Prime Focus North America Inc

Balance sheet

	Notes	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
				In USD
Assets				
Non-current assets				
Property, plant and equipment		121,037	19,234	8,978,036
Capital work-in progress		-	-	-
Intangible assets		12,879,870	14,463,468	20,768,283
Financial Assets				
i) Investments				
ii) Loans				
iii) Other financial assets		181,962	678,712	175,319
Deferred tax assets		-	-	-
Non-current tax assets		24,487	24,487	24,487
Other non-current assets		-	-	-
		13,207,356	**15,185,901**	**29,946,125**
Current assets				
Inventories				
Financial Assets				
i) Investments				
ii) Trade receivables	7	6,066	19,375	19,375
i) Cash and cash equivalents	4	291,481	9,573,829	5,000
ii) Other financial assets	4	54,698,248	82,633,388	81,122,816
Other current assets	3	48,548	62,577	74,688
		55,044,343	**92,289,169**	**81,221,879**
TOTAL		**68,251,700**	**107,475,070**	**111,168,004**
Equity and Liabilities				
Equity				
Equity Share Capital	5	5,000	5,000	5,000
Other Equity	6	53,165,848	56,346,416	68,863,581
		53,170,848	**56,351,416**	**68,868,581**
Liabilities				
Non-current liabilities				
Financial liabilities				
i) Borrowings	7	-	4,731	4,731
ii) Other financial liabilities	9	-	-	45,584
Deferred tax liability (net)		-	-	-
Provisions		-	-	-
		-	**4,731**	**50,315**
Current liabilities				
Financial Liabilities				
i) Borrowings	7	-	8,446,387	20,023,084
i) Trade payables	8	14,849,102	40,196,851	20,964,834
ii) Other financial liabilities	9	137,684	2,447,531	1,257,939
Current tax liabilities		94,066	28,153	3,250
		15,080,852	**51,118,922**	**42,249,107**
TOTAL		**68,251,700**	**107,475,070**	**111,168,004**

Notes forming part of the financial statements

As per our report of even date

For V. Shivkumar & Associates
Chartered Accountants
Firm Registration No.: 112781W

For and on behalf of the Board of Directors

V. Shivkumar
(Proprietor)
Membership No. 042673
Mumbai

Prime Focus North America Inc

Profit & Loss Account

In USD

	Notes	For the year ended March 31, 2017	2016
Income			
Revenue from operations (net)		-	23,000
Other income		1,204,109	652,827
		1,204,109	**675,827**
Expenses			
Employee benefits expenses		1,343,726	3,287,343
Other expenses	8	1,028,066	3,224,279
Finance costs		324,617	4,785,986
Depreciation and amortization expenses		1,640,337	2,173,768
		4,336,745	**13,471,376**
Profit/(Loss) before exceptional items and tax		**(3,132,636)**	**(12,795,549)**
Exceptional Items		-	-
Profit before tax		(3,132,636)	(12,795,549)
Tax expense			
Current tax		65,913	13,200
Deferred tax		-	-
Total tax expense		**65,913**	**13,200**
Profit/(Loss) for the year		**(3,198,549)**	**(12,808,749)**

Notes to accounts

As per our report of even date

For V. Shivkumar & Associates
Chartered Accountants
Firm Registration No.: 112781W

For and on behalf of the Board of Directors

V. Shivkumar
(Proprietor)
Membership No. 042673
Mumbai

Prime Focus North America Inc

Statement of changes in Equity

Changes in Other Equity

In USD

	Stock Outstanding Reserves Account	Shares Outstanding Reserve Account	Surplus in the statement of profit and loss	Total Other equity	Total
As at 1st April 2015	98,202,647	3,446,269	(32,785,335)	68,863,581	68,863,581
Profit/ (loss) for the year	-		(12,808,749)	(12,808,749)	(12,808,749)
Stock Compensation Expense		291,584	-	291,584	291,584
As at 31st March 2016	**98,202,647**	**3,737,853**	**(45,594,084)**	**56,346,417**	**56,346,417**
Stock Compensation Expense		17,980		17,980	17,980
Profit/ (loss) for the year	-		(3,198,549)	(3,198,549)	(3,198,549)
As at 31st March 2017	**98,202,647**	**3,755,833**	**(48,792,633)**	**53,165,847**	**53,165,847**

Prime Focus North America Inc

1. Corporate information

Prime Focus North America Inc is a Corporation registered in United States of America

2. Statement of significant accounting policies:

a. Statement of compliance

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS)

These are the first Ind AS Standalone Financial Statements of the Company. The date of transition to Ind AS is 1 April, 2015.

b. Basis of preparation and presentation

The Company has prepared these Standalone Financial Statements as per the Indian Accounting Standards ('Ind AS'), which comprise the Balance Sheet as at 31 March, 2017, the Statement of Profit and Loss, the Statements of Cash Flows and the Statement of Changes in Equity for the year ended 31 March, 2017, and accounting policies and other explanatory information (together hereinafter referred to as "Standalone Financial Statements" or "financial statements").

The Standalone Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

c. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

d. Earnings per share

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

d. Cash Flow statements

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

h. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

i. Property, plant and equipment (PPE)

PPE are stated at cost of acquisition or construction. They are stated at historical cost less accumulated depreciation and impairment loss, if any. The cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of PPE is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standards of performance. All other expenses on existing PPE, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values using the straight-line method over their useful lives estimated by Management. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Cost of Leasehold improvements and Leasehold building is amortised over a period of lease.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Intangible assets

Intangible assets acquired separately
Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounting for on a prospective basis. Intangible assets with indefinite useful lives are acquired separately are carried at cost less accumulated impairment losses.

Internally-generated intangible assets – research and development expenditure
Expenditure on research activities is recognised as an expense in the period in which it is incurred. An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if all of the following have been demonstrated:

• the technical feasibility of completing the intangible asset so that it will be available for use or sale;
• the intention to complete the intangible asset and use it or sell it;
• the ability to use or sell the intangible asset;
• how the intangible asset will generate probable future economic benefits;
• the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
• the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.
Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are separately acquired.
Useful lives of intangible assets
Software is amortised on straight line basis over the estimated useful life of six years.

De-recognition of intangible assets
An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is de-recognised.

Impairment of tangible and intangible assets
At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are allocated to individual cash-generating units, or otherwise they are allocated to the smallest of the cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

j. First Time adoption

The Company has prepared the opening Standalone Balance Sheet as per Ind AS as of 1 April, 2015 (the transition date) by,
- recognising all assets and liabilities whose recognition is required by Ind AS,
- not recognising items of assets or liabilities which are not permitted by Ind AS, and
- by reclassifying items from previous GAAP to Ind AS as required under Ind AS

There are no consequencial changes in accounting policies on adoption of IND AS.

Prime Focus North America Inc

3. Property, plant and equipment

In USD

	Plant and equipment	Furniture and fixtures	Lease Hold Improvement	Office equipments	Vehicles	Total
Cost/ Deemed Cost						
As at April 1, 2015	2,089,257	4,113,128	2,629,100	-	146,551	8,978,036
Additions	106,590	-	-	-	-	106,590
Deduction	-	-	-	-	105,751	105,751
As at March 31, 2016	**2,195,847**	**4,113,128**	**2,629,100**	**-**	**40,800**	**8,978,874**
Accumulated depreciation						
As at April 1, 2015	2,076,584	4,090,180	2,230,580	-	68,614	8,465,957
For the year	106,819	16,158	398,521	-	77,937	599,434
Deduction	-	-	-	-	105,751	105,751
As at March 31, 2016	**2,183,403**	**4,106,338**	**2,629,100**	**-**	**40,800**	**8,959,640**
Net block						
As at March 31, 2016	**12,444**	**6,790**	**-**	**-**	**-**	**19,234**

In USD

	Plant and equipment	Furniture and fixtures	Lease Hold Improvement	Office equipments	Vehicles	Total
Cost						
As at April 1, 2016	2,195,847	4,113,128	2,629,100	-	40,800	8,978,874
Additions	111,662		46,880			158,542
Deduction						-
As at March 31, 2017	**2,307,509**	**4,113,128**	**2,675,980**	**-**	**40,800**	**9,137,416**
Accumulated depreciation						
As at April 1, 2016	2,183,403	4,106,338	2,629,100	-	40,800	8,959,640
For the year	33,046		23,693			56,739
Deduction						-
As at March 31, 2017	**2,216,449**	**4,106,338**	**2,652,793**	**-**	**40,800**	**9,016,379**
Net block						
As at March 31, 2017	**91,060**	**6,790**	**23,187**	**-**	**-**	**121,037**

Prime Focus North America Inc

4. Intangible Assets

	Software	Total
		In USD
Cost/ Deemed Cost		
As at April 1, 2015	20,768,283	20,768,283
Additions	814,511	814,511
Deduction	-	-
As at March 31, 2016	**21,582,794**	**21,582,794**
Accumulated depreciation		
As at April 1, 2015	5,544,993	5,544,993
For the year	1,574,334	1,574,334
Deduction	-	-
As at March 31, 2016	**7,119,327**	**7,119,327**
Net block		
As at March 31, 2016	**14,463,468**	**14,463,468**

	Software	Total
		in USD
Cost		
As at April 1, 2016	21,582,794	21,582,794
Additions	-	-
Deduction	-	-
As at March 31, 2017	**21,582,794**	**21,582,794**
Accumulated depreciation		
As at April 1, 2016	7,119,327	7,119,327
For the year	1,583,597	1,583,597
Deduction	-	-
As at March 31, 2017	**8,702,924**	**8,702,924**
Net block		
As at March 31, 2017	**12,879,870**	**12,879,870**

5. Non current tax assets

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
			in USD
Advance tax	24,487	24,487	24,487
	24,487	**24,487**	**24,487**

6. Other non-current assets

	Current		
	31 March 2017	31 March 2016	1 April 2015
			in USD
Prepaid expenses	48,548	62,577	74,688
	48,548	**62,577**	**74,688**

7. Trade receivables

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
			in USD
Unsecured considered goood			
Trade receivables	6,066	19,375	900,887
Provision for doubtfull debt	-	-	(881,512)
	6,066	19,375	19,375
Trade receivables from related parties	-	-	-
	6,066	**19,375**	**19,375**

8. Cash and bank balances

	Current		
	31 March 2017	31 March 2016	1 April 2015
			in USD
Cash and cash equivalents			
Balances with banks:			
On Current Accounts	291,481	9,568,829	-
Cash on hand		5,000	5,000
	291,481	**9,573,829**	**5,000**

9. Other financial assets

	Non-Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
						in USD
Restricted cash	175,662	678,712	175,319	-		
Security deposit	6,300	-		-	-	-
Inter-company receivables				51,888,633	79,664,826	78,941,597
Other advances	-	-		2,809,615	2,968,562	2,181,219
	181,962	**678,712**	**175,319**	**54,698,248**	**82,633,388**	**81,122,816**

10. Share capital

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
			in USD
Issued, subscribed and paid-up share capital	5,000	5,000	5,000
	5,000	**5,000**	**5,000**

11. Other Equity

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
			in USD
Stock Outstanding Reserves Account	3,755,833	3,737,853	3,446,269
Other Reserves	98,202,647	98,202,647	98,202,647
Surplus in the statement of profit and loss			
Balance as per last financial statements	(45,594,084)	(32,785,335)	(28,388,828)
Profit for the year	(3,198,549)	(12,808,749)	(4,396,507)
Net suplus in the statement of profit and loss	**(48,792,633)**	**(45,594,084)**	**(32,785,335)**
Total reserves and surplus	**53,165,848**	**56,346,416**	**68,863,581**

12. Borrowings

	Non-Current			Current		
	31 March 2017	31 March 2016	1 April 2015	31 March 2017	31 March 2016	1 April 2015
						in USD
Term Loans	-	-	-	-	7,874,000	19,863,225
Finance Lease obligations	-	4,731	4,731	-	572,387	159,859
	-	**4,731**	**4,731**	**-**	**8,446,387**	**20,023,084**

13. Trade payables

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
			in USD
Trade payables	675,052	1,062,313	1,135,534
Trade payables to related parties	14,174,050	39,134,537	19,829,300
	14,849,102	**40,196,851**	**20,964,834**

Prime Focus North America Inc

11. Fair Value Measurements

	As at March 31		As at April 1	As at March 31		As at April 1
	2017	**2016**	**2015**	**2017**	**2016**	**2015**
	Carrying Value			Fair Value		
A Financial Assets:						
Trade receivables	6,066	19,375	19,375			
Cash and cash equivalents	291,481	9,573,829	5,000			
Other financial assets	54,698,248	82,633,388	81,122,816			
Total	**54,995,795**	**92,226,592**	**81,147,191**			
B Financial Liabilities:						
Borrowings	-	8,446,387	20,023,084			
Trade payables	14,849,102	40,196,851	20,964,834			
Other financial liabilities	137,684	2,447,531	1,257,939			
Total	**14,849,102**	**40,196,851**	**20,964,834**			

The management assessed that the fair value of cash and cash equivalents & trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

Capital Risk Management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The company management sets the amounts of capital required in proportion to risk. The company manages its capital structure and makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets.

The company is not subject to any externally imposed capital requirements.

a) Financial risk management

The company is exposed through its operations to the following financial risks:

- Liquidity risk

ii) Liquidity Risk

Liquidity risk is the risk that the company is unable to meet its payment obligations associated with its financial liabilities when they fall due. Ultimate responsibility for liquidity risk management rests with the Management, which has developed a liquidity management forecasting process which aims to ensure that the company has sufficient cash at all times to meet liabilities as they fall due.

The following analysis sets out the maturities of financial assets and liabilities.

Liquidity Risk

At 31 March 2017	**Less than 3 months**	**Between 3 and 12 months**	**More than 12 months**	**Total**
Current financial assets				
Trade receivables	6,066			**6,066**
Cash and cash equivalents	291,481			**291,481**
Other financial assets	54,698,248			**54,698,248**
	54,995,795	**-**	**-**	**54,995,795**
Current financial liabilities				
Borrowings	-			**-**
Trade payables	14,849,102			**14,849,102**
Other financial liabilities	137,684			**137,684**
	14,986,786	**-**	**-**	**14,986,786**

At 31 March 2016	**Less than 3 months**	**Between 3 and 12 months**	**More than 12 months**	**Total**
Current financial assets				
Trade receivables	19,375			**19,375**
Cash and cash equivalents	9,573,829			**9,573,829**
Other financial assets	82,633,388			**82,633,388**
	92,226,592	**-**	**-**	**92,226,592**

Prime Focus North America Inc

Current financial liabilities				
Borrowings	8,446,387			8,446,387
Trade payables	40,196,851			40,196,851
Other financial liabilities	2,447,531			2,447,531
	51,090,769	**-**	**-**	**51,090,769**

At 1 April 2015	**Less than 3 months**	**Between 3 and 12 months**	**More than 12 months**	**Total**
Current financial assets				
Trade receivables	19,375			**19,375**
Cash and cash equivalents	5,000			**5,000**
Other financial assets	81,122,816			**81,122,816**
	81,147,191	**-**	**-**	**81,147,191**
Current financial liabilities				
Borrowings	20,023,084			**20,023,084**
Trade payables	20,964,834			**20,964,834**
Other financial liabilities	1,257,939			**1,257,939**
	42,245,857	**-**	**-**	**42,245,857**