Value Added Tax.

Sales of rights to theatrical releases are recognised on the date that the contractual obligations are satisfied and related costs expensed to the extent the rights have been exhausted.

Long term contracts are assessed on a contract by contract basis and reflected in the profit and loss account by recording turnover and related costs as contract activity progresses thereby recognising attributable profit and losses. If it is expected that there will be a loss on a contract as a whole, all of the loss is recognised as an expense as soon as it is foreseen in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008). Turnover is ascertained in a manner appropriate to the stage of completion of the contract.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Computer equipment	-	3 years
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Stock and work in progress

Stock and work in progress are valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES (continued)

Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and Loss Account.

Financial Instruments

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its liabilities.

2. TURNOVER

None of the company's turnover (2014 - 51.48%) is attributable to geographical markets outside the United Kingdom.

3. OPERATING LOSS

The operating loss is stated after charging:

	2015	2014
	£	£
Depreciation of tangible fixed assets:		
- owned by the company	251	164
Auditors' remuneration	4,000	9,750
	<u> </u>	<u> </u>

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015

4. TAXATION

Factors affecting tax charge for the year

There is no corporation tax charge for the current or prior year due to losses incurred.

Factors that may affect future tax charges

At the balance sheet date, the company had a deferred tax asset of £39,000 (2014 - £26,000) representing corporation tax at 20% (2014 - 21%) on the unutilised tax losses at 31 March 2015. The deferred tax asset has not been recognised in these financial statements as the directors are not certain if the losses will be utilised in future years.

5. TANGIBLE FIXED ASSETS

	Computer equipment £
Cost	
At 1 April 2014 and 31 March 2015	927
Depreciation	
At 1 April 2014	598
Charge for the year	251
At 31 March 2015	849
Net book value	
At 31 March 2015	78
At 31 March 2014	329

6. DEBTORS

	2015 £	2014 £
Trade debtors	5,717	31,237
Other debtors	-	7,538
	<u>5,717</u>	<u>38,775</u>

7. CREDITORS: Amounts falling due within one year

	2015 £	2014 £
Trade creditors	3,121	5,251
Amounts owed to group undertakings	249,734	224,733
Other taxation and social security	3,364	5,454
Other creditors	6,347	3,500
	<u>262,566</u>	<u>238,938</u>

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015

8. RELATED PARTY TRANSACTIONS

During the year the company made purchases totalling £10,000 (2014 - £56,408) in respect of licenses for resale from Shemaroo Entertainment Limited, the ultimate parent company.

At the balance sheet date, £249,733 (2014 - £224,733) was due to Shemaroo Entertainment Limited. The amount is unsecured, interest free and repayable upon demand.

9. SHARE CAPITAL

	2015	2014
	£	£
Allotted, called up and fully paid		
3,600 Ordinary shares of £10 each	36,000	36,000
	<u>36,000</u>	<u>36,000</u>

10. IMMEDIATE AND ULTIMATE PARENT COMPANY

The immediate and ultimate parent company of the company is Shemaroo Entertainment Limited, a company incorporated in India.

Registered number: 06955672

**SHEMAROO ENTERTAINMENT (UK)
PRIVATE LIMITED**

DETAILED ACCOUNTS

YEAR ENDED 31 MARCH 2015

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
DETAILED TRADING AND PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2015

	Page	2015 £	2014 £
TURNOVER	14	10,417	73,915
Cost of sales	14	(10,000)	(69,845)
GROSS PROFIT		417	4,070
LESS: OVERHEADS			
Administration expenses	14	(72,934)	(84,210)
OPERATING LOSS		(72,517)	(80,140)
Interest receivable	14	8	6
LOSS FOR THE YEAR		(72,509)	(80,134)

SHEMAROO ENTERTAINMENT (UK) PRIVATE LIMITED
SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2015

	2015	2014
	£	£
TURNOVER		
Sales	10,417	73,915
	2015	2014
	£	£
COST OF SALES		
Opening stocks - work in progress	86,488	-
Licences	10,000	58,173
Selling and distribution costs	-	11,672
Film production costs	-	86,488
Closing stocks - work in progress	(86,488)	(86,488)
	10,000	69,845
	2015	2014
	£	£
ADMINISTRATION EXPENSES		
Staff salaries	36,000	36,000
House rent allowance payable	18,000	18,000
Staff national insurance	4,442	6,479
Hotels, travel and subsistence	2,432	4,087
Telephone and broadband	3,254	3,216
Repairs and maintenance	71	224
Printing, stationery and postage	287	389
Staff welfare	751	816
Trade subscriptions	45	43
Advertising and promotion	771	1,092
Legal and professional	2,686	3,480
Auditors' remuneration	4,000	9,750
Depreciation - plant and machinery	251	164
Bank charges	291	470
Bad debts	(347)	-
	72,934	84,210
	2015	2014
	£	£
INTEREST RECEIVABLE		
Bank interest receivable	8	6