

**INDEPENDENT AUDITORS' REPORT**

To,

**The Members of Mobisoc Technology Private Limited**

**Report on the Financial Statements**

We have audited the accompanying financial statements of Mobisoc Technology Private Limited ("the Company"), which comprise the balance sheet as at 31 March 2016, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016, its profits and its cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in the paragraph 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 and the cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequate internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report; and


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


i) the company does not have any pending litigations which would impact its financial position.

ii) the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.

**For GUPTA GARG & AGRAWAL**  
**CHARTERED ACCOUNTANTS**  
**FRN 505762C**

  
**(B.B. GUPTA)**  
**PARTNER**  
**M. No. 012399**



Place: Noida

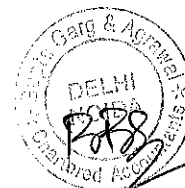
Date: 16-May-2016

**RE: Mobisoc Technology Private Limited**

**ANNEXURE "1" REFERRED TO IN PARAGRAPH OF OUR REPORT OF EVEN DATE**

The comments are in seriatim of the order

- (i) (a) The Company is maintaining proper records of its Fixed Assets showing full particulars including quantitative details and situation thereof.
- (b) As per the information given by the management, the physical verification of fixed assets was carried out at the end of the financial year. No discrepancy on such verification noticed by the management and reported to us.
- (c) As per books of accounts verified by us and according to the information and explanations given by the management, the company does not have immovable properties and as such the sub clause is not applicable.
- (ii) The Company does not have any inventory; as such the clause is not applicable.
- (iii) As per the information and explanations given to us and certified by the management and verified from the books of account, the company has not granted any loans secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained in pursuance of Section 189 of the Companies Act, 2013, as such there are no comments on sub clauses a), b) and c).
- (iv) In our opinion and according to the information and explanations given to us, the provisions of Section 185 and 186 of the Companies Act, 2013 have been complied.
- (v) The Company has not accepted any deposits from the public and as such the clause is not applicable.
- vi) To the best of our knowledge and as per information and explanations given to us by the management, the central government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance fund, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance fund, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were outstanding at the period end, for a period of more than six months from the date they became payable.
- (b) According to information and explanations given to us, there are no dues of income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited with the appropriate authorities on account of any dispute.
- viii) The Company does not have any loan from Bank, Institutions or Debenture holders, and as such clause is not applicable.



- (ix) As per the information and explanations given to us by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, there are no comments in this regard.
- (x) To the best of our knowledge and according to the information and explanations given to us no fraud by the company and no material fraud on the company has been noticed and reported during the year.
- (xi) In the absence of payment of managerial remuneration as per the provisions of Section 197 read with Schedule V of the Act, the clause is not applicable.
- (xii) The clause is not applicable as the company is not a 'Nidhi Company'.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) As per the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and as such there are no comments in this regard.
- (xv) As per the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) As per the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

**For GUPTA GARG & AGRAWAL  
CHARTERED ACCOUNTANTS  
FRN 505762C**

**(B.B. GUPTA)  
PARTNER  
M. No. 012399**



Place: Noida  
Date: 16-May-2016

## **ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MOBISOC TECHNOLOGIES PRIVATE LIMITED**

### **Report on the Internal Financial Controls under Clause (f) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Mobisoc Technologies Private Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are



being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For GUPTA GARG & AGRAWAL  
CHARTERED ACCOUNTANTS  
FRN 505762C**

  
**(B.B. GUPTA)  
PARTNER  
M. No. 012399**



Place: Noida  
Date: 16-May-2016

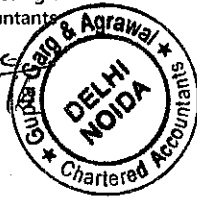
**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
**CIN :- U72300DL2006PTC151960**  
**Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062**  
**Balance Sheet as at March 31, 2016**

Particulars	Notes	Figures as at 31-Mar-2016 Rs.	Figures as at 31-Mar-2015 Rs.
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	2	100,100,000	100,100,000
(b) Reserves and surplus	3	(3,297,242)	(8,463,804)
		<b>96,802,758</b>	<b>91,636,196</b>
<b>Non-current liabilities</b>			
Long-term provisions	4	3,440,752	3,772,197
<b>Current liabilities</b>			
(a) Trade payables	5	2,848,327	837,850
(b) Other current liabilities	6	31,214,269	9,294,401
(c) Short-term provisions	7	1,815,600	551,580
		<b>35,878,196</b>	<b>10,683,831</b>
<b>TOTAL</b>		<b>136,121,706</b>	<b>106,092,224</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets	8		
- Tangible assets		2,437,760	4,683,766
- Intangible assets		5,576,964	9,824,900
(b) Deferred Tax Assets	9	2,193,740	-
(c) Other Non current assets	10	7,907,355	6,731,000
		<b>18,115,820</b>	<b>21,239,666</b>
<b>Current assets</b>			
(a) Current Investments	11	-	49,633,892
(b) Trade receivables	12	25,648,118	5,295,631
(c) Cash and cash equivalents	13	19,441,239	7,246,278
(d) Short-term loans and advances	14	66,634,449	21,732,415
(e) Other current assets	15	6,282,080	944,342
		<b>118,005,886</b>	<b>84,852,558</b>
<b>TOTAL</b>		<b>136,121,706</b>	<b>106,092,224</b>
Summary of significant accounting policies	1		

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

As per our attached report of even date  
**For Gupta Garg & Agrawal**  
Chartered Accountants  
FRN : 505762C

( B.B.Gupta )  
Partner  
M. No. 012399



**For and on behalf of the Board of Directors of**  
**Mobisoc Technology Private Limited**

Director  
(Sunil Kapoor)  
(DIN 05322540)

Director  
(Madhusudan Venkatachary)  
(DIN 02650160)

C.F.O.  
(Sanjeev Jain)

Company Secretary  
(Ruchi Shrivastava)  
(M.No. A41745)

Place : Noida  
Date : 16 May 2016

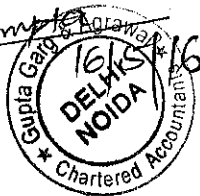
**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
**CIN :- U72300DL2006PTC151960**  
 Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062  
 Statement of Profit & Loss for the year ended March 31, 2016

Particulars	Notes	Figures for the 12 months ended 31-Mar-2016 Rs.	Figures for the 9 months ended 31-Mar-2015 Rs.
<b>Income</b>			
Revenue from operations	16	159,670,818	112,539,417
Other income	17	7,224,533	1,907,464
<b>Total</b>		<b>166,895,351</b>	<b>114,446,881</b>
<b>Expenses</b>			
Purchases	18	76,227,412	59,620,408
Employee benefits expense	19	57,854,838	40,405,261
Other expenses	20	19,096,607	12,748,895
<b>Total</b>		<b>153,178,857</b>	<b>112,774,564</b>
<b>Profit before interest, tax and depreciation</b>		<b>13,716,494</b>	<b>1,672,317</b>
Depreciation and amortization expense	8	7,227,562	5,753,275
<b>Profit before Exceptional &amp; Extraordinary &amp; Tax</b>		<b>6,488,932</b>	<b>(4,080,958)</b>
Exceptional Items		-	-
<b>Profit Before Tax</b>		<b>6,488,932</b>	<b>(4,080,958)</b>
<b>Tax Expenses</b>			
1. Current tax		3,516,110	-
2. Deferred tax assets		2,193,740	-
<b>Profit / (Loss) for the year/period</b>		<b>5,166,562</b>	<b>(4,080,958)</b>
<b>Earnings per equity share [nominal value of share Rs. 10 (31 March 2015: Rs. 10)]</b>			
1) Basic	21	0.52	(0.41)
2) Diluted		0.52	(0.41)

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

As per our attached report of even date  
**For Gupta Garg & Agrawal**  
**Chartered Accountants**  
 FRN : 505762C

( B.B.Gupta )  
 Partner  
 M. No. 012399



Place : Noida  
 Date : 16 May 2016

**For and on behalf of the Board of Directors of**  
**Mobisoc Technology Private Limited**

Director  
 (Sunil Kapoor)  
 (DIN 05322540)

Director  
 (Madhusudan Venkatachary)  
 (DIN 02650160)

C.F.O.  
 (Sanjeev Jain)

Company Secretary  
 (Ruchi Shrivastava)  
 (M.No. A41745)



**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
**CIN :- U72300DL2006PTC151960**  
**Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062**  
**Statement of Cash Flows for the year ended March 31, 2016**

	For the 12 Months ended 31-Mar-2016	For the 9 Months ended 31-Mar-2015
	Rs.	Rs.
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	6,488,932	(3,135,299)
<b>Non-cash adjustment to reconcile profit before tax to net cash flows</b>		
Depreciation/ amortization	7,227,562	7,583,966
Adjustment of Depreciation	-	(350,740)
Loss/ (profit) on sale of Investment	(5,254,428)	(1,831,700)
Dividend Income	-	(462,500)
Interest (income)	(1,935,705)	(379,954)
<b>Operating profit before working capital changes</b>	<b>6,526,361</b>	<b>1,423,773</b>
<b>Movements in working capital :</b>		
Increase/ (decrease) in trade payables	2,010,477	-
Increase / (decrease) in short-term provisions	(59,980)	50,883
Increase/ (decrease) in other current liabilities	21,919,869	2,569,638
Increase/ (decrease) in other long-term Provisions	(331,445)	591,049
Decrease / (increase) in trade receivables	(20,352,487)	5,122,421
Decrease / (increase) in short-term loans and advances	(2,902,035)	(4,614,665)
<b>Decrease / (increase) in other current assets</b>	<b>(4,503,713)</b>	<b>(229,929)</b>
<b>Cash generated from / (used in) operations</b>	<b>2,307,048</b>	<b>4,913,170</b>
Direct taxes paid	-	-
<b>Net cash flow from/ (used in) operating activities</b>	<b>A 2,307,047</b>	<b>4,913,170</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets, including CWIP and capital advances(Net)	(733,620)	(6,739,603)
Proceeds from sale of fixed assets	-	-
Sale of Fixed Assets	-	369,200
Dividend Received	-	462,500
Interest received	1,101,680	379,954
Sale/(Purchase) of Investments	54,888,320	1,831,700
Loan Given	(42,000,000)	-
Fixed Deposits made with Bank	(3,368,466)	-
<b>Net cash flow from/ (used in) investing activities</b>	<b>B 9,887,914</b>	<b>(3,696,249)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
<b>Net cash flow from/ (used in) in financing activities</b>	<b>C -</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>12,194,961</b>	<b>1,216,921</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>7,246,278</b>	<b>6,029,357</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>19,441,239</b>	<b>7,246,278</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	11,169	30,238
Cheques in hand	-	-
With banks- on current account	4,244,074	3,870,186
With banks- on deposit accounts	15,185,996	3,345,854
<b>Total cash and cash equivalents (note 13)</b>	<b>19,441,239</b>	<b>7,246,278</b>

**Notes :**

1. The Cash flow statement has been prepared under the indirect method as set out in Accounting Standard 3 on Cash Flow Statements notified by Companies (Accounts) Rules, 2014.
2. Negative figures have been shown in brackets.

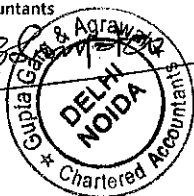
Summary of significant accounting policies

1

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

As per our report of even date  
For Gupta Garg & Agrawal  
Chartered Accountants  
FRN: 505762C

( B.B.Gupta )  
Partner  
M. No. 012399



Place : Noida  
Date : 16 May 2016

For and behalf of the Board of Directors

Director  
(Sunil Kapoor)  
(DIN 05322540)

C.F.O.  
(Sanjeev Jain)

Director  
(Madhusudan Venkatachary)  
(DIN 02650160)

Company Secretary  
(Ruchi Shrivastava)  
(M.No. A41745)

**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
**CIN :- U72300DL2006PTC151960**  
**Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062**  
**Notes to Financial Statements for the year ended March 31, 2016**

	Figures as at 31-Mar-2016 Rs.	Figures as at 31-Mar-2015 Rs.
<b>2. Share Capital</b>		
<b>Authorized shares</b>		
15,000,000 (P.Y.15,000,000) Equity Shares of Rs. 10/- each	150,000,000	150,000,000
<b>Issued, subscribed and fully paid-up shares</b>		
10,010,000 (P.Y. 100,10,000) Equity Shares of Rs. 10/- each	100,100,000	100,100,000
<b>Total issued, subscribed and fully paid-up share capital</b>	<b>100,100,000</b>	<b>100,100,000</b>

**(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**  
**Equity shares**

Particulars	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	10,010,000	100,100,000	10,010,000	100,100,000
Issued during the period – Bonus issue	-	-	-	-
Issued during the period – ESOP	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>10,010,000</b>	<b>100,100,000</b>	<b>10,010,000</b>	<b>100,100,000</b>

**(b) Terms/ rights attached to equity shares**

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

**(c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates**

Out of equity shares issued by the company, shares held by its holding company / fellow subsidiary co. are stated below:

Spice Digital Limited (Holding Co.)	10,000,000	10,000,000
Smart Entertainment Private Limited (formerly known as Spice Entertainment Limited) (Fellow Subsidiary Co.)	4,995	4,995

**(d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:**

Nil

**(e) Details of shareholders holding more than 5% shares in the company**

Name of the shareholder	No. of Shares	% holding in the class	No. of Shares	% holding in the class
Equity shares of Rs.10/- each fully paid Spice Digital Limited	10,000,000	99.90%	10,000,000	99.90%

(e) The above information (from (a) to (d)) is as per records of the company, including its register of shareholders/ members.

**3. Reserves and Surplus**

**Surplus/ (deficit) in the statement of profit and loss**

Balance as per last financial statements	(8,463,804)	(4,382,846)
Profit/(Loss) for the year	5,166,562	(4,080,958)
<b>Total Reserves and Surplus</b>	<b>(3,297,242)</b>	<b>(8,463,804)</b>

**4. Long Term Provisions**

**Provision for employee benefits \***

Provision for gratuity	2,049,674	2,210,274
Provision for leave benefits	1,391,078	1,561,923
	<b>3,440,752</b>	<b>3,772,197</b>

\* Made on the basis of actuarial valuation as per details at note no. 22

**5. Trade payables**

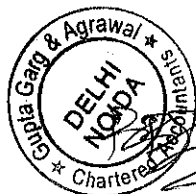
* Creditors	2,848,327	837,850
	<b>2,848,327</b>	<b>837,850</b>

\* The amount is subject to confirmation from few parties.



**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
**CIN :- U72300DL2006PTC151960**  
**Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062**  
**Notes to Financial Statements for the year ended March 31, 2016**

	Figures as at 31-Mar-2016 Rs.	Figures as at 31-Mar-2015 Rs.
<b>6. Other current liabilities</b>		
Stale cheques	92,076	316,000
PF Payable	413,845	422,272
TDS Payable	880,190	391,678
Salary Payable	7,753,829	7,139,436
Bonus Payable	2,690,622	
Expenses Payable	19,383,707	1,025,015
	<b>31,214,269</b>	<b>9,294,401</b>
<b>7. Short term provisions</b>		
<b>Provision for employee benefits *</b>		
Provision for Gratuity	236,085	274,752
Provision for Leave Benefits	255,515	276,828
<b>Provision for Income Tax</b>	3,516,110	-
Less : MAT credit entitlement	(2,192,110)	-
	<b>1,815,600</b>	<b>551,580</b>
* Made on the basis of actuarial valuation as per details at note no. 22		
<b>9. Deferred Tax Assets</b>		
Opening balance (net)		-
Add/(Less) adjustments during the year	2,193,740	-
<b>Balance at the end of year</b>	<b>2,193,740</b>	<b>-</b>
<b>Timing Differences</b>		
Timing difference in the claim of depreciation	12,057	-
Bonus Payable	2,690,622	-
Provision for Gratuity	2,285,759	-
Provision for Leave Benefits	1,646,593	-
	<b>6,635,031</b>	<b>-</b>
DTA @ prevailing rate of income tax	<b>2,193,740</b>	<b>-</b>
<b>10. Other Non Current Assets</b>		
MAT Credit Entitlement	4,538,890	6,731,000
Non-current bank balances (refer note 13)	3,368,466	-
	<b>7,907,355</b>	<b>6,731,000</b>
<b>11. Current Investments</b>		
<i>Current Investments (at lower of cost and market value)</i>		
Nil (265,690) ICICI Prudential Income Plan	-	9,633,892
Nil (10,00,000) ICICI Prudential FMP Series	-	10,000,000
Nil (9,34,520) IDFC Super Saver Income Fund -Growth	-	30,000,000
	<b>-</b>	<b>49,633,892</b>
<b>Aggregate Market Value</b>	<b>-</b>	<b>54,512,831</b>
<b>12. Trade Receivables</b>		
<b>Unsecured, considered good</b>		
Outstanding for a period exceeding six months from the date they are due for payment	6,322,876	-
<b>Doubtful</b>	<b>6,322,876</b>	<b>-</b>
<b>Other receivables</b>		
<b>Unsecured, considered good</b>		
	19,325,241	5,295,631
<b>Doubtful</b>	<b>19,325,241</b>	<b>5,295,631</b>
<b>Total(A+B)</b>	<b>25,648,117</b>	<b>5,295,631</b>
<b>Sundry Debtors Foreign</b>		
	4,999,679	2,210,552
<b>Sundry Debtors Local:</b>		
From Holding Co.	9,604,595	3,085,079
From others	11,043,844	-
	<b>25,648,118</b>	<b>5,295,631</b>



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	Figures as at 31-Mar-2016 Rs.	Figures as at 31-Mar-2015 Rs.
<b>13. Cash and cash equivalents</b>		
<b>Cash and Bank balances</b>		
- On current accounts	4,244,074	3,870,186
- Cash in hand	11,169	30,238
	<u>4,255,243</u>	<u>3,900,424</u>
<b>Other bank balances (Current)</b>		
Bank Deposits with original maturity period more than 3 months but upto 12 months	-	-
Bank Deposits for more than 12 months original maturity period but due within 12 months from balance sheet date	15,185,996	3,345,854
	<u>15,185,996</u>	<u>3,345,854</u>
<b>Total Current</b>	<u>19,441,239</u>	<u>7,246,278</u>
<b>Non- Current</b>		
Bank Deposits for more than 12 months original maturity period (refer note 10)	3,368,466	-
	<u>3,368,466</u>	-
Amount disclose under non-current assets	<u>(3,368,466)</u>	-
<b>14. Short term loans and advances</b>		
<b>To Related party (Unsecured)</b>		
Loan to body corporates	42,000,000	-
<b>To Others</b>		
Loan to employees	162,500	95,000
Employee Imprest	-	130,333
Prepaid expenses	188,748	39,734
Security Deposit	100,000	115,000
Service tax recoverable	406,510	781,277
Advances recoverable in cash or kind	1,292,643	1,646,907
Advance income-tax (including TDS recoverable)	22,484,048	18,924,164
	<u>66,634,449</u>	<u>21,732,415</u>
* For details refer note no. 26		
<b>15. Other current assets</b>		
Unbilled Revenue	5,282,973	-
Interest accrued on fixed deposits	165,082	27,342
Dividend receivable on investment	(0)	917,000
Interest accrued on Inter Corporate Loan	834,025	-
	<u>6,282,080</u>	<u>944,342</u>
<b>Contingent liabilities and commitments</b>		
<b>(1) Contingent Liabilities</b>		
a) Claims against the company not acknowledged as debts	NIL	NIL
b) Guarantees	NIL	NIL
c) other money for which company is contingently liable	NIL	NIL
<b>(2) Commitments</b>		
a) Estimated amounts of contracts to be executed on capital account not provided for	NIL	NIL
b) Uncalled liability on partly paid shares	NIL	NIL
c) Other commitments	NIL	NIL



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 Notes to Financial Statements for the year ended March 31, 2016

	Figures for the 12 months ended 31-Mar-2016 Rs.	Figures for the 9 months ended 31-Mar-2015 Rs.
<b>16. Revenue from operations</b>		
<b>Traded goods sold</b>		
Sale of Airtime	55,780,872	59,620,408
<b>Details of services rendered</b>		
Commission Received	1,341,761	1,496,075
Site Maintainance	24,300,000	24,300,000
Technical Support	44,696,759	27,122,934
Digital Marketing	33,551,426	
	<b>159,670,818</b>	<b>112,539,417</b>
<b>17. Other income</b>		
<b>Interest income :</b>		
On bank deposits	951,477	257,965
On loan to body corporates	984,228	-
Profit on sale of Investment	5,254,428	1,649,500
Misc Income	2,262	-
Liabilities no longer payable written back	32,138	-
	<b>7,224,533</b>	<b>1,907,465</b>
<b>18. Direct Cost</b>		
Airtime Purchase	55,780,872	59,620,408
Operating Expenses - Digital Marketing	20,446,540	-
	<b>76,227,412</b>	<b>59,620,408</b>
<b>19. Employee benefits expense</b>		
Salaries, wages and bonus	53,852,003	36,137,809
Contribution to provident fund	2,539,930	1,923,205
Staff welfare expenses	1,072,678	648,220
Gratuity expense (note 22)	(112,729)	896,042
Leave encashment expenses (note 22)	502,956	799,985
	<b>57,854,838</b>	<b>40,405,261</b>



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**Notes to Financial Statements for the year ended March 31, 2016**

	Figures for the 12 months ended 31-Mar-2016 Rs.	Figures for the 9 months ended 31-Mar-2015 Rs.
<b>20. Other expenses</b>		
Rates & Taxes	38,557	890
Legal and professional fees	992,044	224,845
Payment to Auditors (Refer details below)	170,000	135,000
Rent	7,868,762	4,906,612
Business Promotion exp.	28,750	79,538
Sales commission	836,074	757,910
Travelling & conveyance	777,348	515,136
Vehicle Repair & Maintenance	4,716,049	2,777,522
Repair & Maintenance	154,876	618,685
Communication Costs	2,239,812	1,863,682
Printing & stationery	89,994	79,614
Foreign Exchange Fluctuation Loss	242,706	536,737
Miscellaneous expenses	416,550	240,620
Membership & Subscription	119,312	-
Interest on Income tax	-	15
Bank charges	15,773	12,089
Directors Sitting Fee	390,000	-
	<b>19,096,607</b>	<b>12,748,895</b>
<b>Payment to auditors</b>		
Audit fee	100,000	75,000
Tax audit fee	25,000	25,000
Limited Review	45,000	30,000
Other Services	-	5,000
	<b>170,000</b>	<b>135,000</b>

**21. Earnings per share (EPS)**

The following reflects the profit and share data used in the basic and diluted EPS computations:

Profit/ (loss) after tax	5,166,562	(4,080,958)
Number of ordinary equity shares	10,010,000	10,010,000
Weighted average number of ordinary equity shares	10,010,000	10,010,000
Nominal Value of ordinary shares	10	10
<b>Basic and diluted earning per share</b>	<b>0.52</b>	<b>(0.41)</b>



22. The provision of Gratuity and Leave encashment liability as on 31.03.2016 on the basis of actuarial valuation is as under:-

I. Actuarial Assumptions:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Discount Rate (Per Annum)	8.00%	7.75%	8.00%	7.75%
Rate of Increase in Compensation Levels	8.00%	8.00%	8.00%	8.00%
Expected Rate of Return on Plan Assets	N.A	N.A	N.A	N.A
Expected Average remaining working lives of employees (years)	28.48	29.07	28.48	29.07

II. Changes in Present Value of Obligations:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Present Value of Obligations as at the beginning of the year	2,485,026	2,206,462	1,838,751	1,475,383
Acquisition Adjustments	NIL	NIL	NIL	NIL
Interest Cost	192,590	187,549	142,503	125,408
Past Service Cost	NIL	NIL	NIL	NIL
Current Service Cost	601,198	615,211	685,752	757,189
Curtailment Cost / (Credit)	NIL	NIL	NIL	NIL
Settlement Cost / (Credit)	NIL	NIL	NIL	NIL
Benefits paid	(86,538)	(631,903)	(695,114)	(633,832)
Actuarial (gain)/ loss on obligations	(906,517)	107,707	(325,299)	114,603
Present Value of obligations as at the end of the year	2,285,759	2,485,026	1,646,593	1,838,751

III. Changes in Fair Value of Plan Assets:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Fair value of Plan Assets at the beginning of the year	Nil	Nil	Nil	Nil
Acquisition Adjustments	Nil	Nil	Nil	Nil
Actual Return on Plan Assets	N.A.	N.A.	N.A.	N.A.
Contributions	Nil	Nil	Nil	Nil
Benefits Paid	Nil	Nil	Nil	Nil
Fair value of Plan Assets at the end of the year	Nil	Nil	Nil	Nil

IV. Actuarial Gain/Loss - Plan Assets:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Actual return on Plan Assets	Nil	Nil	Nil	Nil
Expected return on Plan Assets	Nil	Nil	Nil	Nil
Excess of actual over estimated return on Plan Assets	Nil	Nil	Nil	Nil
Actuarial (gain) /Loss – Plan Assets	Nil	Nil	Nil	Nil



V. Actuarial Gain/Loss Recognized:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Actuarial gain/(loss) for the year - Obligation	906,517	(107,707)	325,299	(114,603)
Actuarial gain/(loss) for the year – Plan Assets	Nil	Nil	Nil	Nil
Total (gain) / loss for the year	(906,517)	107,707	(325,299)	114,603
Actuarial (gain)/ loss recognized in the year	(906,517)	107,707	(325,299)	114,603
Unrecognized actuarial (gains)/ losses at the end of year	Nil	Nil	Nil	Nil

VI. Amount to be recognized in Balance Sheet and Statements of Profit and Loss:

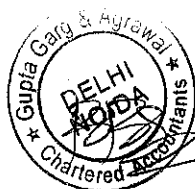
Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Present Value of Obligation as at the end of the year	2,285,759	2,485,026	1,646,593	1,838,751
Fair Value of Plan Assets as at end of the year	Nil	Nil	-	-
Funded Status	(2,285,759)	(2,485,026)	(1,646,593)	(1,838,751)
Unrecognized Actuarial (gain)/(loss)	Nil	Nil	Nil	Nil
Net Asset / (Liability) Recognized in Balance Sheet	(2,285,759)	(2,485,026)	(1,646,593)	(1,838,751)

Vii. Expense recognized in the Statement of Profit and Loss:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Current Service Cost	601,198	615,211	685,752	757,189
Past Service Cost	NIL	NIL	NIL	NIL
Interest Cost	192,590	187,549	142,503	125,408
Expected Return on Plan Assets	NIL	NIL	NIL	NIL
Curtailment Cost /(Credit)	NIL	NIL	NIL	NIL
Settlement Cost /(Credit)	NIL	NIL	NIL	NIL
Net actuarial (gain)/loss recognized in the year	(906,517)	107,707	(325,299)	114,603
Expenses recognized in the Statement of Profit & Loss	(112,729)	910,467	502,956	997,200

VIII. Current Liability:

Particulars	Gratuity		Leave Encashment	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Current Liability:	236,085	274,752	255,515	276,828
Non-Current Liability:	2,049,674	2,210,274	1,391,078	1,561,923
	2,285,759	2,485,026	1,646,593	1,838,751





**MOBISOC TECHNOLOGY PRIVATE LIMITED**  
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 Note to Financial Statements for the year ended Mar 31, 2016

Note No. 8  
 Fixed Assets Details

Sr. No	Particulars	Gross Block				Depreciation			Net Block	
		As at 01-Apr-2015	Addition during the year	Deletion during the year	As at 31-Mar-2016	Upto 31-Mar-2015	For the year	Adjustments	As at 31-Mar-2016	As at 31-Mar-2015
I	<b>Tangible Assets</b>									
	Data Processing Machines	14,840,016	669,765	-	15,509,781	10,415,712	2,941,350	-	13,357,062	4,424,304
	Office equipments Furniture & Fixtures	2,512,608 76,711	13,500 50,355	-	2,526,108 127,066	2,258,327 71,530	37,927 349	-	2,296,254 71,879	254,281 5,181
II	<b>Intangible Assets</b>									
	Software	15,938,952	-	-	15,938,952	6,114,052	4,247,936	-	10,361,988	9,824,900
	<b>Total (Current Year)</b>	<b>33,368,287</b>	<b>733,620</b>	<b>-</b>	<b>34,101,907</b>	<b>18,859,621</b>	<b>7,227,562</b>	<b>-</b>	<b>26,087,183</b>	<b>14,508,666</b>
	<b>(Previous year)</b>	<b>27,341,184</b>	<b>6,027,103</b>	<b>-</b>	<b>33,368,287</b>	<b>13,106,346</b>	<b>5,753,275</b>	<b>-</b>	<b>18,859,621</b>	<b>14,234,838</b>



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**Note to Financial Statements for the year ended March 31, 2016**

**1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**i Nature of Operations**

Mobisoc Technology Private Limited is engaged in software development activities and providing management and support services in the field of telecommunication technology.

**ii Basis of preparation**

The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards specified under Sec 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and as per the provisions and presentational requirements of the Companies Act, 2013.

**iii Use of Estimates**

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

**iv Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

**v Depreciation**

Depreciation on assets is provided on Straight Line Method at the rates computed, based on estimated useful life of assets provided in Schedule III to the Companies Act, 2013 .

**vi Impairment of Assets**

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amounts of an asset exceed its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessment of the fair value of money and risks specific to the assets.

**vii Intangibles**

a) Intangibles assets acquired from outside are amortized using the Straight Line Method over their estimated useful lives as follows:

Intangible Assets	Estimated Useful Life (Years)
Computer Software	3 Years

b) Costs incurred towards inhouse Software Development are charged to Profit and Loss Account as and when incurred.

**viii Investments**

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of such investments.



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**CIN :- U72300DL2006PTC151960**

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**Note to Financial Statements for the year ended March 31, 2016**

**ix Revenue Recognitions**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured

**Sale of Services**

Revenue from sale of services is recognized at the end of each month of the services rendered.

**Interest**

Revenue is recognised on a time proportion basis, taking into account the amount outstanding and the rates applicable.

**Income on Fixed Maturity Plan Investments**

Income on fixed maturity plan investments in various schemes of mutual funds is recognized based on reasonable certain yield at the balance sheet date.

**x Foreign currency transactions**

**(i) Initial Recognition**

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

**(ii) Conversion**

Foreign currency monetary items are reported using the closing rate. Non Monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

**(iii) Exchange Differences**

Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

**xi Retirement and other employee benefits**

i. Retirement benefit in the form of Provident fund is defined contribution scheme and the contributions are charged to the Profit and Loss Account of the year when the contribution to the fund is due.

ii. Gratuity is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

iii. Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation at the end of each financial year. The actuarial valuation is done as per projected unit credit method.

iv. Actuarial gains/ losses are immediately taken to profit and loss account and are not deferred

**xii Income Taxes**

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

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

At each balance sheet date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realised.

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

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income Tax during the specified period.



**MOBISOC TECHNOLOGY PRIVATE LIMITED****CIN :- U72300DL2006PTC151960****Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062****Note to Financial Statements for the year ended March 31, 2016****xiii Segment Reporting policies****Business Segment**

The Company is engaged in the business of software development, providing management support services in the field of telecommunication technology. The entire operations are governed by the same set of risk and returns, hence, the entire business considered as business segment. The said treatment is in accordance with the guiding principles enunciated in the Accounting Standard -17 on Segment Reporting.

**Geographical Segment**

The following table shows the distribution of revenue by geographical location of customers, regardless of where the goods were produced / services were rendered from

Particulars	Year ended on 31-Mar-2016	9 months ended on 31-March-2015
Domestic Market	114,974,059	85,416,483
Overseas Market	44,696,759	27,122,934
<b>Total</b>	<b>159,670,818</b>	<b>112,539,417</b>

Following table shows the distribution of debtors by geographical market

Particulars	Year ended on 31-Mar-2016	9 months ended on 31-March-2015
Domestic Market	20,648,438	3,085,079
Overseas Market	4,999,679	2,210,552
<b>Total</b>	<b>25,648,117</b>	<b>5,295,631</b>

**xiv Earning Per Share**

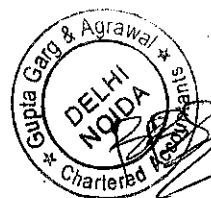
Basic earning per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**xv Provisions**

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and are adjusted to reflect the current best estimates.

**xvi Cash and cash equivalent**

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



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**Notes to Financial Statements for the year ended March 31, 2016**

**ADDITIONAL NOTES TO ACCOUNTS**

- 23 The financials for the current year ended on March 31, 2016 has been prepared as per the provisions and schedules prescribed under the Companies Act, 2013.
- 24 The company has complied with all the notified applicable Accounting Standards as per Companies Act, 2013 with respective rules & notifications.
- 25 The Company has recognized Deferred Tax Assets in its books of Account as per Accounting Standard 22 'Accounting for Taxes on Income', issued by the Institute of Chartered Accounts of India.
- 26 During the year Company has given unsecured loans to its fellow subsidiaries for the working capital requirements of respective companies.

Name of Loanee	Rate of Interest	Due Date	Secured/ Unsecured	Amount as on 31/03/2016
Spice Online Retail Pvt. Ltd.	10.50%	25-Feb-17	Unsecured	2,000,000
Spice Retail Pvt. Ltd.	10.50%	12-Jan-17	Unsecured	40,000,000

27 Expenditure in foreign currency (on cash basis)	Current Year	Previous period
Travelling Expenses	26,997	Nil
28 Remittance in foreign currency	Nil	Nil
29 Income in foreign currency (on cash basis)	53,313,876	46,333,220

**30 Related Party Disclosures**

a). **Name of the Related Parties**

**Ultimate Holding Company**

- 1 Smart Global Corporate Holdings Pvt. Ltd. (formerly known as Spice Global Investments Pvt. Ltd.) (Holding co. of Spice Connect Pvt. Ltd.)

**Holding Company**

- 1 Spice Connect Pvt Ltd (formerly known as Smart Ventures Ltd) (Holding co. of Spice Mobility Ltd.)
- 2 Spice Mobility Ltd. (Formerly known as S Mobility Ltd) (Holding Company of Spice Digital Ltd)
- 3 Spice Digital Limited

**Subsidiary Company** NIL

**Associate Company** NIL

**Other Related Parties with whom transactions have taken place during the period**  
**Fellow Subsidiaries Companies**

- 1 Spice Retail Ltd.
- 2 Spice Online Retail Private Ltd.
- 3 Spice Labs Pvt. Ltd.
- 4 Spice VAS (Africa) Pte. Ltd.
- 5 Spice VAS Tanzania Ltd.

**Names of the enterprises in which any combination of the above companies hold more than 50%**

NIL



**MOBISOC TECHNOLOGY PRIVATE LIMITED**

CIN :- U72300DL2006PTC151960

Regd. Address :- D-60, Street No. C-5, Sainik Farms, New Delhi 110062

Notes to Financial Statements for the year ended March 31, 2016

Associates and joint Ventures and Investing Party or ventures in respect of which the Reporting Enterprise is an associate or a JV

NIL

**Key Management Personnel**

**Name**

Sunil Kapoor  
Sanjeev Kumar Jain  
Jyoti Gera  
Ruchi Shrivastava

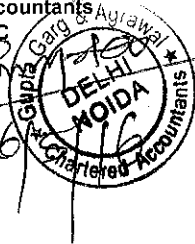
**Designation**

Manager  
CFO  
Company Secretary (appointed on 01-Apr-2015 and resigned on 31-Mar-2016)  
Company Secretary (appointed on 1-April-2016)

**b) Related party transactions attached as Annexure-1**

As per our attached report of even date  
For Gupta Garg & Agrawal  
Chartered Accountants  
FRN : 505762C

(B.B.Gupta)  
Partner  
M. No. 012399



For and on behalf of the Board of Directors

Director  
(Sunil Kapoor)  
(DIN 05322540)

CFO  
(Sanjeev Jain)

A handwritten signature in black ink, appearing to read "Madhusudan Venkatachary".

Director  
(Madhusudan Venkatachary)  
(DIN 02650160)

A handwritten signature in black ink, appearing to read "Ruchi Shrivastava".  
Company Secretary  
(Ruchi Shrivastava)  
(M.No. A41745)

Place : Noida  
Date : 16 May 2016

## 30(b) Related Party Transactions

(Amount in Rs.)

Particulars	Holding Company			Fellow Subsidiary			Total amount involved in transactions	
	For the Year Ended Mar 31, 2016	For the period Ended Mar 31, 2015	For the Year Ended Mar 31, 2016	For the period Ended Mar 31, 2015	For the Year Ended Mar 31, 2016	For the period Ended Mar 31, 2015	For the Year Ended Mar 31, 2016	For the period Ended Mar 31, 2015
<b>I) Transactions</b>								
i) <b>Operating Income</b>								
Spice Digital Ltd	24,300,000	24,300,000	-	-	24,300,000	-	24,300,000	24,300,000
Spice VAS Africa PTE Ltd	-	-	44,696,759	27,122,934	44,696,759	27,122,934	44,696,759	27,122,934
ii) <b>Airtime sale</b>								
Spice Digital Ltd	55,671,434	32,289,954	-	-	55,671,434	-	55,671,434	32,289,954
Spice Online Retail Pvt. Ltd	-	-	-	22,400,000	-	22,400,000	-	22,400,000
iii) <b>Airtime purchase</b>								
Spice Digital Ltd	-	947,189	-	-	-	-	-	947,189
iv) <b>Value added Expenses</b>								
Spice Digital Ltd	17,476,695	-	-	-	-	-	17,476,695	-
v) <b>Rent Paid</b>								
Spice Mobility Ltd	7,868,762	4,906,612	-	-	7,868,762	-	7,868,762	4,906,612
vi) <b>Commission Expenses</b>								
Spice retail Ltd	-	-	-	377,556	-	377,556	-	377,556
Spice online retail Pvt Ltd	836,074	196,634	-	92,308	-	92,308	836,074	196,634
Spice Digital Ltd	-	-	-	-	-	-	-	-
vii) <b>Telephone Exp</b>								
Spice Digital Ltd	-	433,247	-	-	-	-	-	433,247
viii) <b>Payment / Reim to related parties</b>								
Spice Digital Ltd	7,296,978	311,382	-	-	7,296,978	-	7,296,978	311,382
ix) <b>Loan given during the year</b>								
Spice Retail ltd	-	-	40,000,000	-	-	40,000,000	-	-
Spice Online Retail Pvt Ltd	-	-	2,000,000	-	-	2,000,000	-	-
x) <b>Interest Receivable</b>								
Spice Retail ltd	-	-	964,092	-	-	964,092	-	-
Spice Online Retail Pvt Ltd	-	-	20,137	-	-	20,137	-	-
<b>II) Balances at the year end</b>								
i) <b>Receivables</b>								
Spice Digital Ltd	9,604,595	3,085,079	-	-	9,604,595	-	9,604,595	3,085,079
Spice VAS Africa PTE Ltd	-	-	4,999,679	2,210,552	4,999,679	2,210,552	4,999,679	2,210,552
Interest	-	-	-	-	-	-	-	-
Spice Retail Ltd	-	-	815,902	-	-	815,902	-	-
Spice online retail Pvt Ltd	-	-	18,123	-	-	18,123	-	-
Spice Labs Pvt. Ltd	-	-	20,493	50,090	-	20,493	50,090	-
ii) <b>Payable</b>								
Spice Digital Ltd (Prov of Value added Service)	17,476,695	-	-	-	-	-	17,476,695	-
Spice Retail Ltd	-	-	-	-	-	-	-	-
Spice online retail Pvt Ltd	-	-	-	-	-	-	-	-
Spice VAS Tanzania Ltd	-	-	-	432,000	-	432,000	-	432,000

