

52 WEEKS ENTERTAINMENT LIMITED

Date: 03rd October, 2018

To,
The Manager (Listing)
Bombay Stock Exchange Limited
P.J Towers, Dalal Street,
Fort, Mumbai
Scrip Code: 531925

Dear Sir,

Sub.: Annual Report for the financial year 2017-18

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, 25th Annual Report of 52 Weeks Entertainment Limited for the Financial Year 2017-18 is enclosed herewith.

Kindly take the note of the same.

Thanking you,

For **52 Weeks Entertainment Limited**

(Romin Shah)
Company Secretary



Encl.: As stated above

(CIN: L93000MH1993PLC072467)

Unit No. 501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri Lokhandwala Road,
Andheri (W), Mumbai, Maharashtra-400053 www.52weeksentertainment.com.
E Mail: 52weeksentltd@gmail.com. Tel: 022-40167088, 022- 22842127, Fax: 022 22819226

52 WEEKS ENTERTAINMENT LIMITED

CIN: L93000MH1993PLC072467

**25TH ANNUAL REPORT
2017-2018**

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Shantanu Sheorey
Mr. Joe Rajan Valiyaveetil
Mr. Suryakant Kadakane
Mr. Vipin Champawat
Mr. Cyrus Bhot
Ms. Karishma Jain
Mrs. Preeti Doshi
Mrs. Dhruva Thakkar

COMPANY SECRETARY

Mr. Romin Shah

BANKERS

Axis Bank Limited

STATUTORY AUDITORS

Motilal & Associates
Chartered Accountants

INTERNAL AUDITOR

M/s Dhawan & Co.
Chartered Accountants

REGISTERED OFFICE

Unit No.501,5th Floor,
Morya Blue Moon, Opp.Citi Mall,
Andheri Lokhandwala Road,
Andheri (W), Mumbai-400053
Tel.: 022 40167088, 022 22842127
Fax: 022 22819226
Email: 52weeksentltd@gmail.com
Website: www.52weeksentertainment.com

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NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the members of 52 Weeks Entertainment Limited will be held on Saturday, 29th September, 2018 at 11.30 am at the registered office of the company situated at Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W) Mumbai – 400053 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2018 including Consolidated Audited Financial Statements for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Karishma Jain (DIN 03053010) who retires by rotation and being eligible offers herself for reappointment.
3. To ratify the appointment of Statutory Auditors

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

Resolved That pursuant to Section(s) 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s Motilal & Associates, Chartered Accountants, Mumbai (Firm Registration No. 106584W) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company to be held in the year 2022 at a remuneration, as may be mutually agreed upon between the Board of Directors and the Auditors.

Date :- 14.08.2018

Place:- Mumbai

By order of Board of Directors

Sd/-

Romin Shah

Company Secretary

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member. Proxies in order to be effective must be received at the registered office of the company situated at Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W) Mumbai - 400 053, not less than forty eight hours before the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/ Proxies/ Authorised Representative are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2018 to 29th September, 2018 (both days inclusive) for the purpose of Annual General Meeting.

5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR, IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Universal Capital Securities Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Universal Capital Securities Private Limited.
6. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Universal Capital Securities Private Limited.
7. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Universal Capital Securities Private Limited for assistance in this regard.
8. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Universal Capital Securities Private Limited the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
9. Members seeking any information with regard to the accounts, are requested to write to the Company atleast 7 days before, so as to enable the management to keep the information ready at the AGM.
10. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
11. Members can avail the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No. SH.13 as per Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 with the Company. Blank forms will be made available on request.
12. Non-resident Indian Members are requested to inform Company's Registrar and Share Transfer Agent, Universal Capital Securities Private Limited, immediately of:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC code and address of the bank with pin code number, if not furnished earlier.
13. The Notice of the 25th Annual General Meeting along with the Annual Report for F.Y 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report for F.Y 2017-18 will also be available on the Company's website viz. www.52weeksentertainment.com.
14. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
15. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / Universal Capital Securities Private Limited.
16. The route map showing directions to reach the venue of 25th Annual General Meeting is annexed hereto.

17. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this notice. The instructions for e-voting are given herein below. Resolution(s) passed by members through e-voting is/are deemed to have been passed as if they have been passed at the Annual General Meeting.
18. The Board of Directors of the Company has appointed Mr. Rohit Oza, (Membership No.33497, C.P No.16076), Practicing Company Secretaries as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
19. The facility for voting through polling paper shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Annual General Meeting .
20. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
21. A person who is not a Member as on the cut-off date should treat this notice for information purpose only.
22. The instructions for shareholders voting electronically are as under:
 - i. The voting period begins on 26th September, 2018 at 10.00 A.M. and ends on 28th September, 2018 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - iii. The shareholders should log on to the e-voting website www.evotingindia.com.
 - iv. Click on Shareholders.
 - v. Now Enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - vi. Next enter the Image Verification as displayed and Click on Login.
 - vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot/Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for 52 WEEKS ENTERTAINMENT LIMITED on which you choose to vote.
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Shareholders can also use Mobile app – "m-Voting for evoting. m-voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their evoting credentials to vote for the company resolution(s).
- xx. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxi. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or

write an email to helpdesk.evoting@cdslindia.com.

23. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 24th August, 2018.
24. A copy of this notice has been placed on the website of the Company and the website of CDSL.
25. The results shall be declared after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the website of the company www.52weeksentertainment.com and will also be communicated to the Stock Exchanges

By Order of Board of Directors

**Sd/-
Romin Shah
Company Secretary**

Date:- 14.08.2018

Place :- Mumbai

**Annexure to the Notice Calling Annual General Meeting
Details of Directors seeking appointed / re-appointed at the Annual General Meeting**

Name of Director	Ms. Karishma Jain
DIN	03053010
Date of Birth	18/01/1992
Date of Appointment	23/08/2014
No of Shares Held	Nil
Qualification	BCOM, Inter CA.
Disclosure of Relationship between Directors	None
Expertise in specific functional area	Having experience in making Films, TV Serials, Finance, Management and Administration.
Category	Executive Liable to retire by rotation
Directorship in other Public /Listed Companies	Nil
Chairmanship/Membership of Committee in which he/she hold Directorship	Member of Stakeholder Relationship Committee.

Route Map to AGM Venue

Venue : Unit No 501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W) Mumbai Mumbai City MH 400053.

Date & Time : 29th September, 2018 at 11.30 am.

Landmark : Opp. Citi Mall.



DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 25th Annual Report of the Company together with the Audited Financial Statements for the financial year ended 31st March, 2018.

FINANCIAL HIGHLIGHTS**(Rs in Lacs)**

Particulars	Standalone		Consolidated	
	2017-18	2016-17	2017-18	2016-17
Total Income	470.02	180.60	7,417.27	4,728.95
Total Expenditure	308.23	28.42	6,983.32	4,399.62
Profit before exceptional and extraordinary items and tax	161.80	152.19	433.95	329.33
Less: Exceptional item	-	-	-	-
Profit before tax	161.80	152.19	433.95	329.33
Tax	-	2.79	15.23	2.04
Net Profit/(Loss) After Tax	161.80	149.40	418.72	327.29

PERFORMANCE OVERVIEW

The income from operations on standalone basis increased to Rs. 470.03 lacs from Rs. 180.60 lacs in the previous year (increased by 38.42%). Total expenditure of the Company increased from Rs. 28.42 lacs to Rs. 308.23 lacs. Profit after tax in the current year stood at Rs. 161.80 lacs.

DIVIDEND

Your Directors do not recommend any dividend during the year under review.

FIXED DEPOSIT

During the year under review the Company has not accepted any fixed deposit and as such, no amount of principal or interest was outstanding as on the balance sheet date.

CHANGES IN SHARE CAPITAL

During the year under review, there were no change in the issued, subscribed and paid-up share capital of the Company.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

No Loans, Guarantees, Investments made or Security provided by the Company which falls under section 186 of the Companies Act, 2013.

STATE OF AFFAIRS OF THE COMPANY

The main business activity of the company is of Films production and Distribution. The company runs through persons having relevant experience and expertise in the concerned area of operations of the company with motive to take the company at a new stage from where it currently stands.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments, affecting the financial position of the Company that have occurred between the close of the financial year ended 31st March 2018 and the date of this Boards' Report.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENT

The Company has one subsidiary as on date namely Four Lions Films Private Limited. There are no associate companies or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ('the Act'). The Company have prepared a Consolidated Financial Statement of the Company and of its the subsidiary. The Consolidated Financial Statements for the year 2017-18 form a part of the Annual Report and shall be laid before the Members of the Company at the AGM while laying its financial statements under sub-section (2) of the said section. Pursuant to the provisions of Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statements of the Company's subsidiaries in Form AOC-1 is attached as **Annexure - I** to the financial statements of the Company. Further, pursuant to the provisions of Section 136 of the Companies Act, 2013 as amended by the Companies Amendment Act, 2017, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of subsidiaries are available on the website of the Company at www.52weeksentertainment.com.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form MGT-9 as required under Section 92(3) of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 is annexed to this report as **Annexure-II**.

CORPORATE SOCIAL RESPONSIBILITY

The aforesaid provisions were not applicable to the Company during the year under review.

CORPORATE GOVERNANCE

A separate Report on Corporate Governance as prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with a certificate from the Company's Auditors confirming compliance forms part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 forms part of this report.

RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure. This procedure is reviewed to ensure that the Executive Management controls risk through means of a properly defined framework.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 and SEBI Listing Regulations, the Company has framed a Whistle Blower Policy / Vigil Mechanism for Directors, employees and stakeholders for reporting genuine concerns about any instance of any irregularity, unethical practice and/ or misconduct. The details of the Vigil Mechanism / Whistle Blower Policy are also posted on the Company's website and may be accessed at www.52weeksentertainment.com.

INTERNAL CONTROL SYSTEMS

The company has in place adequate internal controls commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence the Internal Auditors report to the chairman of Audit committee of the Board. Internal Auditors monitor and evaluate the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013 ('the Act'), in relation to the Annual Accounts for the Financial Year 2017-18, your Directors confirm that:

- a. The Annual Accounts of the Company have been prepared on a going concern basis;
- b. In the preparation of the Annual Accounts, the applicable accounting standards had been followed and there are no material departures;
- c. The accounting policies selected were applied consistently and the judgments and estimates related to these annual accounts have been made on a prudent and reasonable basis, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018, and of the profits of the Company for the year ended on that date;
- d. Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, to safeguard the assets of the Company and to prevent and detect any fraud and other irregularities;
- e. Requisite internal financial controls to be followed by the Company were laid down and that such internal financial controls are adequate and operating effectively; and
- f. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL**Appointed / Re-appointed**

During the year under review Mrs. Dhruva Thakkar (DIN: 05352292) was appointed as Independent Director of the Company w.e.f. 29th May, 2017.

Ms. Karishma Jain (DIN 03053010), Executive Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re appointment. Your Board recommends her re-appointment.

Number of meetings of Board of Directors

During the financial year under review, 5 (Five) meetings of the Board were held on May 29, 2017, July 25, 2017, September 14, 2017, December 12, 2017, and February 14, 2018. The details of number of meeting attended by each directors are given in corporate governance report.

Committees of Board

In compliance with the requirements of Companies Act, 2013 and SEBI(LODR)Regulations,2015 your Board had constituted various Board Committees including Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. Details of the constitution of these Committees, terms of reference, number of meetings held during the year under review along with attendance of Committee Members therein forms part of the Corporate Governance Report .

Meeting of Independent Directors

The Independent Directors of the Company at their meeting held on 14th February, 2018 reviewed the performance of non-independent directors and the Board as a whole including the Chairman of the Company by taking into consideration views expressed by the executive directors and non-executive directors at various levels pertaining to the quality, quantity and timeliness of flow of information between the Company, management and the Board and expressed satisfaction.

Declaration from Independent Directors

The Company has received the necessary declarations from each Independent Director under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulations 16(b) and 25 of the SEBI Listing Regulations.

Policy on Directors' Appointment and Remuneration

The Board has on the recommendation of the Nomination and Remuneration Committee, framed a policy for the selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy and the details pertaining to the remuneration paid during the year are furnished in the Corporate Governance Report which forms part of this report.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013, SEBI Listing Regulations and Circulars and Guidance Notes issued by SEBI in this regard, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees.

STATUTORY AUDITORS AND HIS REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation made by the Audit Committee of the Board of Directors of the Company, M/s. Motilal & Associates, having Registration No. 106584W allotted by The Institute of Chartered Accountants of India (ICAI), was appointed as the Statutory Auditors of the Company from the conclusion of the 24th AGM of the Company held on 8th September 2017 till the conclusion of the 29th AGM to be held in the year 2022, subject to ratification of their appointment at every AGM. Accordingly, a Resolution seeking the ratification of the Members for their appointment is included at Item No. 3 of the Notice convening the AGM.

There is no qualification, reservation or adverse remark or disclaimer in audit report issued by the auditors of the Company.

SECRETARIAL AUDITOR AND HIS REPORT

The secretarial audit report on the compliance of the applicable Acts, Laws, Rules, Regulations, Guidelines, SEBI (LODR) etc. stipulated by the provisions of section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report as **Annexure – III**. There is no qualification, reservation or adverse remark or disclaimer in audit report issued by the Secretarial Auditors of the Company.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/ transactions entered by the Company during the financial year with related parties were on an arm's length basis and in the ordinary course of business and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. There are no materially significant Related Party Transactions by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large and accordingly no transactions are required to be reported in Form AOC-2 as per

Section 188 of the Companies Act, 2013 which is annexed as **Annexure –IV**.

SEXUAL HARASSMENT

The Company's Policy on Prevention of Sexual Harassment at workplace is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. During the financial year 2017-18, there were no complaints received under this category. Further, the Company is committed to provide a safe and helpful work environment to all employees.

PARTICULAR OF EMPLOYEES

Considering the provisions of Section 197(12) of the Act read with the relevant rules and having referred to provisions of the First Proviso to Section 136(1) of the Act, the Annual Report is being sent to the members of the Company, excluding details of particulars of employees and related disclosures. The said information/details are available for inspection at the Registered Office of the Company during working hours, on any working day. Any Member interested in obtaining this information may write to the Company Secretary and this information would be provided on request.

CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 are given in **Annexure - V** annexed hereto and forms part of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS IMPACTING GOING CONCERN STATUS AND COMPANY'S STATUS IN FUTURE

No significant and material order has been passed by the Regulators, Courts and Tribunals impacting the going concern status and the Company's operations in future.

ACKNOWLEDGEMENTS

The Board wishes to place on record their deep sense of appreciation to the contribution made by employees at all levels and also extend special thanks to all the stakeholders and various Government agencies for their continued patronage and support.

For and on behalf of Board of Directors

Date : 14.08.2018
Place: Mumbai

Sd/-
Shantanu Sheorey
Director
DIN: 00443703

Sd/-
Cyrus Bhot
Director
DIN: 00443874

Annexure-I**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

	Sl. No.	U92120MH2008PTC185501
1	Name of the subsidiary	Four Lions Films Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as that of Holding Company.
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable
4	Share capital	Rs. 10,20,400
5	Reserves and surplus	Rs. 1,89,29,384
6	Total assets	Rs. 208,440,951
7	Total Liabilities	Rs. 208,440,951
8	Investments	NIL
9	Turnover	Rs. 69,01,94,946
10	Profit before taxation	Rs. 27,215,451
11	Provision for taxation	Rs. 15,22,960
12	Profit after taxation	Rs. 25,692,491
13	Proposed Dividend	Nil
14	% of shareholding	51%

Part B Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates or Joint Ventures	NA
1. Latest audited Balance Sheet Date	NA
2. Shares of Associate or Joint Ventures held by the company on the year end	NA
No.	NA
Amount of Investment in Associates or Joint Venture	NA
Extent of Holding (in percentage)	NA
3. Description of how there is significant influence	NA
4. Reason why the associate/joint venture is not consolidated	NA
5. Networth attributable to shareholding as per latest audited Balance Sheet	NA
6. Profit or Loss for the year	NA
i. Considered in Consolidation	NA
ii. Not Considered in Consolidation	NA
7. Name of associates or Joint Venture which are yet to commence operations	NA
8. Names of the associates or Joint Ventures which have been liquidated or sold during the year.	NA

For and on behalf of Board of Directors

Date : 14.08.2018
Place: Mumbai

Sd/-
Shantanu Sheorey
Director
DIN- 00443703

Sd/-
Cyrus Bhot
Director
DIN- 00443874

Annexure - II
FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i	CIN	L93000MH1993PLC072467
ii	Registration Date	18/06/1993
iii	Name of the Company	52 WEEKS ENTERTAINMENT LIMITED
iv	Category/Sub-category of the Company	Public Company
v	Address of the Registered office & contact details	Unit No. 501, 5 th Floor, Morya Blue Moon , Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W) Mumbai-400053 Web:- www.52weeksentertainment.com Email:- 52weeksentitd@gmail.com Contact No- 022-40167088, 022- 22842127
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Universal Capital Securities Pvt Ltd 21, Shakeel Niwas, Opp Satya Saibaba Temple, Mahakali Caves Road, Andheri (East) Mumbai-400 093 Tel No:+91-22-28366620 Email – info@unisec.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SI No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Movies & TV Serial Production	5911	100

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	FOUR LIONS FILMS PRIVATE LIMITED Unit No. 501, 5 th Floor, Morya Blue Moon , Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W) Mumbai-400053 Contact No- 022-40167088, 022- 22842127	U92120MH2008PTC185501	SUBSIDIARY	51%	2(87)ii

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category code	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Promoters									
1	Indian									
(a)	Individual/ HUF	0	3268610	3268610	9.37	0	3268610	3268610	9.37	0.00
(b)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Bodies Corp	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Any Other									
e-i	Person acting in concert	5010	16930	21940	0.06	5010	16930	21940	0.06	0.00
	Sub-total(A)(1)	5010	3285540	3290550	9.43	5010	3285540	3290550	9.43	0.00
2	Foreign									
A	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
B	Other-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
C	Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
D	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
E	Other(Specify)									
e-i										
e-ii										
	Sub-total(A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter (A)(1)+(A)(2)	5010	3285540	3290550	9.43	5010	3285540	3290550	9.43	0.00
(B)	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00

g)	Fils	261897	0	261897	0.75	0	0	0	0.00	-0.75
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i)	Others (specify)									
(i-i)										
(i-ii)										
	Sub-total (B)(1)	261897	0	261897	0.75	0	0	0	0.00	-0.75
(B) (2)	Non-Institutions									
a)	Bodies Corp.									
(i)	Indian	10800250	38940	10839190	31.08	11527564	38940	11566504	33.16	2.09
(ii)	Overseas			0	0.00			0	0.00	0.00
b)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	59405	184810	244215	0.70	285650	184810	470460	1.35	0.65
(ii)	Individual shareholders holding nominal share capital in excess of Rs 1 lakh	15081860	1826900	16908760	48.48	16516456	1826900	18343356	52.59	4.11
c)	Others(Specify)									
i)	Clearing Members	3335378	0	3335378	9.56	1204870	0	1204870	3.45	-6.11
ii)	Trusts			0	0.00			0	0.00	0.00
iii)	NRI/ OCBs	10	0	10	0.00	4260	0	4260	0.01	0.01
iv)	Foreign Nationals			0	0.00			0	0.00	0.00
v)	Foreign Corporate Body			0	0.00			0	0.00	0.00
	Sub-Total (B)(2)	29276903	2050650	31327553	89.82	29538800	2050650	31589450	90.57	0.75
(B)	Total Public Shareholding (B)=(B)(1)+ (B)(2)	29538800	2050650	31589450	90.57	29538800	2050650	31589450	90.57	0.00
	Total (A)+(B)	29543810	5336190	34880000	100.00	29543810	5336190	34880000	100.00	0.00
(C)	Shares held by Custodian for GDRs & ADRs								0.00	0.00
	Grand Total (A)+(B)+(C)	29543810	5336190	34880000	100.00	29543810	5336190	34880000	100.00	0.00

ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2017)			Shareholding at the end of the year (31.03.2018)			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	NAYANTARA KATKAR SHEOREY	37310	0.11	0.00	37310	0.11	0.00	0.00
2	NIMA SUSHIL WELINKAR	2600	0.01	0.00	2600	0.01	0.00	0.00
3	SANGEETA W WELINKAR	10	0.00	0.00	10	0.00	0.00	0.00
4	SHANTANU SHEOREY	3231300	9.26	74.85	3231300	9.26	74.85	0.00
5	SUSHIL WAMAN WELINKAR	800	0.00	0.00	800	0.00	0.00	0.00
6	VIJAY B SHEOREY	13010	0.04	0.00	13010	0.04	0.00	0.00
7	VIVEKANAND SHEOREY	510	0.00	0.00	510	0.00	0.00	0.00
8	WAMAN S WELINKAR	5010	0.01	0.00	5010	0.01	0.00	0.00
Total		3290550	9.43	74.85	3290550	9.43	74.85	0.00

iii. Change in Promoters' Shareholding (Please Specify if there is no change)

SI. No.		Share holding at the beginning of the Year (01.04.2017)		Cumulative Share holding during the year (31.03.2018)	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	3290550	9.43		
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change	No change	No change	No change
	At the end of the year			3290550	9.43

iv. Shareholding pattern of top ten Shareholders (Other than Directors, Promoters and holders of GDRs and ADRs)

Sr.No	Name of the Shareholder		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	R K STOCKHOLDING PVT. LTD		1462761	4.19		
	07/04/2017	Transfer	109660	0.31	1572421	4.51
	14/04/2017	Transfer	-10	0.00	1572411	4.51
	21/04/2017	Transfer	-25040	-0.07	1547371	4.44
	28/04/2017	Transfer	128200	0.37	1675571	4.80
	19/05/2017	Transfer	-61200	-0.18	1614371	4.63
	02/06/2017	Transfer	-1590952	-4.56	23419	0.07
	16/06/2017	Transfer	-10	0.00	23409	0.07
	14/07/2017	Transfer	22000	0.06	45409	0.13
	22/12/2017	Transfer	-33409	-0.10	12000	0.03
	30/12/2017	Transfer	3000	0.01	15000	0.04
	02/03/2018	Transfer	254474	0.73	269474	0.77
2.	SHRIRAM CREDIT COMPANY LIMITED		1228267	3.52		
	19/05/2017	Transfer	-80784	-0.23	1147483	3.29
	02/06/2017	Transfer	-136015	-0.39	1011468	2.90
	23/06/2017	Transfer	43621	0.13	1055089	3.02
	22/09/2017	Transfer	-20	0.00	1055069	3.02
	27/10/2017	Transfer	-100	0.00	1054969	3.02
	02/03/2018	Transfer	-60545	-0.17	994424	2.85
3.	SOUTH ASIAN STOCKS LIMITED		659798	1.89		
	26/05/2017	Transfer	-659798	-1.89	0	0.00
4.	ORANGE MIST PRODUCTIONS PRIVATE LIMITED		635214	1.82		
	16/06/2017	Transfer	18800	0.05	654014	1.88
	10/11/2017	Transfer	150	0.00	654164	1.88
5.	SPARKLE SECURITIES SOLUTIONS PVT LTD		633680	1.82		
	04/07/2017	Transfer	-89625	-0.26	544055	1.56
	31/03/2018	Transfer	-544055	-1.56	0	0.00
				1.35		
6.	SIVARAMA PRASAD CHITTURI		600100	1.72	600100	1.72
7.	LEELADEVI BHOLARAM AGRAWAL		600100	1.72	600100	1.72
8.	SRINIVAS RAO KATRAGADDA		600100	1.72	600100	1.72
9.	ASHORE TRADING PRIVATE LIMITED		577000	1.65	577000	1.65
10.	PRABHUDAS LILLADHER PVT. LTD.		554335	1.59		
	14/04/2017	Transfer	106350	0.30	660685	1.89
	15/09/2017	Transfer	48450	0.14	709135	2.03
11.	HEROIC MERCANTILE		0	0.00		
	07/07/2017	Transfer	154497	0.44	154497	0.44
	25/08/2017	Transfer	699712	2.01	854209	2.45
	15/09/2017	Transfer	-76200	-0.22	778009	2.23
	27/10/2017	Transfer	-42560	-0.12	735449	2.11
	08/12/2017	Transfer	-21	0.00	735428	2.11
	31/03/2018	Transfer	118770	0.34	854198	2.45
12.	AARTI SINGAL		0	0.00		
	26/05/2017	Transfer	659798	1.89	659798	1.89
13.	TANIKA MERCANTILE PRIVATE LIMITED		0	0.00		
	02/06/2017	Transfer	637362	1.83	637362	1.83
	31/03/2018	Transfer	-74862	-0.21	562500	1.61

v. Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Share holding at the beginning of the Year (01.04.2017)		Cumulative Share holding during the year (31.03.2018)	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1.	Shantanu Sheorey				
	At the beginning of the year	3231300	9.26		
	Date wise Increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change	No change	No change	No change
	At the end of the year			3231300	9.26

V. INDEBTNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	11,84,10,033	-	11,84,10,033
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	11,84,10,033	-	11,84,10,033
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	-	-	-	-
Reinstatement	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	11,84,10,033	-	11,84,10,033
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	11,84,10,033	-	11,84,10,033

VI . REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sr.No	Particulars of Remuneration	Name of the MD/WTD/Manager/Director Ms. Karishma Jain	
1	Gross salary		Total Amount
	(a) Salary as per Provisions contained in section 17(1) of the Income Tax. 1961.	6,00,000	6,00,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	others (specify)	-	-
5	Others, please specify	-	-
	Total (A)	6,00,000	6,00,000
	Ceiling as per the Act		

B. REMUNERATION TO OTHER DIRECTORS

Sr.No	Particulars of Remuneration	Name of the Directors				Total Amount
1	Independent Directors	Mr. Suryakant Kadakane	Mr. Vipin Champawat	Mrs. Dhruva Thakkar	Mrs. Preeti Doshi	
	(a) Fee for attending board committee Meetings	14,000	10,000	6,000	10,000	40,000
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	Total (1)	14,000	10,000	6,000	10,000	40,000
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	14,000	10,000	6,000	10,000	40,000
	Overall Ceiling as per the Act.					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	CS	CFO
1	Gross Salary	-	9,57,609	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-		
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	-	9,57,609	-

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of The Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeall made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and on behalf of Board of Directors

Date : 14.08.2018
Place: Mumbai

Sd/-
Shantanu Sheorey
Director
DIN-00443703

Sd/-
Cyrus Bhot
Director
DIN-00443874

Annexure - III
FORM NO. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2018

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To,
The Members,
52 WEEK ENTERTAINMENT LTD.
Unit No. 501, 5th Floor, Morya Blue Moon,
Opp. City Mall, Andheri Lokhandwala Road,
Andheri West, Mumbai 400053.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **52 Week Entertainment Limited** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions of the applicable acts listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 2018 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act");
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;#
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;#
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008#;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009#; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998#.

The Regulations or Guidelines, were not applicable for the period under review.
- vi. The following are the other Laws as specifically applicable to the Company:
 - a) The Copyright Act, 1957;
 - b) Cinematograph Act, 1952;

We have relied on the representation made by the Company and its officers for system and mechanism formed by the Company for compliance under other applicable, Acts, Laws and Regulations.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.

- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"]

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation:

- Shareholding of all promoters(s)/promoters group is not in dematerialised form, although the Company has applied for exemption from the provisions of 100% shareholding of the promoters/promoters group in dematerialised form.

We further Report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that there is a scope to improve systems and processes in the Company and operations of the Company to monitor and ensure compliances with applicable Laws, Rules, regulations and guidelines.

We further report that during the year under report, the company had the following one event which had bearing on the state of the affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines etc.

- Trading of securities of the company was suspended by Bombay Stock Exchange (BSE), Company had filed an appeal to Securities Appellate Tribunal (SAT) and revocation of suspension order had been passed by the SAT. Further, SAT order had been challenged by BSE in Hon'ble Supreme Court of India and the matter is still pending with the Hon'ble Supreme Court.

**For Rohit Oza & Co.
Company Secretaries**

**Place: Mumbai
Date: 14th August, 2018**

**Sd/-
CS Rohit Oza
Proprietor
ACS No.: 33497
COP No. : 16076**

Note: This report is to be read with our letter of even date that is annexed as Annexure I and forms an integral part of this report.

ANNEXURE I

To,
The Members,
52 WEEK ENTERTAINMENT LTD.
Unit No. 501, 5th Floor, Morya Blue Moon,
Opp. City Mall, Andheri Lokhandwala Road,
Andheri West, Mumbai 400053

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Rohit Oza & Co.
Company Secretaries

Place: Mumbai

Date: 14th August, 2018

Sd/-
CS Rohit Oza
Proprietor
ACS No.: 33497
COP No. : 16076

**Annexure - IV
FORM NO. AOC-2**

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

1. Details of contracts or arrangements or transactions not at arm's length basis : Nil
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188.
2. Details of material contracts or arrangement or transactions at arm's length basis : Nil
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

For and on behalf of Board of Directors

**Date : 14.08.2018
Place: Mumbai**

**Sd/-
Shantanu Sheorey
Director
DIN- 00443703**

**Sd/-
Cyrus Bhot
Director
DIN- 00443874**

Annexure - V

Particulars under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are given as under

(A) Conservation of Energy:-

(i)	the steps taken or impact on conservation of energy	Company ensures that the operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved
(ii)	the steps taken by the company for utilising alternate sources of energy;	No alternate source has been adopted
(iii)	the capital investment on energy conservation equipments;	No specific investment has been made in reduction in energy consumption

(B) Technology Absorption :-

(i)	the efforts made towards technology absorption;	No outside technology is used by the Company
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution;	Not Applicable
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	(a) the details of technology imported : Nil (b) the year of import: NA (c) whether the technology been fully absorbed: NA (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and : NA
(iv)	the expenditure incurred on Research and Development.	Not Applicable

(C) Foreign exchange earnings and Outgo :-

As regards, the Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows, members are requested to refer to Note No. 27 in notes forming part of accounts for the year ended 31st March, 2018.

Date : 14.08.2018
Place: Mumbai

For and on behalf of Board of Directors

Sd/-
Shantanu Sheorey
Director
DIN- 00443703

Sd/-
Cyrus Bhot
Director
DIN- 00443874

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**COMPANY OVERVIEW**

We have been in the business for over so many years. Over the years we have garnered numerous appreciation and awards for our productions. We are known to make history and have had several successful shows. Today we provide and have provided content for all the major broadcasters such as Starplus, Zee tv, Sony, &Tv, Starone.

Four Lions Films Private Limited is a 51% subsidiary of 52 Weeks Entertainment Limited. It has established itself in the market for its quality programming and created a niche in a competitive environment. In a span of so many years of its operations, it worked on a couple of TV shows which were well-appreciated by the audiences. Some of the recent Tv shows are as follows

TV Shows Aired during the year

1. Kulfi Kumar Bajewala

It is the television series of Four Lions films which is released on end of fourth quarter i.e. 19th March, 2018. The story follows the journey of a young singing prodigy Kulfi, who sets out to find her father, Sikandar Singh Gill.

2. Ishqbaaz

The show is produced by our subsidiary Company i.e Four Lions Films Private Limited. It revolves around three brothers Nakuul Mehta, Leenesh Mattoo and Kunal Jaisingh. The story will reflect three faces of life, mind, soul and body.

3. Dil Bole Oberoi (ended in Q1 FY 17-18)

It is the television series of Four Lions Films and spin-off of the Ishqbaaz. After the success of the Mahasangam i.e. crossover episodes of Ishqbaaz and Dil Bole Oberoi, producers decided to merge the two series back into a single show.

Dil Bole Oberoi focus on Kunal Jaisingh and Shrenu Parikh's love track along with the Oberoi family's story. It show the love stories of the brothers Omkara and Rudra.

4. Iss Pyar Ko Kya Naam Doon 3 (ended in Q3 FY 17-18)

Iss Pyaar Ko Kya Naam Doon 3 is an Indian Hindi romance drama finite television series that aired on Star Plus from July 3, 2017. it is the third incarnation of the Iss Pyaar Ko Kya Naam Doon? franchise made by Four Lions Films Private Limited.

MOVIE RELEASED AFTER MARCH**1. RANANGAN**

The movie convincingly manages to convey the message "what goes around comes around". Ranangan is a powerful and a gripping family revenge story. It is produced by 52 Weeks Entertainment Ltd.

FINANCIAL AND OPERATIONAL PERFORMANCE

The income from operations on standalone basis increased to Rs. 470.03 lacs from Rs. 180.60 lacs in the previous year (increased by 38.42%). Total expenditure of the Company increased from Rs. 28.42 lacs to Rs. 308.23 lacs. Profit before tax and after tax in the current year stood the same i.e. Rs. 161.80 lacs. There is no tax in the current year.

OUTLOOK

The Indian Media & Entertainment industry is on an impressive growth path. Value creation for our shareholders is our perennial motto. We continue to make concrete strategies to ensure we leverage our leadership market position. We continue to create capabilities, infrastructure, content and platforms aligned to emerging consumer preferences and audience behaviour

RISK FACTORS

The Company operates in highly competitive environment that is subject to innovations, changes and varying levels of resources available to each player in each segment of business. Ever changing trends in Media sector, It may not be possible to consistently predict changing audience tastes. People's tastes vary quite rapidly along with the trends and environment they live in. In this market it is virtually impossible to predict whether a particular show or serial would do well or not. The success of any new Serial, movie depends on various factors, including the quality of programming, price, extent of marketing, competition etc.

INTERNAL CONTROL SYSTEM

With reference to financial statements, the Company has in place adequate financial controls in form of policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

HUMAN RESOURCE

52 Weeks values the contributions of its employees and encourages employees to recognise new opportunities and create value and perform better. It has built a work culture that attracts, motivates and retains the best industry talent through a combination of fixed remuneration, bonuses and other incentives. 52 Weeks is an equal opportunity employer where all employees are treated fairly without any discrimination on the grounds of gender, marital status, race, color, nationality, ethnic or national origin, religion, disability or sexual orientation.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic developments within the country, demand and supply conditions in the industry, input prices, changes in Government regulations, tax laws and other factors such as litigation and industrial relations

CORPORATE GOVERNANCE**I. CORPORATE GOVERNANCE PHILOSOPHY**

The basic philosophy of Corporate Governance in our organization emphasizes on highest levels of transparency, accountability, awareness and equity in all respect of its operations. The Company believes that good corporate governance is essential to ensure a healthy growth of business organisation. It has always been the endeavour to ensure utmost transparency and comply with the best of legal and regulatory norms.

The Company is fully in compliance with the requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Subregulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as "Listing Regulations").

II. BOARD OF DIRECTORS**A. COMPOSITION AND CATEGORY OF DIRECTORS**

The Board of the Company consists of a mix of Executive as well as Non-Executive Directors with a woman director present on its Board. "The Board" is entrusted with the implementation of the activities of the Company in an effective and efficient manner as well as it is bestowed with the ultimate responsibility of the Management.

The Board of the Company currently comprises of 8 (Eight) Directors out of which 4 (four) are Executive Directors and 4 (Four) are Non-Executive Independent Directors. The Chairman of the Board is a Executive Director.

B. TERMS OF REFERENCE

The composition of the Board satisfies the requirements of Regulation 17 of the SEBI Listing Regulations read with Schedule II Part A and Section 149 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017.

C. BOARD MEETING, ATTENDANCE AND DIRECTORSHIP

During the financial year under review, 5 (Five) meetings of the Board were held on May 29, 2017, July 25, 2017, September 14, 2017, December 12, 2017, and February 14, 2018.

The notice of the Board meeting is given well in advance to all the Directors. The Agenda of the Board / Committee Meetings is set up by the Company Secretary in consultation with the Chairman of the Company and includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision. The Agenda for the Board and Committee Meeting cover items set out as per the guidelines in Listing Regulations to the extent it is relevant and applicable.

Attendance at Board meetings, Last Annual General Meeting, number of directorships in other companies and membership in committees across various companies are as follows:

Name & Category of Director	Attendance at		No of Directorship in other Public Companies	No. of Committee positions held in other public Companies as	
	Board Meeting	AGM held on 8 th September, 2017		Member	Chairman
Cyrus Bhot (Executive Director)	5	Yes	0	0	0
Joe Rajan Valiyaveetil (Executive Director)	5	No	0	0	0
Shantanu Sheorey (Executive Director)	5	No	0	0	0
Karishma Jain (Executive Director)	5	Yes	0	0	0
Suryakant Kadakane (Non Executive Independent Director)	5	No	2	0	3
Vipin Champawat (Non Executive Independent Director)	5	Yes	1	1	1
Preeti Doshi (Non Executive Independent Director)	5	No	2	2	0
Dhrupa Thakkar (Non Executive Independent Director)	4	No	1	0	0

Notes:

- Directors have affirmed compliance w.r.t. the applicable number of Committee positions and Chairmanship as per Regulation 26 of SEBI (LODR), 2015.
- Directorships held by Directors in the aforementioned table do not include Private Limited Companies, Foreign Companies, Section 8 Companies, Alternate Directorships and One Person Companies. All other Public Limited Companies except 52 Weeks Entertainment Limited whether listed or not, have been considered in the aforementioned table.
- Memberships / Chairmanships of only the Audit Committee and the Stakeholders Relationship Committee of the public limited companies except 52 weeks Entertainment Limited whether listed or not, have been considered. All other companies including private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 have been excluded.
- None of the Directors are related to each other

III. COMMITTEES OF BOARD

The Board have established the Statutory Committees. The Board Committees plays a crucial role in the Governance Structure of the Company and have constituted to deal with specific areas / activities which

concern the Company and need a closer review.

Currently, there are three Committees of the Board – the Audit Committee, the Nomination and Remuneration Committee, the Stakeholders Relationship Committee. The terms of reference of these Committees are determined by the Board from time to time. The composition, name of members and attendance and the meetings of these Committees are enumerated below:

A. AUDIT COMMITTEE

• COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises of 3(Three) Directors namely Mr. Vipin Champawat, Mr. Suryakant Kadakane and Mr. Cyrus Bhot. All members of audit committee are financially literate and having accounting and financial management expertise. The composition of the Audit Committee is in accordance with the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015.

• ROLE, RESPONSIBILITY AND TERMS OF REFERENCE OF AUDIT COMMITTEE

The role, responsibility and terms of reference of audit committee are in conformity with the powers as stipulated in Regulation 18 read with Schedule II Part C of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

• DETAILS OF MEETINGS OF AUDIT COMMITTEE, ATTENDANCE OF DIRECTORS AT THE MEETING ARE AS FOLLOWS

The Audit Committee met 4(Four) times during the financial year ended 31st March, 2018 on May 29, 2017, September 14, 2017, December 12, 2017, and February 14, 2018. The intervening period between two Audit Committee Meetings is well within the maximum time gap of one hundred and twenty days as prescribed under the SEBI (LODR) Regulations. The necessary quorum was present for all the Meetings. The Company Secretary acts as Secretary to the Audit Committee.

The names of Members and Chairperson of the Audit Committee, Meetings held and attendance thereof during the Financial Year 2017 - 2018 are as given below :-

Name of Directors	Position	No. of Meeting	
		Held	Attended
Mr. Vpin Champavat	Chairman	4	4
Mr. Suryakant Kadakane	Member	4	4
Mr. Cyrus Bhot	Member	4	4

B. NOMINATION AND REMUNERATION COMMITTEE

• COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee comprises of 3(Three) Directors namely Mr. Vipin Champawat, Mr. Suryakant Kadakane and Ms. Preeti Doshi all of whom are Non - Executive Independent Directors. The composition of the Nomination and Remuneration Committee is in accordance with the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015.

• ROLE, RESPONSIBILITY AND TERMS OF REFERENCE OF AUDIT COMMITTEE

The role, responsibility and terms of reference of nomination and remuneration committee are in conformity with the powers as stipulated in Regulation 19 read with Schedule II Part D of the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013.

• **DETAILS OF MEETINGS OF NOMINATION AND REMUNERATION COMMITTEE, ATTENDANCE OF DIRECTORS AT THE MEETING ARE AS FOLLOWS**

The Nomination and Remuneration Committee met once on May 29, 2017 during the financial year ended 31st March, 2018. The names of Members and Chairperson of the Nomination and Remuneration Committee, Meetings held and attendance thereof during the Financial Year 2017 - 2018 are as given below:-

Name of Directors	Position	No. of Meeting	
		Held	Attended
Mr. Vpin Champavat	Chairman	1	1
Mr. Suryakant Kadakane	Member	1	1
Ms. Preeti Doshi	Member	1	1

• **REMUNERATION POLICY FOR EXECUTIVE AND NON EXECUTIVE AND INDEPENDENT DIRECTORS ARE AS FOLLOWS :**

EXECUTIVE DIRECTORS :

The remuneration if payable to executive directors shall be paid in consultation with the Nomination & Remuneration Committee who decides the remuneration structure for Executive Directors by considering the financial position of the Company, qualification, experience of the directors, trend in the industry, past performance, past remuneration and limits prescribed for remuneration of Executive Directors i.e 10 % of net profit of the company calculated in the manner prescribed under the Companies Act, 2013 and subject to necessary approvals thereunder. The Nomination & Remuneration Committee ensures that remuneration, if any, payable to executive directors does not exceeds the prescribed limits.

NON EXECUTIVE AND INDEPENDENT DIRECTORS :

The Non-Executive and Independent Directors of the Company may be paid remuneration periodically or may be paid commission within the overall limit of 1% of the Net Profit of the Company calculated in the manner prescribed under the Companies Act, 2013 and subject to necessary approvals thereunder. In addition to commission if any, Non-Executive Directors are paid sitting fees and actual reimbursement of expenses incurred for attending each meeting of the Board and Committees.

Remuneration paid to the Directors for the year ended on 31st March, 2018 are as follows :
(Amount in Rs.)

Sr.No	Name of Directors	Sitting Fees	Salary and Perquisites	Commission	No. of shares Held
1	Mr. Cyrus Bhot	Nil	Nil	Nil	Nil
2	Mr. Joe Rajan Valiyaveetil	Nil	Nil	Nil	Nil
3	Mr. Shantanu Sheorey	Nil	Nil	Nil	3231300
4	Ms. Karishma Jain	Nil	6,00,000	Nil	Nil
5	Mr. Suryakant Kadakane	14,000	Nil	Nil	Nil
6	Mr. Vipin Shantilal Champawat	10,000	Nil	Nil	Nil
7	Mrs. Preeti Doshi	10,000	Nil	Nil	Nil
8	Mrs. Dhruva Thakkar	6,000	Nil	Nil	Nil

C. STAKEHOLDER RELATIONSHIP COMMITTEE

• **COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholder Relationship Committee of the Board comprised of 4(Four) Directors namely Mr. Vipin Champawat, Mr. Joe Rajan Valiyaveetil, Mr. Shantanu Sheorey and Ms. Karishma Jain. The composition of the Stakeholders Relationship Committee is in accordance with the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015.

• **ROLE, RESPONSIBILITY AND TERMS OF REFERENCE OF STAKEHOLDERS RELATIONSHIP COMMITTEE**

The role, responsibility and terms of reference of stakeholders relationship committee are in conformity with the powers as stipulated in Regulation 20 read with Schedule II Part D of the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013.

• **DETAILS OF MEETINGS OF STAKEHOLDERS RELATIONSHIP COMMITTEE, ATTENDANCE OF DIRECTORS AT THE MEETING ARE AS FOLLOWS**

The Stakeholders Relationship Committee met 4(Four) times on May 29, 2017, September 14, 2017, December 12, 2017, and on February 14, 2018 during the financial year ended 31st March, 2018. The requests for transfer, transmission, rematerialisation, dematerialization etc of shares of the Company are processed by the Registrar and Share Transfer Agent and noted by the committee in their meeting. The names of members and chairperson of the Stakeholders Relationship Committee, Meetings held and attendance thereof during the Financial Year 2017 - 2018 are as given below :-

Name of Directors	Position	No. of Meeting	
		Held	Attended
Mr. Vipin Champawat	Chairman	4	4
Mr. Shantanu Sheorey	Member	4	4
Mr. Joe Rajan Valiyaveetil	Member	4	4
Mr. Cyrus Bhot	Member	4	4

• **NAME AND DESIGNATION OF COMPLIANCE OFFICER**

Mr. Romin Shah act as Company Secretary and Compliance Officer of the Company.

• **STATUS OF SHAREHOLDERS COMPLAINTS**

The Company has a User ID and Password in place for logging into the SEBI Complaints Redressal System 'SCORES' and can view the complaints which have been lodged by the shareholders. The Company ensures that timely redressals are made against any complaints raised by the shareholders relating to registration of share transfers, issue of new share certificates, subdivision or consolidation of shareholdings etc. The company has not received any complaints from investors during the year under review.

IV. DISCLOSURES

(i) **Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large**

No such transactions took place during the year ended 31st March, 2018. The Board has approved a policy on materiality of related party transactions and on dealing with related parties and the same is posted on the Company's website at www.52weeksentertainment.com

(ii) **Disclosure by Senior Management in accordance with Regulation 26(5) of the SEBI Listing Regulations**

For the financial year ended 31st March, 2018 the Senior Management Personnel of the Company has confirmed to the Board of Directors that they do not have any personal interest relating to material,

financial and commercial transactions entered into with the Company that may have a potential conflict with the interests of the Company at large.

(iii) Disclosures on Compliance of Law

The Company has complied with the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. No penalties or strictures were imposed by SEBI, Stock Exchanges, or any statutory authorities on any matter related to capital markets during the last three years.

(iv) Vigil Mechanism / Whistle Blower Policy

The Company has a Whistle Blower Policy / Vigil Mechanism which is posted on the website of the Company at www.52weeksentertainment.com for its Directors and employees to report their concerns about the Company's working or about any violation of its policies. The vigil mechanism provides for adequate safeguards against victimization of Director (s) or Employee (s) or any other person who avail the mechanism and also provide direct access to the Chairperson of the Audit Committee.

(v) Code for Prevention of Insider Trading Practices

In compliance with the SEBI Regulation on Prohibition of Insider Trading, the Company has in place a comprehensive code of conduct for its Directors and Senior Management Officers. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with the shares of the Company. The code clearly specifies, among other matters, that Directors and specified employees of the Company can trade in the shares of the Company only during 'Trading Window Open Period'. The trading window is closed during the time of declaration of results, dividend and other material events, as per the Code and the same is posted on the website of the Company at www.52weeksentertainment.com.

(vi) Details of compliance with mandatory requirements and adoption of discretionary requirements

All mandatory requirements have been complied with and the company has not adopted any discretionary requirements.

(vii) Policy for determining 'material' subsidiaries

The Company has adopted Policy for determining 'material' subsidiaries and the same is posted on the Company's website at www.52weeksentertainment.com.

(viii) Code of Conduct

The Company has adopted the "Code of Conduct for Board Members and Senior Management Personnel". The code is available on the website of the Company at www.52weeksentertainment.com. The Code of Conduct contains the duties of the Independent Directors as laid down in the Companies Act, 2013. All the Board members and the Senior Management Personnel of the Company have given a Declaration of Compliance with the Company's Code of Conduct during the year ended 31st March, 2018 which forms part of this report.

(ix) Familiarisation program for Independent Directors

Independent Directors are familiarised with their roles, rights and responsibilities in the Company as well as with the nature of industry and business model of the Company through induction programs at the time of their appointment as Directors and at regular intervals through deep-dive on various business segments of the Company. Details of Directors familiarisation program is available on Company's website at www.52weeksentertainment.com.

V. ANNUAL GENERAL MEETINGS

The location, date and time of the Annual General Meetings held during last 3 years along with Special Resolution(s) passed at these meetings are as under :

Financial Year Ended	Date and Time	Venue	Special Resolution Passed
31 st March, 2017	8 th September, 2017 at 11:30 a.m.	Unit No.501, 5th Floor, Morya Blue Moon Opp. Citi Mall Andheri Lokhandwala Road, Andheri (W) Mumbai - 400053.	1. Authorizing the Board of Directors for borrowing money upto Rs. 100 (One Hundred) Crores. 2. Approving creation of charge/security over the assets/undertaking of the Company in respect of borrowing. 3. Adoption of new Articles of Association of the Company in conformity with the Companies Act,2013.
31 st March,2016	30 th September, 2016 at 11.00 a.m.	Unit No.501, 5th Floor, Morya Blue Moon Opp. Citi Mall Andheri Lokhandwala Road, Andheri (W) Mumbai - 400053.	0
31 st March,2015	29 th September,2015 at 11 a.m.	Unit No. 305, Laxmi The Mall, Laxmi Industrial Estate, New Link Road Andheri (W), Mumbai – 4MMMRP.	0

VI. POSTAL BALLOT

No special resolution was passed during the year 2017-18 by way of postal ballot.

VII. MEANS OF COMMUNICATION

The quarterly results of the Company were announced within due time as per the statutory requirements and were sent to the Stock Exchanges. These results were also published in the leading newspapers such as Financial Express (English) and in Marathi newspaper Mumbai Mitra. The results are also posted on the Company's website: www.52weeksentertainment.com. Whenever the Company issues any press release, it is immediately sent to the Stock Exchanges as well as posted on the Company's website. This Annual Report has a detailed chapter on Management Discussion and Analysis.

VIII. GENERAL SHAREHOLDERS INFORMATION

- (i) **Date, Time and Venue of Shareholder's Meeting:** Date: 29th September, 2018
Time: 11.30 am
Venue: Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri Lokhandwala Road, Andheri (W), Mumbai - 400053.
- Financial Year:** 2017-18
- Book Closure:** 23rd September, 2018 to 29th September, 2018 (Both days inclusive)
- Dividend Payment Date :** Nil
- Corporate Identity Number:** L93000MH1993PLC072467
- (ii) **Name and address of Stock Exchange on which the Company is Listed:** BSE Limited (BSE)
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001.
The Company has paid Listing Fees for F.Y 2017-18 to Stock Exchange where its securities is listed.
- Stock Code:** 531925
- ISIN :** Equity- INE545N01019
- Name and address of Registrar & Share Transfer Agent :** M/S Universal Capital Securities Pvt Ltd
21, Shakil Niwas, Mahakali Caves Road, Andheri (E), 400093.
Tel: +91-02228207283/05
Email: info@unisec.in

(iii) Stock Market Data Relating To Equity Shares

Month	Open	High	Low	Close	Volume
Apr-17	152.30	152.30	117.95	133.50	3,63,496
May-17	133.00	134.00	99.10	101.60	7,53,994
June-17	96.55	101.35	95.00	95.00	2,26,199
July-17	90.25	90.25	90.25	90.25	25,001
Aug-17	85.75	85.75	57.05	57.05	2,27,484
Sep-17	58.20	54.20	38.00	38.00	1,65,685
Oct-17	36.10	36.10	19.75	19.75	1,57,179
Nov-17	18.80	18.80	11.80	11.80	6,719
Dec-17	11.80	11.80	10.26	10.26	1,86,893
Jan-18	10.06	10.06	7.19	7.19	1,71,704
Feb-18	7.19	7.19	4.11	4.19	7,01,729
Mar-18	4.12	4.59	4.11	4.11	2,15,418

(iv) Share Transfer System

Applications for transfers, transmission and transposition are received by the Company at its Registered Office or at the office(s) of its Registrars & Share Transfer Agent. If the shares of the Company are in dematerialised form, the transfers are duly processed by NSDL/CDSL through their respective depository participants. Shares which are in physical form are processed by the Registrars & Share Transfer Agent and the certificates are dispatched directly to the investors. The Company obtains from a Company Secretary in Practice half yearly certificate of compliance with the share transfer formalities as required under regulation 40(9) of the SEBI(LODR) Regulation, 2015 and files a copy of the certificate with the Stock Exchange where the company is listed.

(v) Distribution of Shareholding as on 31st March, 2018

No. of Equity Shares	Equity			
	Shareholders		No. of Shares	
	Number	% of Holding	Number	% of Capital
Upto 500	939	70.975	175599	0.503
501 – 1000	62	4.686	53584	0.154
1001 – 2000	43	3.250	68789	0.197
2001 – 3000	13	0.983	31552	0.090
3001 – 4000	12	0.907	44514	0.128
4001 – 5000	13	0.983	62300	0.179
5001 – 10000	29	2.192	217064	0.622
10001 and Above	212	16.024	34226598	98.127

(vi) Dematerialization of Shares & Liquidity

The Company's Equity are compulsorily traded in electronic (dematerialized) form on BSE. Under the Depository system, the ISIN allotted to Company's Equity Shares is INE545N01019.

Particulars	No. of Shares	Percentage
NSDL	15199423	43.58
CDSL	14344387	41.12
Physical	5336190	15.30
Total	34880000	100

As at March 31, 2018, 84.70% of the Equity Share Capital are held in electronic form.

(vii) Outstanding Convertible Securities

The Company has not issued any Convertible Securities in the past and hence as on March 31, 2018, the Company does not have any outstanding convertible Securities.

(viii) Commodity price risk or foreign exchange risk and hedging activities

Since the Company is engaged in broadcasting business, there are no risk associated with Commodity Price. Further the Company has not carried out any activity for hedging of foreign exchange risk.

(ix) Address for Investor Correspondence :**The Company Secretary****52 Weeks Entertainment Limited**

Unit No.501, 5th Floor, Morya Blue Moon
Opp. Citi Mall Andheri Lokhandwala Road,
Andheri (W) Mumbai - 400053.
Email : 52weeksentltd@gmail.com
Phone No. 022- 40167088, 022-22842127

Universal Capital Securities Private Limited

21, Shakeel Niwas, Mahakali Caves Road,
Andheri – (East), Mumbai – 400059
Phone No.022- 28207203 / 05
Email: - info@unisec.in

DECLARATION ON CODE OF CONDUCT

I, Shantanu Sheorey, Chairman hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended March 31st, 2018.

Date :- 14.08.2018

Place :- Mumbai

For 52 Weeks Entertainment Limited

Sd/-

Shantanu Sheorey

Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
52 Weeks Entertainment Limited

1. We, Motilal & Associates, Chartered Accountants, the Statutory Auditors of 52 Weeks Entertainment Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2018, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the company.
3. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI Listing Regulations during the year ended March 31, 2018.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Motilal & Associates,
Chartered Accountants
FRN: 106584W**

**Sd/-
Motilal Jain
Partner
Membership No. 036811**

**Date :- 14.08.2018
Place:- Mumbai**

CEO/CFO CERTIFICATE

To,
**The Board of Directors of
52 Weeks Entertainment Limited**

- A. We have reviewed financial statements and the cash flow statement of **52 Weeks Entertainment Limited** for the quarter and year ended on 31st March, 2018 and to the best of our knowledge and belief:
- (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (2) These statements together present a true and fair view of the listed entity affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the listed entity during the quarter and year ended on 31st March, 2018, which are fraudulent, illegal or violative of Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee
- (i) that there are no significant changes in internal control over financial reporting during the year.
 - (ii) that there are no significant changes in accounting policies during the year subject to the change in the same and that the same have been disclosed in the notes to the financial statements, if any and
 - (iii) that there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Date : 30.05.2018
Place: Mumbai**

**Sd/-
Shantanu Sheorey
Director
DIN: 00443703**

**Sd/-
Cyrus Bhot
Director & CFO
DIN: 00443874**

INDEPENDENT AUDITOR'S REPORT

To the Members of **52 WEEKS ENTERTAINMENT LIMITED**

REPORT ON THE STANDALONE IND AS FINANCIAL STATEMENTS

We have audited the accompanying standalone Ind AS financial statements of **52 WEEKS ENTERTAINMENT LIMITED** ('the Company'), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss, the Statement of Changes in Equity 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 STANDALONE IND AS 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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

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 standalone Ind AS 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 standalone Ind AS 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 and the Order issued under section 143(11) of the Act.

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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the

aforesaidstandalone Ind AS 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 31stMarch 2018 and its Profit , total comprehensive income, the changes in equity 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 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 including other comprehensive income, statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone Ind AS 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 31st March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (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 has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements, if any;
 - ii. the Company does not have any material foreseeable losses, on long-term contracts including derivative contracts; and
 - iii. The Company is not required to transfer any amounts to the Investor Education and Protection Fund by the Company.

For Motilal & Associates
Chartered Accountants
Registration No.:106584W

Sd/-
Motilal Jain
Partner
M. No. 036811

Place : Mumbai
Date :30/05/2018

“Annexure A” to the Independent Auditors' Report of even date on the Standalone IND AS Financial Statements of 52 Weeks Entertainment Limited

- (i) a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c. The Company does not own any Immovable property. Accordingly, paragraph 3(i)(c) of the Order is not applicable to the Company.
- (ii) As explained to us, the nature of the inventories of the Company are such that clause (ii) of paragraph 3 of the Order is not applicable to the Company.
- (iii) a. According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the Company has granted unsecured loans to five (5) parties covered in the register required to be maintained under section 189 of the Companies Act, 2013 and outstanding of five (5) parties covered, Total Loan amount granted during the year Rs 4.85 Cr., Maximum outstanding as on date 24.50 Cr. and Balance Outstanding as at balance sheet date Rs 13.53 Cr.
- b. In our opinion, the terms and conditions of the loans granted to **three** parties in the register maintained under section 189 of the Act were, prima facie, prejudicial to the interest of the Company on account of the fact that the loans granted are interest free.
- c. According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that there is no stipulation of schedule of repayment of principal and payment of interest for three (3) parties amongst the parties referred in the aforementioned point (Clause (iii) a).
- In absence thereof, we are unable to make comments on regularity of the repayment of principal and payment of interest for such three (3) parties. However, according to the information and explanations given to us and based on the audit procedures conducted by us, the loans to the extent demanded have been recovered during the year.
- (iv) In our opinion and according to the information and explanation given to us, the Company has advanced loan to Director/to a company in which the director is interested to which, the provisions of section 185 of the Companies Act, 2013 apply.

Name of Director	Private Company to which Loan is forwarded in which said Director is interested	Maximum Outstanding amount during the year	Amount Outstanding as at Balance sheet Date
Naresh Jain	Pranjali (India) Pvt. Ltd.	Rs. 23,50,000	Rs. 23,50,000

In our opinion and according to the information and explanation given to us, the Company has not made investment and given guarantee/provided security which falls under the purview of section 186 of the Companies Act, 2013 and hence not commented upon.

- (v) According to the information and explanations given to us, the Company has not accepted deposits during the year and does not have any unclaimed deposits. Accordingly, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- (vi) As per the information and explanation given to us, the maintenance of cost records specified by the

Central Government under sub-section (1) of section 148(1) of the Companies Act, 2013, is not applicable to the Company and hence not commented upon.

- (vii) a. The Company has generally been regular in depositing undisputed statutory dues including Provident fund, Employees' State Insurance, Income-tax, Goods & Service Tax, Sales-tax, Service Tax, Customs duty, Excise duty, Value Added Tax, cess and any other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Income-tax (Except the following demand), Goods & Service Tax, Sales tax, Service Tax, Customs duty, Excise duty, Value Added Tax, cess and any other material statutory dues in arrears, as at March 31, 2018 for a period of more than six months from the date they became payable, except the following:

Name of Statute	Nature of Dues	Period to which demand relates	Date of Demand	Amount (in Rs)	Date of Payment
Income Tax Act, 1961	Income Tax Outstanding Demand	A.Y.2015-16	09/06/2016	9,89,570	Unpaid till Date

- b. According to the information and explanations given to us and based on the audit procedures conducted by us, there are income tax dues which have not been deposited with the appropriate authorities on account of any dispute. The details are outlined below:

Name of Statute	Nature of the dues	Amount (Rs.)	Period for which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Demand U/s 154	* 48,230	A.Y. 2016-17	Assessing Officer

* Rectification filed with CPC Order for AY 2016-17

- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings from financial institutions, banks, government or debenture holders during the year.
- (ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company and hence, not commented upon.
- (x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that there were no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year under review.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Consequently, provisions of clause 3(xii) of the Order are not applicable to the Company and hence, not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting

standards.

- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, 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 hence, reporting under clause 3 (xiv) are not applicable to the Company and hence, not commented upon.
- (xv) According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to get registered under section 45-IA of the Reserve Bank of India Act, 1934.

For MOTILAL & ASSOCIATES
Chartered Accountants
FRN: 106584W

Sd/-
Motilal Jain
Partner
M. No. 036811

Place : Mumbai
Date : 30/05/2018

ANNEXURE “B” TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF 52 WEEKS ENTERTAINMENT LIMITED**REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) 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 **52 WEEKS ENTERTAINMENT LIMITED** (“the Company”) as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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 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, issued by ICAI and deemed to be prescribed 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS 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, 2018, 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 Motilal & Associates
Chartered Accountants
Firm's Registration No.106584W

Sd/-
Motilal Jain
Partner
M. No. 036811

Place : Mumbai
Date :30/05/2018

Balance Sheet as at 31st March 2018

(Amount in ₹)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	519	1,411
Financial Assets			
Investments	4(a)	10,408,000	10,408,000
Loans	4(b)	-	254,299,150
Other non-current assets	5	15,963,361	15,370,121
Total Non Current Assets		26,371,880	280,078,682
Current assets			
Inventories	6	141,466,990	29,675,622
Financial Assets			
Trade receivables	7(a)	28,800,000	-
Cash and cash equivalents	7(b)	233,496	260,177
Loans	7(c)	213,917,218	-
Other current assets	8	3,971,131	2,621,325
Total Non Current Assets		388,388,834	32,557,123
TOTAL ASSETS		414,760,714	312,635,805
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	9	348,800,000	348,800,000
Other Equity	10	(148,401,797)	(164,581,480)
Total Equity		200,398,203	184,218,520
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	11(a)	-	102,442,076
Deferred tax liabilities (Net)	12	-	-
Current liabilities			
Financial Liabilities			
Borrowings	13(a)	119,973,150	19,313,359
Trade payables	13(b)	91,362,092	5,311,226
Other current liabilities	14	2,582,952	1,350,623
Current Tax Liabilities	15	444,317	-
Total Liability		214,362,512	128,417,285
Total EQUITY AND LIABILITIES		414,760,714	312,635,805

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

Statement of Profit and Loss for the period ended 31st March 2018

(Amount in ₹)

Particulars	Note No	Year Ended 31.03.2018	Year Ended 31.03.2017
Income			
Revenue From Operations	16	28,800,000	-
Other Income	17	18,202,178	18,060,446
Total Income		47,002,178	18,060,446
EXPENSES			
Cost of Production including Theoretical Rights	18	139,707,157	29,675,622
Changes in inventories of Movies & Theoretical Rights	19	(111,791,368)	(29,675,622)
Employee benefits expense	20	2,061,715	1,390,622
Finance costs	21	18,897	12,772
Depreciation and amortization expense	3	892	2,418
Other expenses	22	825,203	1,435,665
Total Expenses		30,822,495	2,841,477
Profit/(loss) before exceptional items and tax (I- IV)		16,179,683	15,218,969
Tax expense:			
Current tax	23	-	-
Deferred tax	12	-	(435)
Excess/Short provision of tax		-	279,567
Profit/(Loss) for the period		16,179,683	14,939,837
Other Comprehensive Income		-	-
Total comprehensive income for the year		16,179,683	14,939,837
Earnings per equity share (face value of Rs 10 each)	24		
Basic		0.46	0.43
Diluted		0.46	0.43

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

Cash Flow Statement for the year ended as at 31st March 2018

(Amount in ₹)

Particulars	Note No	Year Ended 31.03.2018	Year Ended 31.03.2017
Cash flows from Operating Activities			
Net Profit before Tax		16,179,683	15,218,969
Adjusted For :			
Depreciation and Amortization		892	2,418
Interest Income		(18,202,178)	(18,060,446)
Finance Cost		18,897	12,772
Operating profit / (Loss) before working capital changes		(2,002,707)	(2,826,287)
Changes in working capital			
Trade Receivables		(28,800,000)	-
Inventories		(111,791,368)	(29,675,622)
Loans & Other Financial Assets		40,381,932	7,719,197
Other Assets		(1,943,046)	905,140
Trade Payables		86,050,866	3,413,833
Other Financial Liabilities		1,232,329	(1,369,067)
Other Liabilities		444,317	-
Cash Generated from / (Used In) Operation		(16,427,677)	(21,832,805)
Tax Paid/Refund		-	(279,567)
Net cash flow from operating activities		(16,427,677)	(22,112,372)
Net cash flow from operating activities		(16,427,677)	(22,112,372)
Cash flows from Investing Activities			
Sales/(Purchase) of other investments		-	50,000
Interest received		18,202,178	18,060,446
Net cash flow from / (used in) investing activities		18,202,178	18,110,446
Cash flows from Financing Activities			
Increase / (Decrease) in Borrowing (Net)		(1,782,286)	3,345,403
Finance Cost		(18,897)	(12,772)
Net cash flow from / (used in) Financing activities		(1,801,182)	3,332,630
Net increase / (decrease) in Cash and Cash Equivalents		(26,681)	(669,296)
Cash and cash equivalents as at the beginning of the year		260,177	929,473
Cash and cash equivalents as at end of the year		233,496	260,177
Net increase / (decrease) in Cash and Cash Equivalents		(26,681)	(669,296)

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date :30th May, 2018
Place : Mumbai

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018**1. GENERAL INFORMATION:**

52Weeks Entertainment Limited ("the Company") is company domiciled in India with its registered office situated at Unit No 501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Andheri (West), Mumbai (400053), Maharashtra, India. The Company was incorporated on 18/06/1993 under Company Act 1956 and its shares are Listed on Bombay Stock Exchange, India (BSE Script Code - 531925) & is engaged in the Business of Film Productions.

2. SIGNIFICANT ACCOUNTING POLICIES**A. Basic of Preparations****1. Statement of Compliance**

These financial statements have been prepared in accordance with Indian Accounting standards ('Ind AS') as notified by the Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ('Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provision of the Act and Rules thereunder.

The Financial Statements up to the year ended 31st March 2017 were prepared in accordance with accounting standards as per Companies (Accounting Standard) Rules, 2006 (as amended) notified under section 133 of Act and other relevant provision of Act (and rules thereunder (referred as "Indian GAAP" or "Previous GAAP").

This financial Statements for the year ended 31st March 2018 are the first Financial Statement of the Company under Ind AS. Refer Note 25 for an explanation how the transition from previous GAAP to Ind AS has affected the Company's financial Position, financial performance and Cash flows.

These financial statements were approved by the Board of Directors and authorised for issue on 30th May 2018.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to IndAS.

2. Use of Estimates and Judgements

The preparation of financial statements is in conformity with Ind AS requires management to make judgments, estimates and assumptions in the application of accounting policies that affects the reported amounts of assets, liabilities etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented.

Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised in financial statements in the period in which the estimate is revised if the revision affects only that period or in the period of the revision & Future period if revision affect both current and future periods.

The areas involving critical estimates or judgements are

- a. Impairment of Financial Assets such as Trade Receivable.
- b. Impairment of Non-Financial Assets.
- c. Estimates of Tax Expenses and Liability.
- d. Revenue recognitions.

B. Current and Non-Current Classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act. The company classifies all other liability as non-current. Deferred Tax and liabilities are classified as Non-Current assets and Liabilities.

C. Revenue Recognition

Revenue is recognized, net of sales related taxes, when persuasive evidence of an arrangement exists, the fees are fixed or determinable, the product is delivered or services have been rendered and collectability is reasonably assured. The Company considers the terms of each arrangement to determine the appropriate accounting treatment.

Theatrical - Contracted minimum guarantees are recognized on the theatrical release date. The Company's share of box office receipts in excess of the minimum guarantee is recognized at the point they are notified to the Company.

Revenue from operations includes sale of goods and services measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates and excluding taxes or duties collected on behalf of the government.

Other Income:

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate applicable.

D. Property, plant and equipment and depreciation**i. Initial Recognition and Measurement**

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its Working condition for its intended use.

Capital work-in-progress comprises cost of property, plant and equipment and related expenses that are not yet ready for their intended use at the reporting date. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as Capital Advances under Other non-current Assets.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

ii. Subsequent Cost:

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow the entity and the cost can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

iii. Depreciation / amortisation on property, plant and equipment

Depreciation on all the assets have been provided at the rates and in the manner prescribed in

Schedule II of the Act on Written Down Value Method. Depreciation on additions to assets or on sale / disposal of assets is calculated on the basis of Pro rata basis from date of such addition or up to the month of such sale / scrapped, as the case may be.

E. Financial Instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets and financial liabilities are offset against each other and the net amount reported in the balancesheet if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Financial Assets

Financial assets are divided into the following categories:

- a. financial assets carried at amortised cost
- b. financial assets at fair value through other comprehensive income
- c. financial assets at fair value through profit and loss;

Financial assets are assigned to the different categories by management on initial recognition, depending on the nature and purpose of the financial assets. The designation of financial assets is re-evaluated at every reporting date at which a choice of classification or accounting treatment is available.

Financial Assets like Investments in Subsidiaries are measured at Cost as allowed by Ind-AS 27 – Separate Financial Statements and hence are not fair valued.

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cashflows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These are non-derivative financial assets that are not quoted in an active market. Loans and receivables (including trade and other receivables, bank and cash balances) are measured subsequent to initial recognition at amortized cost using the effective interest method, less provision for impairment. Any change in their value through impairment or reversal of impairment is recognized in the Statement of profit and loss.

In accordance with Ind AS 109: Financial Instruments, the Company recognizes impairment loss allowance on trade receivables and content advances based on historically observed default rates. Impairment loss allowance recognized during the year is charged to Statement of profit and loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income are non-derivative financial assets held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses in the statement of profit and loss.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. It includes non-derivative financial assets that are either designated as such or do not qualify for inclusion in any of the other categories of financial assets. Gains and losses arising from investments classified under this category is recognized in the Statement of profit and loss when they are sold or when the investment is impaired.

Impairment of Financial Assets

In the case of impairment, any loss previously recognized in other comprehensive income is transferred to the Statement of profit and loss. Impairment losses recognized in the Statement of profit and loss on equity instruments are not reversed through the Statement of profit and loss. Impairment losses recognized previously on debt securities are reversed through the Statement of profit and loss when the increase can be related objectively to an event occurring after the impairment loss was recognized in the Statement of profit and loss.

When the Company considers that fair value of financial assets can be reliably measured, the fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Company applies its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each balance sheet date. Equity instruments measured at fair value through profit or loss that do not have a quoted price in an active market and whose fair value cannot be reliably measured are measured at costless impairment at the end of each reporting period.

An assessment for impairment is undertaken at least at each balance sheet date.

Derecognition of Financial Assets

A financial asset is derecognized only where the contractual rights to the cash flows from the asset expire or the financial asset is transferred and that transfer qualifies for derecognition. A financial asset is transferred if the contractual rights to receive the cash flows of the asset have been transferred or the Company retains the contractual rights to receive the cash flows of the asset but assumes a contractual obligation to pay the cash flows to one or more recipients. A financial asset that is transferred qualifies for derecognition if the Company transfers substantially all the risks and rewards of ownership of the asset, or if the Company neither retains nor transfers substantially all the risks and rewards of ownership but does transfer control of that asset.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of direct issue costs.

Financial Liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition they are classified as financial liabilities at fair value through profit or loss.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized only when the obligation is extinguished, that is, when the obligation is discharged or cancelled or expires. Changes in liabilities' fair value that are reported in profit or loss are included in the Statement of profit and loss within finance costs or finance income.

F. Inventory

Inventories are measured at the lower of cost and net realisable value after providing for obsolescence, if any. Cost comprises acquisition / direct production cost. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

G. Impairment of Non-Financial Assets - Property, Plant& Equipment

The Company assesses at each reporting dates as to whether there is any indication that any property, plant and equipment may be impaired. If any such indication exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any.

An impairment loss is recognized in the Statement of the Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.'

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

H. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

I. Cash and Cash Equivalent

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term highly liquid investments which are readily convertible into known amounts of cash and are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

J. Cash Flow Statement

Cash flow are reported using Indirect method, where by net profit before tax is adjusted for the effects of transaction of non-cash nature any deferrals or accruals of past or future operating cash receipts or payments and items of income and expenses associates with investing or financing activity. The Cash flows from operating, financing and investing activity is shown separately.

K. Provisions and contingencies

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in

the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements.

L. Taxes Expenses

The income tax expense or credit for the period is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Current tax comprises of expected tax payable or receivable on taxable income/loss for the year or any adjustment or receivable in respect of previous year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in financial statements. However deferred tax Liability are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting date and are expected to apply to the Company when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits (Minimum alternate tax credit entitlement) only if it is probable that future taxable amounts will be available to utilise those temporary differences, unused losses and unused tax credits. Deferred Tax Assets are reviewed at each reporting date and are recognised / reduced to the extent that it is probable or no longer probable respectively that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

M. Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

N. Employee Benefits

i) Short term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

ii) Post-Employment benefits - Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pay specified contributions towards Provident Fund, Employee State Insurance and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

- iii) The Company is exempted from Payment of Gratuity Act, 1972 in view of its strength of employees being less than threshold limit attracting the applicability of the said statute and as such no provision has been made for the said liability. Leave encashment is not provided on actuarial basis in view of employees being less than 10 and same is charged on actual basis.

O. Segment reporting

The Company is primarily engaged in the business of "Production of Movies and TV Serial", which, in the context of Ind AS 108 on Operating Segments, constitutes a single reportable segment.

P. First time adoption of Ind AS:

For all periods, up to and including the year ended March 31, 2018, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or Previous GAAP).

These financial statements for the year ended March 31, 2018 have been prepared in accordance with Indian Accounting Standards ("Ind-AS") consequent to the notification of the Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. These are the first Ind-AS financial statements of the Company, wherein the Company has restated its Balance Sheet as at April 1, 2016 and financial statements for the year ended and as at March 31, 2017 also as per Ind-AS. Consequently, in preparing these Ind AS financial Statements, the Company has availed certain exemptions and complied with the mandatory exceptions provided in Ind AS 101, as explained below.

Exemptions and Exceptions availed

Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS

i) Fair value as deemed cost exemption:

The Company has elected to measure items of property, plant and equipment and intangible assets at its carrying value at deemed cost at the transition date.

ii) Investment in Subsidiaries.

The Company has elected to measure investment in subsidiaries at cost and consider the previous GAAP carrying value as at the date of transition as deemed cost.

The Indian GAAP figures have been reclassified to confirm to Ind AS presentation requirements.

3. PROPERTY, PLANT AND EQUIPMENT

Description of Assets	Computers	Total
A. Cost or deemed cost		
Balance as at April 1, 2016	50,800	50,800
Additional	-	-
Balance as at March 31, 2017	50,800	50,800
Additional	-	-
Balance as at March 31, 2018	50,800	50,800
B. Accumulated depreciation		
Balance as at April 1, 2016	46,971	46,971
Additional	2,418	2,418
Balance as at March 31, 2017	49,389	49,389
Additional	892	892
Balance as at March 31, 2018	50,281	50,281
C. Carrying Amount		
Balance as at April 1, 2016	3,829	3,829
Depreciation Expenses	(2,418)	(2,418)
Balance as at March 31, 2017	1,411	1,411
Depreciation Expenses	(892)	(892)
Balance as at March 31, 2018	519	519

Notes to the Standalone Financial Statements

Particulars	As at 31.03.2018	As at 31.03.2017
4. Financial Assests (Non-Current)		
4(a). Investments		
Investments in Subsidiaries	10,408,000	10,408,000
Investments in Equity Instruments	-	-
Total	10,408,000	10,408,000
4(b). Loan		
Unsecured, considered good		
Loans to related parties	-	162,429,718
Other loans	-	91,869,432
Total	-	254,299,150
5. Other non-current assets		
Capital Advances	9,200,000	11,600,000
Other advances (MAT Entitlement)	6,763,361	3,770,121
Total	15,963,361	15,370,121
6. Inventories		
Work-in-progress	35,182,779	28,075,622
Finished goods	1,600,000	1,600,000
Others	104,684,211	-
Total	141,466,990	29,675,622

9. Share capital

1. The Company has only one class of equity share having par value of Rs 10 per share.

Particulars	(Amount in ₹)		
	3/31/2018	3/31/2017	4/1/2016
Authorised Capital 3,60,00,000 (31-03-17 & 01-04-16 : 3,60,00,000) Equity shares of Rs 10	360,000,000.00	360,000,000.00	360,000,000.00
Issued, Subscribed and fully paid up 3,48,80,000 (31-03-17 & 01-04-16 : 3,48,80,000) Equity shares of Rs 10	348,800,000.00	348,800,000.00	348,800,000.00

2. Reconciliation of the number of shares outstanding and amount at the beginning and at the end of the year

Particulars	2017-18		2016-17		2015-16	
	No of Shares	Amount in Rs	No of Shares	Amount in Rs	No of Shares	Amount in Rs
At the beginning of its beginning	34,880,000.00	348,800,000.00	34,880,000.00	348,800,000.00	34,880,000.00	348,800,000.00
Add : Fresh Issue	-	-	-	-	-	-
Outstanding at the end of the year	34,880,000.00	348,800,000.00	34,880,000.00	348,800,000.00	34,880,000.00	348,800,000.00

iii. Terms/rights attached to equity shares;

The Company has only one class of equity share having par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all liabilities in proportion to their shareholding.

iv. Details of shares held by shareholder holding more than 5% of the paid-up equity capital

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	No of Shares	% Held	No of Shares	% Held	No of Shares	% Held
Shantanu Sheorey	3,231,300.00	9.26%	3,231,300.00	9.26%	3,231,300.00	9.26%

10. Other Equity

Particular	3/31/2018	3/31/2017	4/1/2016
A. Share Premium Account			
Balance as per the last Balance Sheet	62,920,000	62,920,000	62,920,000
Add: Received During the Year			
Balance at the end of the Year	62,920,000	62,920,000	62,920,000
B. Surplus/ (Deficit) in the Statement of Profit and Loss			
Balance as per the last Balance Sheet	(227,501,480)	(242,441,317)	(252,360,540)
Add : Profit for the year	16,179,683	14,939,837	9,919,223
Balance at the end of the Year	(211,321,797)	(227,501,480)	(242,441,317)
Total Other Equity	(148,401,797)	(164,581,480)	(179,521,317)

7. Financial Assets**7(a). Trade Receivables** (Unsecured Considered Good)

Due from other trade receivables	28,800,000	-	-
Total	28,800,000	-	-

7(b). Cash and Cash Equivalents

Balances With Banks	23,565	24,273	33,473
Cash on hand	209,931	235,904	896,000
Total	233,496	260,177	929,473

7(c). Loans**Unsecured, considered good**

Loans to related parties	135,332,739	-	-
Other loans	78,584,479	-	-
Total	213,917,218	-	-

8. Other current assets

Security Deposits	50,000	50,000	300,000
Other advances	3,921,131	2,571,325	6,042,465
Total	3,971,131	2,621,325	6,342,465

11. Financial Liabilities (Non Current)**11(a). Borrowing** (unsecured)

from banks	-	97,083,359	97,083,359
Loans from related parties	-	5,358,717	5,358,717
Total	-	102,442,076	102,442,076

12. Deferred Tax Liabilities

Deferred Tax Liabilities (Recognise trough PL)

Property, plant and equipment	-	435
Net DTA / DTL at the end of the year	-	435
Net DTA /(DTL) at the beginning of the year	-	(6,163)
Deferred tax (Expense) / Income for the year	-	(5,728)

13. Financial Liabilities (Current)**13(a). Borrowings** (Unsecured)

Loans repayable on demand from banks	114,614,433	19,313,359	15,967,957
Loans from related parties	5,358,717	-	-
Total	119,973,150	19,313,359	15,967,957

13(b). Trade payables

Unsecured	91,362,092	5,311,226	1,897,393
Total	91,362,092	5,311,226	1,897,393

14. Other current liabilities

others	2,582,952	1,350,623	2,719,691
Total	2,582,952	1,350,623	2,719,691

15. Current Tax Liabilities

Provision of Corporate Tax (net)	444,317	-	-
Total	444,317	-	-

Notes to the Standalone Financial Statements

Particulars	As at 31.03.2018	As at 31.03.2017
16. Revenue From Operations		
a) Sale of Service		
Sale of Film rights	28,800,000	-
Total	28,800,000	-
17. Other Income		
Interest on deposits and others	18,013,681	18,060,446
Interest Received on IT Refund	188,497	
Total	18,202,178	18,060,446
18. Cost of Production / Acquisition of Rights		
A. Cost of production		
Acquisition of Story	-	1,600,000
Artists, Directors and other technicians	4,433,850	11,789,273
Food & Refreshment	52,585	1,447,732
Insurance Expenses	-	95,418
Purchase of costumes and dresses	6,250	1,306,581
Set properties and equipment hire charges	42,290	1,898,829
Shooting and location expenses	595,189	9,682,077
Marketing and Distribution Expenses	586,000	-
Other Production Expenses	1,390,993	1,855,712
	7,107,157	29,675,622
B. Acquisition of Theoretical Rights	132,600,000	-
Total	139,707,157	29,675,622
19. Change in Inventory		
Opening Stock		
WIP - Movies	28,075,622	-
Script & Theoretical Rights	1,600,000	-
	29,675,622	-
Closing Stock		
WIP - Movies	(35,182,779)	(28,075,622)
Script & Theoretical Rights	(106,284,211)	(1,600,000)
	(141,466,990)	(29,675,622)
Total	(111,791,368)	(29,675,622)
20. Employee benefit expenses		
Salaries and allowances	2,061,715	1,390,622
Total	2,061,715	1,390,622

Notes to the Standalone Financial Statements

Particulars	As at 31.03.2018	As at 31.03.2017
21. Finance Cost		
Other financial charges	18,897	12,772
Total	18,897	12,772
22. Other expenses		
Advertisement	25,879	35,453
Auditor's remuneration*	63,750	86,250
Custodian Expenses	150,000	188,674
Director's sitting fees	44,000	48,000
Electricity charges		5,533
E-Voting Charges	5,000	5,750
Legal and professional consultancy fees	87,400	125,900
Listing Charges	250,000	200,000
MCA Fees & Legal Expenses	28,850	41,400
Office Expenses	37,017	33,916
Postage & Courier exp	9,699	10,098
Printing and stationery	29,235	13,567
Registrar Fees	41,000	65,550
Registration Fees	-	10,050
Rent	-	400,000
Swach Bharat Cess	-	4,050
Telephone Charges	12,237	17,434
Travelling and conveyance expenses	3,780	30,740
Miscellaneous expenses	37,356	113,300
Total	825,203	1,435,665
*Auditor's remuneration		
Audit fees	63,750	86,250
	63,750	86,250
23. Current tax		
Current Tax	2,993,240	2,816,000
MAT credit Entitlement	(2,993,240)	(2,816,000)
	-	-
24. Earning Per Share		
Profit for the year	16,179,683	15,218,969
Amount available for equity share holders	16,179,683	15,218,969
Weighted average number of Equity Shares for basic EPS [nos.]	34,880,000	34,880,000
Basic EPS / Diluted EPS	0.46	0.44
Nominal value of shares (₹)	10.00	10.00

25. FIRST TIME IND AS ADOPTION RECONCILIATIONS

25(a). Effect of Ind AS adoption on the standalone balance sheet as at 31.03.2017 and 01.04.2016

Particulars	As at 31.03.2017			As at 01.04.2016		
	As per Previous GAAP	Transition Effect	As per IND AS	As per Previous GAAP	Transition Effect	As per IND AS
ASSETS						
Non-current assets						
Property, Plant and Equipment	1,411	-	1,411	3,829	-	3,829
Financial Assets						
Investments	10,408,000	-	10,408,000	10,458,000	-	10,458,000
Loans	254,299,150	-	254,299,150	262,018,347	-	262,018,347
Other non-current assets	15,370,121	-	15,370,121	12,554,121	-	12,554,121
Total Non Current Assets	280,078,682	-	280,078,682	285,034,297	-	285,034,297
Current assets						
Inventories	29,675,622	-	29,675,622	-	-	-
Financial Assets						
Trade receivables	-	-	-	-	-	-
Cash and cash equivalents	260,177	-	260,177	929,473	-	929,473
Loans	-	-	-	-	-	-
Other current assets	2,621,325	-	2,621,325	6,342,465	-	6,342,465
Total Non Current Assets	32,557,123	-	32,557,123	7,271,938	-	7,271,938
TOTAL ASSETS	312,635,805	-	312,635,805	292,306,235	-	292,306,235
EQUITY AND LIABILITIES						
Equity						
Equity Share capital	348,800,000	-	348,800,000	348,800,000	-	348,800,000
Other Equity	(164,581,480)	-	(164,581,480)	(179,521,317)	-	(179,521,317)
Total Equity	184,218,520		184,218,520	169,278,683		184,218,520
Liabilities						
Non-current liabilities						
Financial Liabilities						
Borrowings	102,442,076	-	102,442,076	102,442,076	-	102,442,076
Deferred tax liabilities (Net)	-	-	-	435	-	435
Current liabilities						
Financial Liabilities						
Borrowings	19,313,359	-	19,313,359	15,967,957	-	15,967,957
Trade payables	5,311,226	-	5,311,226	1,897,393	-	1,897,393
Other current liabilities	1,350,623	-	1,350,623	2,719,691	-	2,719,691
Current Tax Liabilities	-	-	-	-	-	-
Total Liability	128,417,285	-	128,417,285	123,027,552	-	123,027,552
Total EQUITY AND LIABILITIES	312,635,805	-	312,635,805	292,306,235	-	307,246,072

25(b). Reconciliation of total equity as at March 31, 2017 and April 1, 2016

Particulars	As at 31.03.2017	As at 01.04.2016
Total equity / shareholders' fund as per Indian GAAP	184,218,520	169,278,683
Adjustment :	-	-
TOTAL EQUITY / SHAREHOLDERS' FUND AS PER IND AS	184,218,520	169,278,683

25(c). Effect of Ind AS adoption on the statement of profit and loss for the year ended March 31, 2017

Particular	2016-17	Transition Effect	As Per IND AS
Income			
Revenue From Operations	-	-	-
Other Income	18,060,446	-	18,060,446
Total Income	18,060,446	-	18,060,446
EXPENSES			
Cost of Production including Theoretical Rights	29,675,622	-	29,675,622
Changes in inventories of Movies & Theoretical Rights	(29,675,622)	-	(29,675,622)
Employee benefits expense	1,390,622	-	1,390,622
Finance costs	12,772	-	12,772
Depreciation and amortization expense	2,418	-	2,418
Other expenses	1,435,665	-	1,435,665
Total Expenses	2,841,477	-	2,841,477
Profit/(loss) before tax	15,218,969	-	15,218,969

Other Notes to Accounts**26. Micro, Small AND Medium Enterprises:**

The Company has no dues to Micro, Small and Medium enterprises as at 31 March, 2018, on the basis of information provided by the parties and available on record. Further, there is no interest paid / payable to micro and small enterprises during the year.

27. Transaction in Foreign Currency,

Sr No	Particulars	31.03.2018	31.03.2017
1	Earning in Foreign Currency	Nil	Nil
2	CIF Value of Imports	Nil	Nil
3	Expenditure in Foreign Currency	Nil	NIL

28. In the opinion of the management, the current assets, loans and advances have the values on realization in the ordinary course of business at least equal to the amounts at which they are stated in the balance sheet except the trade receivables and loans and advances which falls under management's policy for bad and doubtful debts as taken in the previous years.

29. As stated in earlier years annual reports, the Farm and Hatchery land together with the structures and ancillary assets/material stocks on the land including moveable assets related to farm division which was mortgaged with the consortium banks, was disposed off by the banks in the financial year 2005-06 and 2006-07 respectively by holding auction sale under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002. Besides the sale of above moveable and immoveable assets, banks also auctioned the agricultural land kept as collateral security by one of the promoters with the lending banks at the time of disbursement of loan. Since there was neither any feedback nor any intimation by the banks regarding the ratio in which they distributed amongst themselves the said realized amount, it is apportioned between the consortium banks in proportion to the various loans outstanding and provided in the books till the date of recalling of advances by individual banks. On sale of said properties including moveable assets during the year by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans.

30. Cash Credit, Packing Credit and demand working capital loan from banks were secured by hypothecation of stock and book debts and term loan from banks were secured by pari-passu charge on all the immoveable properties of the company and hypothecation of moveable assets. On sale of said properties including moveable assets by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans of the accounts.

31. Related Party Transaction

Disclosure in accordance with Ind AS 24 – Related Party Disclosures during the year

A. Subsidiary Company

Four Lions Films Pvt Ltd.

B. Group Companies & Firms (GP/F)

Jupicos Sports Pvt. Ltd
Elan Capital Advisors Pvt. Ltd
Cinch Multitrade Pvt. Ltd
Monotype India Ltd
Sidkim Construction Pvt Ltd.
Zanskar Films Pvt. Ltd
Pranjali Services Pvt. Ltd.

BT Divine Power & Mining Corporation Ltd
Pranjali Infrastructure Pvt. Ltd
Divine Power & Mining Corporation Ltd.
Pranjali (India) Pvt Ltd.
Xpanding Horizon Education Pvt. Ltd.
Tosg Art Education Pvt. Ltd.
Adrina Realities Pvt. Ltd

Venus Integrated Textile Park Pvt Ltd
Harvey India Tours and Travel P. Ltd.
Jupiter City Development (India) Ltd
Brizo Creation Private Limited
LLP

Innocent Investment Consultants LLP

Harvey World Destinations Private Limited.
Harvey Films Production P. Ltd
Innoventive Venture Ltd.
Adrina Realities Pvt Ltd.

Sandeep Ispat Traders LLP

C. Key Management Personnel (KMP)

Karishma Jain (Director)
Shantanu Sheorey (Director)
Cyrus Bhot (CFO and Director)

Joe Rajan (Director)
Romin Shah (Company Secretary)

Significant Transactions with related parties during the year

Sr No	Name of Party	Nature of Transaction	Amount Current Year	Amount Previous Year
1	Karishma Jain	Director Remuneration	6,00,000	6,00,000
2	Romin Shah	Salary	8,92,389	3,05,401
3	Four Lions Films Pvt Ltd	Loan Given	NIL	25,00,000
		Repayment Received	2,60,0000	1,10,50,000
4	Monotype India Limited	Loan Given	8,85,05,271	2,35,21,191
		Repayment Received	12,46,29,843	1,25,00,000
		Interest Received	1,07,05,271	1,03,43,685
5	Elan Capital Pvt. Ltd	Reimbursement of Expense	9,000	22,000
6	B T Divine Power & Mining Corporation Ltd	Repayment Received	1,39,00,000	NIL
7	Jupiter City Developer (India) Limited	Loan Given	5,01,40,217	Nil
		Interest Received	4,22,217	Nil
		Loan Repaid	11,92,222	Nil

Balance outstanding at the Year End

Sr No	Name of Party	Nature of Transaction	Amount Current Year	Amount Previous Year
1	Karishma Jain	Remuneration Payable at the end	NIL	90,000
2	Shantanu Sheorey	Loan payable at the year end	53,58,717	53,58,717
3	Four Lions Films Pvt Ltd	Loan Receivable at the year end	10,00,000	2,70,00,000
		Investment in Subsidiary	1,04,08,000	1,04,08,000
4	B T Divine Power & Mining Corporation Ltd	Loan Receivable at the year end	2,00,000	1,41,00,000
5	Monotype India Limited	Loan Receivable at the year end	8,28,34,744	11,89,59,316
6	Pranjali India Pvt Ltd	Loan Receivable at the year end	23,50,000	23,50,000
7	Jupiter City Developer (India) Limited	Loan Receivable at the year end	4,89,47,995	Nil

As Per our Report on Even Date
For Motilal & Associates
ICAI Firm Regn No. 106584W
Chartered Accountants

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner

Sd/-
(Shantanu Sheorey)
Director
DIN : 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN : 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

INDEPENDENT AUDITOR'S REPORT

To the Members of **52 WEEKS ENTERTAINMENT LIMITED**

REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

We have audited the accompanying consolidated Ind AS financial statements of **52 WEEKS ENTERTAINMENT LIMITED** ('the Company'), which comprise the Consolidated Balance Sheet as at 31st March 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED IND AS 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 consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows of the Group in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated Ind AS 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 consolidated Ind AS financial statements based on our audit. In conducting 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 consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS 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 consolidated Ind AS 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 consolidated Ind AS 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 consolidated Ind AS financial statements.

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 Ind AS and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2018 and its Consolidated Profit, consolidated total comprehensive income, consolidated statement of changes in equity and its consolidated cash flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. 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 of the consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
 - (c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
 - (d) In our opinion, the aforesaid consolidated Ind AS 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 of the Company as on 31st March 2018 taken on record by the Board of Directors of the Company and its subsidiary company incorporated in India and the reports of the Statutory auditor for the subsidiary incorporated in India, none of the directors of the Group Companies is disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors reports of the Company and its subsidiary company incorporated in India.
 - (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 consolidated Ind AS financial statements disclose the impact of pending litigations, if any, on the consolidated financial position of the Group;
 - ii. the Group does not have any material foreseeable losses, on long-term contracts including derivative contracts; and
 - iii. The Company and its subsidiary company are not required to transfer any amounts to the Investor Education and Protection Fund by the Company.

For Motilal & Associates
Chartered Accountants
Registration No.:106584W

Sd/-
Motilal Jain
Partner
M. No. 036811

Place : Mumbai
Date :30/05/2018

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF 52 WEEKS ENTERTAINMENT LIMITED**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the Consolidated Ind AS Financial Statement of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of **52 WEEKS ENTERTAINMENT LIMITED** (hereinafter referred as “Company”) and its subsidiary company which is incorporated in India.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary company which is company incorporated in India are 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its Subsidiary Company incorporated in India, 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgment, 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 of the Company and its Subsidiaries company which is incorporated in India.

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 Ind AS 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the Ind AS 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, to the best of our information and according to the explanation given to us, the Company and its Subsidiary Company, which is incorporated in India, have, 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, 2018, based on the internal control over financial reporting criteria established by the respective companies 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 Motilal & Associates
Chartered Accountants
Firm Registration No.106584W

Sd/-
Motilal Jain
Partner
M. No. 036811

Place : Mumbai
Date :30/05/2018

Consolidated Balance Sheet as at 31st March 2018

(Amount in ₹)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	5,027,561	6,328,920
Goodwill	4	27,782,354	27,782,354
Other Intangible assets	4	40,000	-
Financial Assets			
Investments	5(a)	-	-
Loans	5(b)	-	227,299,150
Deferred tax assets (net)	6	468,802	-
Other non-current assets	7	22,768,410	18,647,121
Total Non Current Assets		56,087,127	280,057,545
Current assets			
Inventories	8	163,895,952	40,975,194
Financial Assets			
Trade receivables	9(a)	134,499,710	126,662,219
Cash and cash equivalents	9(b)	777,603	6,184,271
Loans	9(c)	212,917,218	-
Current Tax Assets (Net)	10	15,878,910	38,134,526
Other current assets	11	55,519,500	52,607,583
Total Current Assets		583,488,893	264,563,792
Total ASSETS		639,576,019	544,621,337
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	12	348,800,000	348,800,000
Other Equity	13	(116,008,134)	(145,290,987)
Equity attributable to the owners		232,791,866	203,509,013
Non-Controlling Interest		4,930,474	(7,658,846)
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	14	770,958	108,657,864
Deferred tax liabilities (Net)	6	-	-
Current liabilities			
Financial Liabilities			
Borrowings	15(a)	192,927,320	122,582,408
Trade payables	15(b)	199,224,366	90,031,128
Other financial liabilities	15(c)	944,831	857,865
Other current liabilities	16	7,541,886	26,641,905
Current Tax Liabilities (Net)	17	444,317	-
Total EQUITY AND LIABILITIES		639,576,019	544,621,337

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

Consolidated Profit and Loss for the period ended 31st March 2018

(Amount in ₹)

Particulars	Note No	Year Ended 31.03.2018	Year Ended 31.03.2017
Income			
Revenue From Operations	18	718,994,496	450,337,879
Other Income	19	22,732,296	22,557,401
Total Income		741,726,792	472,895,280
EXPENSES			
Cost of Production including Theoratical Rights	20	775,891,638	433,831,429
Changes in inventories of Movies & Theoratical Rights	21	(122,920,758)	(37,743,500)
Employee benefits expense	22	13,866,969	9,664,163
Finance costs	23	7,669,709	5,506,600
Depreciation and amortization expense	3	2,804,561	1,243,123
Other expenses	24	21,019,540	27,460,539
Total expenses		698,331,659	439,962,355
Profit/(loss) before exceptional items and tax		43,395,134	32,932,925
Exceptional Items		-	-
Profit/(loss) before tax		43,395,134	32,932,925
Tax expense:			
(1) Current tax		5,710,000	-
(2) Deferred tax		(468,802)	(112,718)
(3) Excess/Short provision of tax		(3,718,238)	316,451
Profit/(loss) for the period		41,872,174	32,729,192
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
(i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)		41,872,174	32,729,192
Profit for the year attributable to:			
Owners of the parent		29,282,853	24,012,408
Non-controlling interests		12,589,321	8,716,784
Total comprehensive income for the year attributable to:			
Owners of the parent		29,282,853	24,012,408
Non-controlling interests		12,589,321	8,716,784
Earnings per equity share	25		
(1) Basic		0.84	0.69
(2) Diluted		0.84	0.69

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

Cash Flow Statement for the year ended as at 31st March 2018

(Amount in ₹)

Particulars	Note No	Year Ended 31.03.2018	Year Ended 31.03.2017
Cash flows from Operating Activities			
Net Profit before Tax		43,395,134	32,932,925
Adjusted For :			
Depreciation and Amortization		2,804,561	1,243,123
Interest Income		(18,013,681)	(18,060,446)
Finance Cost		7,669,709	5,506,600
Operating profit / (Loss) before working capital changes		35,855,723	21,622,202
Changes in working capital			
Trade Receivables		(7,837,491)	(98,086,051)
Inventories		(122,920,758)	(37,743,500)
Loans & Other Financial Assets		14,381,932	5,511,662
Other Assets		15,222,410	35,136,188
Trade Payables		109,193,239	96,784
Other Financial Liabilities		86,966	857,865
Other Liabilities		(18,655,701)	(26,285,430)
Cash Generated from / (Used In) Operation		25,326,319	(98,890,280)
Tax Paid/Refund		(1,991,762)	(316,451)
Net cash flow from operating activities		23,334,557	(99,206,731)
Net cash flow from operating activities		23,334,557	(99,206,731)
Cash flows from Investing Activities			
Sales/(Purchase) of other investments		-	50,000
Sales/(Purchase) of Fixed Assets		(1,543,202)	(6,072,218)
Interest received		18,013,681	18,060,446
Net cash flow from / (used in) investing activities		16,470,479	12,038,228
Cash flows from Financing Activities			
Increase / (Decrease) in Borrowing (Net)		(37,541,995)	96,694,001
Finance Cost		(7,669,709)	(5,506,600)
Net cash flow from / (used in) Financing activities		(45,211,704)	91,187,401
Net increase / (decrease) in Cash and Cash Equivalents		(5,406,667)	4,018,898
Cash and cash equivalents as at the beginning of the year		6,184,271	2,165,372
Cash and cash equivalents as at end of the year		777,603	6,184,271
Net increase / (decrease) in Cash and Cash Equivalents		(5,406,667)	4,018,898

See accompanying notes forming part of the financial statements

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

1. GENERAL INFORMATION:

52Weeks Entertainment Limited ("the Company") is company domiciled in India and was incorporated on 18/06/1993 under Company Act 1956. The Group is engaged in the Business of Film Productions and Serial Productions.

2. SIGNIFICANT ACCOUNTING POLICIES.**A. Basic of Preparations****1. Statement of Compliance**

These Consolidated financial statements have been prepared in accordance with Indian Accounting standards ('Ind AS') as notified by the Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ('Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provision of the Act and Rules thereunder.

The financial statements up to the year ended 31st March 2017 were prepared in accordance with accounting standards as per Companies (Accounting Standard) Rules, 2006 (as amended) notified under section 133 of Act and other relevant provision of Act (and rules thereunder (referred as "Indian GAAP" or "Previous GAAP").

This financial statements for the year ended 31st March 2018 are the first Financial Statement of the Group under Ind AS. Refer Note 26 for an explanation how the transition from previous GAAP to Ind AS has affected the Group financial Position, financial performance and Cash flows.

These financial statements were approved by the Board of Directors and authorised for issue on 30th May 2018.

The accounting policies are applied consistently to all the periods presented in the Consolidated financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS.

2. Principles of Consolidation

The consolidated financial statements relate to 52 Weeks Entertainment Limited ('the Company') and its subsidiary companies.(i.e Four Lions Films Pvt Ltd.). The consolidated financial statements have been prepared on the following basis.

- a. The financial statements of the Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- b. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies
- c. Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.
- d. Offset (eliminate) the carrying amount of the parent's investments in each subsidiary and the parent's portion of equity of each subsidiary.
- e. Non Controlling Interest's share of profit/ loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- f. Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders

3. Use of Estimates and Judgements.

The preparation of financial statements is in conformity with Ind AS requires management to

make judgments, estimates and assumptions in the application of accounting policies that affects the reported amounts of assets, liabilities etc. at the date of these Consolidated financial statements and the reported amounts of revenues and expenses for the years presented.

Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised in consolidated financial statements in the period in which the estimate is revised if the revision affects only that period or in the period of the revision & Future period if revision affect both current and future periods.

The areas involving critical estimates or judgements are

- a. Impairment of Financial Assets such as Trade Receivable.
- b. Impairment of Non-Financial Assets.
- c. Estimates of Tax Expenses and Liability.
- d. Revenue recognitions.

B. Current and Non-Current Classification.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act. The company classifies all other liability as non-current. Deferred Tax and liabilities are classified as Non-Current assets and Liabilities.

C. Revenue Recognition.

Revenue is recognized, net of sales related taxes, when persuasive evidence of an arrangement exists, the fees are fixed or determinable, the product is delivered or services have been rendered and collectability is reasonably assured. The Company considers the terms of each arrangement to determine the appropriate accounting treatment.

Theatrical - Contracted minimum guarantees are recognized on the theatrical release date. The Company's share of box office receipts in excess of the minimum guarantee is recognized at the point they are notified to the Company.

In respect of commission programmes, revenue is recognised as and when the relevant episodes of the programmes (television serials) are telecast on broadcasting channels.

Revenue from operations includes sale of goods and services measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates and excluding taxes or duties collected on behalf of the government.

Other Income:

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate applicable.

D. Property, plant and equipment and depreciation

i. Initial Recognition and Measurement

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its Working condition for its intended use.

Capital work-in-progress comprises cost of property, plant and equipment and related expenses that are not yet ready for their intended use at the reporting date. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as Capital Advances under Other non-current Assets.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

ii. Subsequent Cost:

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow the entity and the cost can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

iii. Depreciation / amortisation on property, plant and equipment

Depreciation on all the assets have been provided at the rates and in the manner prescribed in Schedule II of the Act on Written Down Value Method. Depreciation on additions to assets or on sale / disposal of assets is calculated on the basis of Pro rata basis from date of such addition or up to the month of such sale / scrapped, as the case may be.

E. Goodwill and Intangible assets

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairments losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation/ depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate assets, as appropriate, only when it is probable that future economic benefits associated with the items will flow to the entity and cost can be measured reliably.

Trademark are being amortised over its estimate useful life of 10 Years.

F. Financial Instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets and financial liabilities are offset against each other and the net amount reported in the balance sheet if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Financial Assets

Financial assets are divided into the following categories:

- a. financial assets carried at amortised cost
- b. financial assets at fair value through other comprehensive income
- c. financial assets at fair value through profit and loss;

Financial assets are assigned to the different categories by management on initial recognition, depending on the nature and purpose of the financial assets. The designation of financial assets is re-evaluated at every reporting date at which a choice of classification or accounting treatment is available.

Financial Assets like Investments in Subsidiaries are measured at Cost as allowed by Ind-AS 27 – Separate Consolidated financial statements and hence are not fair valued.

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cashflows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These are non-derivative financial assets that are not quoted in an active market. Loans and receivables (including trade and other receivables, bank and cash balances) are measured subsequent to initial recognition at amortized cost using the effective interest method, less provision for impairment. Any change in their value through impairment or reversal of impairment is recognized in the Statement of profit and loss.

In accordance with Ind AS 109: Financial Instruments, the Company recognizes impairment loss allowance on trade receivables and content advances based on historically observed default rates. Impairment loss allowance recognized during the year is charged to Statement of profit and loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income are non-derivative financial assets held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses in the statement of profit and loss.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. It includes non-derivative financial assets that are either designated as such or do not qualify for inclusion in any of the other categories of financial assets. Gains and losses arising from investments classified under this category is recognized in the Statement of profit and loss when they are sold or when the investment is impaired.

Impairment of Financial Assets

In the case of impairment, any loss previously recognized in other comprehensive income is transferred to the Statement of profit and loss. Impairment losses recognized in the Statement of profit and loss on equity instruments are not reversed through the Statement of profit and loss. Impairment losses recognized previously on debt securities are reversed through the Statement of profit and loss when the increase can be related objectively to an event occurring after the impairment loss was recognized in the Statement of profit and loss.

When the Company considers that fair value of financial assets can be reliably measured, the fair values of financial instruments that are not traded in an active market are determined by using

valuation techniques. The Company applies its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each balance sheet date. Equity instruments measured at fair value through profit or loss that do not have a quoted price in an active market and whose fair value cannot be reliably measured are measured at costless impairment at the end of each reporting period.

An assessment for impairment is undertaken at least at each balance sheet date.

Derecognition of Financial Assets

A financial asset is derecognized only where the contractual rights to the cash flows from the asset expire or the financial asset is transferred and that transfer qualifies for derecognition. A financial asset is transferred if the contractual rights to receive the cash flows of the asset have been transferred or the Company retains the contractual rights to receive the cash flows of the asset but assumes a contractual obligation to pay the cash flows to one or more recipients. A financial asset that is transferred qualifies for derecognition if the Company transfers substantially all the risks and rewards of ownership of the asset, or if the Company neither retains nor transfers substantially all the risks and rewards of ownership but does transfer control of that asset.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of direct issue costs.

Financial Liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition they are classified as financial liabilities at fair value through profit or loss.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized only when the obligation is extinguished, that is, when the obligation is discharged or cancelled or expires. Changes in liabilities' fair value that are reported in profit or loss are included in the Statement of profit and loss within finance costs or finance income.

G. Inventory

Inventories are measured at the lower of cost and net realisable value after providing for obsolescence, if any. Cost comprises acquisition / direct production cost. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

H. Impairment of Non-Financial Assets - Property, Plant& Equipment

The Company assesses at each reporting dates as to whether there is any indication that any property, plant and equipment may be impaired. If any such indication exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any.

An impairment loss is recognized in the Statement of the Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's

fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.'

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

I. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

J. Cash and Cash Equivalent

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term highly liquid investments which are readily convertible into known amounts of cash and are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

K. Cash Flow Statement

Cash flow are reported using Indirect method, where by net profit before tax is adjusted for the effects of transaction of non-cash nature any deferrals or accruals of past or future operating cash receipts or payments and items of income and expenses associates with investing or financing activity. The Cash flows from operating, financing and investing activity is shown separately.

L. Provisions and contingencies

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the Consolidated financial statements.

M. Taxes Expenses

The income tax expense or credit for the period is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Current tax comprises of expected tax payable or receivable on taxable income/loss for the year or any adjustment or receivable in respect of previous year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in financial statements. However deferred tax Liability are not recognised if they arise from the initial

recognition of goodwill. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting date and are expected to apply to the Company when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits (Minimum alternate tax credit entitlement) only if it is probable that future taxable amounts will be available to utilise those temporary differences, unused losses and unused tax credits. Deferred Tax Assets are reviewed at each reporting date and are recognised / reduced to the extent that it is probable or no longer probable respectively that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

N. Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

O. Employee Benefits

i) Short term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

ii) Post-Employment benefits - Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pay specified contributions towards Provident Fund, Employee State Insurance and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

iii) The Company is exempted from Payment of Gratuity Act, 1972 in view of its strength of employees being less than threshold limit attracting the applicability of the said statute and as such no provision has been made for the said liability. Leave encashment is not provided on actuarial basis in view of employees being less than 10 and same is charged on actual basis.

P. Segment reporting

The Company is primarily engaged in the business of "Production of Movies and TV Serial", which, in the context of Ind AS 108 on Operating Segments, constitutes a single reportable segment.

Q. First time adoption of Ind AS:

For all periods, up to and including the year ended March 31, 2018, the Company prepared its

Consolidated financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or Previous GAAP).

These Consolidated financial statements for the year ended March 31, 2018 have been prepared in accordance with Indian Accounting Standards ("Ind-AS") consequent to the notification of the Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. These are the first Ind-AS Consolidated financial statements of the Company, wherein the Company has restated its Balance Sheet as at April 1, 2016 and Consolidated financial statements for the year ended and as at March 31, 2017 also as per Ind-AS. Consequently, in preparing these Ind AS Consolidated financial statements, the Company has availed certain exemptions and complied with the mandatory exceptions provided in Ind AS 101, as explained below.

Exemptions and Exceptions availed

Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS

i) Fair value as deemed cost exemption:

The Group has elected to measure items of property, plant and equipment and intangible assets at its carrying value at deemed cost at the transition date.

ii) Business combination exemption.

The Group has applied the exemption as provided in Ind AS 101 on non-application of Ind AS 103, "Business Combinations" to business combinations consummated prior to 1st April, 2016 (the "Transition Date"), pursuant to which goodwill/ capital reserve arising from a business combination has been stated at the carrying amount prior to the date of transition under Indian GAAP.

The Group has also applied the exemption for past business combinations to acquisitions of investments in subsidiaries.

The Indian GAAP figures have been reclassified to confirm to Ind AS presentation requirements.

3. PROPERTY, PLANT AND EQUIPMENT

(Amount in ₹)

Description of Assets	Computers	Furniture & Fixture	Office Equipment	Motor Car	Total
A. Cost or deemed cost					
Balance as at April 1, 2016	1,869,760	867,762	1,035,292	-	3,772,814
Additional	1,077,466	1,155,709	354,218	3,494,325	6,081,718
Disposal	(9,500)	-	-	-	(9,500)
Balance as at March 31, 2017	2,937,726	2,023,471	1,389,510	3,494,325	9,845,032
Additional	946,982	245,015	248,771	62,434	1,503,202
Balance as at March 31, 2018	3,884,708	2,268,486	1,638,281	3,556,759	11,348,234
B. Accumulated depreciation					
Balance as at April 1, 2016	1,368,800	262,524	641,665	-	2,272,989
Additional	531,293	297,858	197,200	216,772	1,243,123
Balance as at March 31, 2017	1,900,093	560,382	838,865	216,772	3,516,112
Additional	1,053,900	385,367	336,906	1,028,388	2,804,561
Balance as at March 31, 2018	2,953,993	945,749	1,175,771	1,245,160	6,320,673
C. Carrying Amount					
Balance as at April 1, 2016	500,960	605,238	393,627	-	1,499,825
Balance as at March 31, 2017	1,037,633	1,463,089	550,645	3,277,553	6,328,920
Balance as at March 31, 2018	930,715	1,322,737	462,510	2,311,599	5,027,561

4. Intangible Assets

Description of Assets	Trademark	Goodwill
A. Cost or deemed cost		27,782,354
Balance as at April 1, 2016	-	-
Additional	-	-
Balance as at March 31, 2017	-	27,782,354
Additional	40,000	-
Balance as at March 31, 2018	40,000	27,782,354
B. Amortisation		
Balance as at April 1, 2016	-	-
Additional	-	-
Balance as at March 31, 2017	-	-
Additional	-	-
Balance as at March 31, 2018	-	-
C. Carrying Amount		
Balance as at April 1, 2016	-	-
Balance as at March 31, 2017	-	27,782,354
Balance as at March 31, 2018	40,000	27,782,354

Notes to the Consolidate Financial Statements

(Amount in ₹)

Particulars	As at 31.03.2018	As at 31.03.2017
5. Financial Assests (Non-Current)		
5(a). Investments		
Investments in Equity Instruments	-	-
Total	-	-
5(b). Loan		
Unsecured, considered good		
Loans to related parties	-	135,429,718
Other loans	-	91,869,432
Total	-	227,299,150
6. Deferred Tax Assets / (Liabilities)		
WDV of Property, Plant & Equipment as per Companies Act	5,027,042	-
WDV as per Income Tax Act	6,728,527	-
Temporary Difference	1,701,485	-
Deferred Tax Assets / Liabilities	468,802	-
Less: Opening Balance	-	(112,718)
Deferred Tax Assets to be provided in SPL	468,802	112,718
7. Other non-current assets		
Capital Advances	9,200,000	11,600,000
Other advances (Met Entitlement)	13,568,410	7,047,121
Total	22,768,410	18,647,121
8. Inventories		
Work-in-progress	57,611,741	39,375,194
Finished goods	104,684,211	-
Others	1,600,000	1,600,000
Total	163,895,952	40,975,194
9. Financial Assets		
9(a). Trade Receivables (Unsecured Considered Good)		
Due from other trade receivables	134,499,710	126,662,219
Total	134,499,710	126,662,219
9(b). Cash and Cash Equivalents		
Balances With Banks	438,032	5,728,843
Cash on hand	339,572	455,428
Total	777,603	6,184,271
9(c). Loans		
<u>Unsecured, considered good</u>		
Loans to related parties	134,332,739	-
Other loans	78,584,479	-
Total	212,917,218	-

Notes to the Consolidate Financial Statements

(Amount in ₹)

Particulars	As at 31.03.2018	As at 31.03.2017
10. Current Tax (Net)		
Current Tax	15,878,910	38,134,526
Total	15,878,910	38,134,526
11. Other current assets		
Security Deposits	10,271,631	11,319,951
Other advances	45,247,869	41,287,632
Total	55,519,500	52,607,583
14. Financial Liabilities (Non Current)		
14(a). Borrowing		
from banks (Secured)	770,958	1,715,788
from banks (Unsecured)	-	97,083,359
Loans from related parties (unsecured)	-	5,358,717
Loan from Other (unsecured)	-	4,500,000
Total	770,958	108,657,864
15. Financial Liabilities (Current)		
15(a). Borrowings		
Loans repayable on demand		
from banks (Secured)	52,470,000	102,875,919
from banks (Unsecured)	130,205,473	19,313,359
Loans from related parties (unsecured)	5,751,847	393,130
Loan from Other (unsecured)	4,500,000	-
Total	192,927,320	122,582,408
15(b). Trade payables		
Unsecured	199,224,366	90,031,128
Total	199,224,366	90,031,128
15(c). Other Financial Liabilities		
Current maturities of long-term debt	944,831	857,865
Total	944,831	857,865
16. Other current liabilities		
others	7,541,886	26,641,905
Total	7,541,886	26,641,905
17. Current Tax Liabilities		
Provision of Corporate Tax (net)	444,317	-
Total	444,317	-

12. Share capital

1. The Company has only one class of equity share having par value of Rs 10 per share.

(Amount in ₹)

Particulars	3/31/2018	3/31/2017	4/1/2016
Authorised Capital 3,60,00,000 (31-03-17 & 01-04-16 : 3,60,00,000) Equity shares of	360,000,000	360,000,000	360,000,000
Issued, Subscribed and fully paid up 3,48,80,000 (31-03-17 & 01-04-16 : 3,48,80,000) Equity shares of	348,800,000	348,800,000	348,800,000

2. Reconciliation of the number of shares outstanding and amount at the beginning and at the end of the year

Particulars	2017-18		2016-17		2015-16	
	No of Shares	Amount in Rs	No of Shares	Amount in Rs	No of Shares	Amount in Rs
At the beginning of its beginning	34,880,000	348,800,000	34,880,000	348,800,000	34,880,000	348,800,000
Add : Fresh Issue	-	-	-	-	-	-
Outstanding at the end of the year	34,880,000	348,800,000	34,880,000	348,800,000	34,880,000	348,800,000

iii. Terms/rights attached to equity shares;

The Company has only one class of equity share having par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and rights issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all liabilities in proportion to their shareholding.

iv. Details of shares held by shareholder holding more than 5% of the paid-up equity capital

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	No of Shares	% Held	No of Shares	% Held	No of Shares	% Held
Shantanu Sheorey	3,231,300	9.26%	3,231,300	9.26%	3,231,300	9.26%

13 : Other Equity

Particular	3/31/2018	3/31/2017	4/1/2016
A. Share Premium Account			
Balance as per the last Balance Sheet	72,807,600	72,807,600	72,807,600
Add: Received During the Year			
Balance at the end of the Year	72,807,600	72,807,600	72,807,600
B. Surplus/ (Deficit) in the Statement of Profit and Loss			
Balance as per the last Balance Sheet	(218,098,587)	(242,110,995)	(252,360,540)
Add : Profit for the year	16,179,683	14,939,837	9,919,223
Add : Previous Year Adjustment	13,103,170	9,072,571	330,322
Balance at the end of the Year	(188,815,734)	(218,098,587)	(242,110,995)
Total Other Equity	(116,008,134)	(145,290,987)	(169,303,395)

Notes to the Consolidate Financial Statements

(Amount in ₹)

Particulars	As at 31.03.2018	As at 31.03.2017
18. Revenue From Operations		
a) Sale of Service		
Sale of Film rights	28,800,000	-
Commissioned Sales	690,194,496	450,337,879
Total	718,994,496	450,337,879
19. Other Income		
Interest on deposits and others	18,013,681	18,060,446
Interest Received on IT Refund	2,815,278	3,298,682
Sundry Balance written back	1,825,837	1,183,868
Miscellaneous Income	77,500	14,405
Total	22,732,296	22,557,401
20. Cost of Production / Acquisition of Rights		
A. Cost of production		
Acquisition of Story	-	1,600,000
Artists, Directors and other technicians	379,549,103	242,466,471
Food & Refreshment	13,581,172	9,901,791
Insurance Expenses	739,494	344,059
Purchase of costumes and dresses	11,847,427	9,289,179
Set properties and equipment hire charges	96,216,600	60,013,238
Shooting and location expenses	52,480,328	50,856,025
Marketing and Distribution Expenses	586,000	-
Other Production Expenses	88,291,515	59,360,666
	643,291,638	433,831,429
B. Acquisition of Theoretical Rights	132,600,000	-
Total	775,891,638	433,831,429
21. Change in Inventory		
Opening Stock		
WIP - Movies / Serials	39,375,194	3,231,694
Script & Theoretical Rights	1,600,000	-
	40,975,194	3,231,694
Closing Stock		
WIP - Movies	(57,611,741)	(39,375,194)
Script & Theoretical Rights	(106,284,211)	(1,600,000)
	(163,895,952)	(40,975,194)
Total	(122,920,758)	(37,743,500)
22. Employee benefit expenses		
Salaries and allowances	13,866,969	9,664,163
Total	13,866,969	9,664,163

Notes to the Consolidate Financial Statements

(Amount in ₹)

Particulars	As at 31.03.2018	As at 31.03.2017
23. Finance Cost		
Interest - Bill Discounting	6,667,153	3,015,858
Interest - Loan	543,005	2,319,121
Loan Processing Fees and Stamp Duty	404,710	141,907
Other financial charges	54,841	29,714
Total	7,669,709	5,506,600
24. Other expenses		
Advertisement Expenses	25,879	35,453
Auditor Remuneration	313,750	336,250
Annual Custody Fees	150,000	188,674
Commission and brokerage	50,000	553,638
Director Sitting Fees	44,000	48,000
Donation Expenses	108,603	26,502
E - Voting Charges	5,000	5,750
Electricity charges	386,704	340,193
Insurance	97,337	17,254
Listing Fees	250,000	200,000
MCA Fees	28,850	41,400
Membership & Renewal Expenses	41,400	-
Office Expenses	493,080	413,995
Postage & Courier exp	20,550	18,793
Printing and stationery	162,185	144,085
Professional and consultancy fees	9,115,257	8,382,720
Promotion Expenses	493,247	385,695
Registrar Fees (Exp)	41,000	65,550
Registration Expenses (Mvat)	-	10,050
Rent	5,458,130	5,220,520
Repair & Maintenance	503,404	368,058
SBC @ 0.05% (Exp)	-	4,050
Swachh Bharat Cess	802,482	1,308,738
Telephone Charges	153,259	182,596
Title Registration Charges	9,750	2,191
Travelling and conveyance expenses	406,046	450,069
Miscellaneous expenses	1,859,627	8,710,316
Total	21,019,540	27,460,539
*Auditor's remuneration		
Audit fees	313,750	336,250
	313,750	336,250
25. Earning Per Share		
Profit attributable to equity share holder	29,282,853	24,012,408
Amount available for equity share holders	29,282,853	24,012,408
Weighted average number of Equity Shares for basic EPS [nos.]	34,880,000	34,880,000
Basic EPS / Diluted EPS	0.84	0.69
Nominal value of shares (₹)	10.00	10.00

26. FIRST TIME IND AS ADOPTION RECONCILIATIONS

26(a). Effect of Ind AS adoption on the standalone balance sheet as at 31.03.2017 and 01.04.2016

(Amount in ₹)

Particulars	As at 31.03.2017			As at 01.04.2016		
	As per Previous GAAP	Transition Effect	As per IND AS	As per Previous GAAP	Transition Effect	As per IND AS
ASSETS						
Non-current assets						
Property, Plant and Equipment	6,328,920	-	6,328,920	1,499,825	-	1,499,825
Goodwill	27,782,354	-	27,782,354	27,782,354	-	27,782,354
Financial Assets						
Investments	-	-	-	50,000	-	50,000
Loans	227,299,150	-	227,299,150	226,468,347	-	226,468,347
Other non-current assets	18,647,121	-	18,647,121	12,554,121	-	12,554,121
Total Non Current Assets	280,057,545	-	280,057,545	268,354,647	-	268,354,647
Current assets						
Inventories	40,975,194	-	40,975,194	3,231,694	-	3,231,694
Financial Assets						
Trade receivables	126,662,219	-	126,662,219	28,576,168	-	28,576,168
Cash and cash equivalents	6,184,271	-	6,184,271	2,165,372	-	2,165,372
Loans	-	-	-	6,342,465	-	6,342,465
Current Tax Assets (Net)	38,134,526	-	38,134,526	67,017,954	-	67,017,954
Other current assets	52,607,583	-	52,607,583	64,953,343	-	64,953,343
Total Current Assets	264,563,792	-	264,563,792	172,286,996	-	172,286,996
Total ASSETS	544,621,337	-	544,621,337	440,641,643	-	440,641,643
EQUITY AND LIABILITIES						
Equity						
Equity Share capital	348,800,000	-	348,800,000	348,800,000	-	348,800,000
Other Equity	(145,290,987)	-	(145,290,987)	(169,303,395)	-	(169,303,395)
Equity attributable to the owners	203,509,013	-	203,509,013	179,496,605	-	179,496,605
Non-Controlling Interest	(7,658,846)	-	(7,658,846)	(16,375,630)	-	(16,375,630)
Liabilities						
Non-current liabilities						
Financial Liabilities						
Borrowings	108,657,864	-	108,657,864	106,942,076	-	106,942,076
Deferred tax liabilities (Net)	-	-	-	112,718	-	112,718
Current liabilities						
Financial Liabilities						
Borrowings	122,582,408	-	122,582,408	27,604,195	-	27,604,195
Trade payables	90,031,128	-	90,031,128	89,934,344	-	89,934,344
Other financial liabilities	857,865	-	857,865	-	-	-
Other current liabilities	26,641,905	-	26,641,905	52,927,335	-	52,927,335
Total EQUITY AND LIABILITIES	544,621,337	-	544,621,337	440,641,643	-	440,641,643

26(b). Reconciliation of total equity as at March 31, 2017 and April 1, 2016

Particulars	As at 31.03.2017	As at 01.04.2016
Total equity / shareholders' fund as per Indian GAAP	203,509,013	179,496,605
Adjustment :	-	-
TOTAL EQUITY / SHAREHOLDERS' FUND AS PER IND AS	203,509,013	179,496,605

26(c). Effect of Ind AS adoption on the statement of profit and loss for the year ended March 31, 2017

Particulars	2016-17	Transition Effect	As Per IND AS
Income			
Revenue From Operations	450,337,879	-	450,337,879
Other Income	22,557,401	-	22,557,401
Total Income	472,895,280	-	472,895,280
EXPENSES			
Cost of Production including Theoretical Rights	433,831,429	-	433,831,429
Changes in inventories of Movies & Theoretical Rights	(37,743,500)	-	(37,743,500)
Employee benefits expense	9,664,163	-	9,664,163
Finance costs	5,506,600	-	5,506,600
Depreciation and amortization expense	1,243,123	-	1,243,123
Other expenses	27,460,539	-	27,460,539
Total expenses	439,962,355	-	439,962,355
Profit/(loss) before exceptional items and tax	32,932,925	-	32,932,925
Exceptional Items	-	-	-
Profit/(loss) before tax	32,932,925	-	32,932,925

Other Notes to Accounts

26. Micro, Small AND Medium Enterprises:

The Company has no dues to Micro, Small and Medium enterprises as at 31 March, 2018, on the basis of information provided by the parties and available on record. Further, there is no interest paid / payable to micro and small enterprises during the year.

27. Transaction in Foreign Currency,

Sr No	Particulars	31.03.2018	31.03.2017
1	Earning in Foreign Currency	Nil	Nil
2	CIF Value of Imports	Nil	Nil
3	Expenditure in Foreign Currency	Nil	Nil

28. In the opinion of the management, the current assets, loans and advances have the values on realization in the ordinary course of business at least equal to the amounts at which they are stated in the balance sheet except the trade receivables and loans and advances which falls under management's policy for bad and doubtful debts as taken in the previous years.

29. As stated in earlier years annual reports, the Farm and Hatchery land together with the structures and ancillary assets/material stocks on the land including moveable assets related to farm division which was mortgaged with the consortium banks, was disposed off by the banks in the financial year 2005-06 and 2006-07 respectively by holding auction sale under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002. Besides the sale of above moveable and immoveable assets, banks also auctioned the agricultural land kept as collateral security by one of the promoters with the lending banks at the time of disbursement of loan. Since there was neither any feedback nor any intimation by the banks regarding the ratio in which they distributed amongst themselves the said realized amount, it is apportioned between the consortium banks in proportion to the various loans outstanding and provided in the books till the date of recalling of advances by individual banks. On sale of said properties including moveable assets during the year by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans.

30. Cash Credit, Packing Credit and demand working capital loan from banks were secured by hypothecation of stock and book debts and term loan from banks were secured by pari-passu charge on all the immoveable properties of the company and hypothecation of moveable assets. On sale of said properties including moveable assets by the banks under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, the amount against said facilities and loans has been categorized as unsecured loans of the accounts.

31. Related Party Transaction

Disclosure in accordance with Ind AS 24 – Related Party Disclosures during the year

A. Group Companies & Firms (GP/F)

Jupicos Sports Pvt. Ltd
Elan Capital Advisors Pvt. Ltd
Cinch Multitrade Pvt. Ltd
Monotype India Ltd
Sidkim Construction Pvt Ltd.
Zanskar Films Pvt. Ltd
Pranjali Services Pvt. Ltd.
Venus Integrated Textile Park Pvt Ltd

BT Divine Power & Mining Corporation Ltd
Pranjali Infrastructure Pvt. Ltd
Divine Power & Mining Corporation Ltd.
Pranjali (India) Pvt Ltd.
Xpanding Horizon Education Pvt. Ltd.
TosgArt Education Pvt. Ltd.
Adrina Realities Pvt. Ltd
Harvey World Destinations Private Limited.

Harvey India Tours and Travel P. Ltd.
Jupiter City Development (India) Ltd
Brizo Creation Private Limited
LLP
Innocent Investment Consultants LLP

Harvey Films Production P. Ltd
Innoventive Venture Ltd.
Adrina Realities Pvt Ltd.
Sandeep Ispat Traders LLP

B. Key Management Personnel (KMP)

Karishma Jain (Director)
Shantanu Sheorey (Director)
Cyrus Bhot (CFO and Director)

Joe Rajan (Director)
Romin Shah (Company Secretary)

Significant Transactions with related parties during the year

Sr No	Name of Party	Nature of Transaction	Amount Current Year	Amount Previous Year
1	Karishma Jain	Director Remuneration / Professional Fees	66,00,000	42,00,000
2	Romin Shah	Salary	8,92,389	3,05,401
3	Monotype India Limited	Loan Given	8,85,05,271	2,35,21,191
		Repayment Received	12,46,29,843	1,25,00,000
		Interest Received	1,07,05,271	1,03,43,685
4	Elan Capital Pvt. Ltd	Reimbursement of Expense	9,000	22,000
5	B T Divine Power & Mining Corporation Ltd	Repayment Received	1,39,00,000	NIL
6	Jupiter City Developer (India) Limited	Loan Given	5,01,40,217	Nil
		Interest Received	4,22,217	Nil
		Loan Repaid	11,92,222	Nil

Balance outstanding at the Year End

Sr No	Name of Party	Nature of Transaction	Amount Current Year	Amount Previous Year
1	Karishma Jain	Remuneration Payable at the end	NIL	90,000
2	Shantanu Sheorey	Loan payable at the year end	53,58,717	53,58,717
3	B T Divine Power & Mining Corporation Ltd	Loan Receivable at the year end	2,00,000	1,41,00,000
4	Monotype India Limited	Loan Receivable at the year end	8,28,34,744	11,89,59,316
5	Pranjali India Pvt Ltd	Loan Receivable at the year end	23,50,000	23,50,000
6	Jupiter City Developer (India) Limited	Loan Receivable at the year end	4,89,47,995	Nil

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

For and on behalf of Board of Directors

Sd/-
(Motilal Jain)
Partner
Membership No. 036811

Sd/-
(Shantanu Sheorey)
Director
DIN: 00443703

Sd/-
(Cyrus Bhot)
Director & CFO
DIN: 00443874

Sd/-
(Romin Shah)
Company Secretary

Date : 30th May, 2018
Place : Mumbai

52 Weeks Entertainment Limited

Regd Office : Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Lokhandwala Road, Andheri (W), Mumbai – 400053. **CIN:-** L93000MH1993PLC072467

Email ID: 52weeksentltd@gmail.com, **Web:** www.52weeksentertainment.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

DP id *	Folio No.
Client id*	No of Shares

Name and Address of Shareholder/Proxyholder :-

I hereby record my presence at the 25th Annual General Meeting of the Company held on Saturday, 29th September, 2018 at 11.30 am at Unit No.501, 5th Floor, Morya Blue Moon, opp. Citi Mall, Andheri Lokhandwala Road, Andheri(W), Mumbai – 400053.

Signature of the Shareholder or Proxy

52 Weeks Entertainment Limited

Regd Office : Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Lokhandwala Road, Andheri (W), Mumbai – 400053. **CIN:-** L93000MH1993PLC072467

Email ID: 52weeksentltd@gmail.com, **Web:** www.52weeksentertainment.com

FORM OF PROXY

Name of member(s) :	Email id :
Registered Address :	Folio No/ DP id :
	Client id :

I/We, being the member(s) of _____ shares of 52 Weeks Entertainment Limited, hereby appoint :

Name: _____

Address: _____

E- mail Id : _____ Signature : _____ or failing him

Name: _____

Address: _____

E- mail Id : _____ Signature : _____ or failing him

Name: _____

Address: _____

E- mail Id : _____ Signature : _____ or failing him

as my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on saturday, 29th September, 2018 at 11.30 am at Unit No. 501, 5th Floor, Morya Blue Moon, Opp. Citi Mall Andheri Lokhandwala Road, Andheri(W), Mumbai - 400053 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolutions		Optional	
Ordinary Business		For	Against
1	Adoption of the Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended 31st March, 2018 and Report of the Directors' and Auditors' thereon.		
2	Appointment of a Director in place of Ms. Karishma Jain (DIN: 03053010) who retires by rotation and being eligible offers herself for reappointment.		
3	Ratification of appointment of Statutory Auditors of the Company.		

Signed this day of _____, 2018

Affix One
Rupee
Revenue
Stamp

Signature of Shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes :

1.This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting. The Proxy need not be a member of the Company.

2.A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

** This is only optional. Please put 'X' in the appropriate Column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' Column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes

52 Weeks Entertainment Limited

Regd Office : Unit No.501, 5th Floor, Morya Blue Moon, Opp. Citi Mall, Lokhandwala Road,
Andheri (W), Mumbai – 400053. **CIN:-** L93000MH1993PLC072467

Email ID: 52weeksentltd@gmail.com, **Web:** www.52weeksentertainment.com

POLLING PAPER
(Form No. MGT -12)

(Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014)

BALLOT PAPER

Sr. No.	Particulars	Details
1	Name of the First Named Shareholders	
2	Postal Address	
3	Registered Folio No./ *DP Id/Client Id (Applicable to investors holding shares in dematerialized form)	
4	Class of Share	Equity

I hereby exercise my vote in respect of Ordinary Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner :

Sr.No.	Item	No. of Shares held by me	I assent to the resolution	I dissent to the resolution
1	Adoption of the Standalone and Consolidated Audited Financial Statement of the Company for the financial year ended 31st March, 2018 and Report of the Directors' and Auditors' thereon.			
2	Appointment of a Director in place of Ms. Karishma Jain (DIN: 03053010) who retires by rotation and being eligible offers herself for reappointment.			
3	Ratification of appointment of Statutory Auditors of the Company.			

Date :-

Place:-

Signature of Shareholder

Book Post

If Undelivered please return to:

52 WEEK ENTERTAINMENT LIMITED

Unit No.501, 5th Floor, Morya Blue Moon,
Opp. Citi Mall, Andheri Lokhandwala Road,
Andheri (W) Mumbai - 400 053