

**Prime Focus MEAD FZ LLC**

**Standalone Financial Statements for the Period Ended**

**31 March 2019**

**Prime Focus MEAD FZ LLC**  
**Standalone Balance Sheet as at Mar 31, 2019**

*in AED*

Particulars	Notes	As at 31 Mar 2019
<b>1. Non-current Assets</b>		
(a) Property, plant and equipment		-
(b) Capital work-in-progress		-
(c) Goodwill		-
(d) Other intangible assets		-
(e) Intangible assets under development		-
(g) Financial assets		-
(i) Other financial assets	6	11,300
(h) Other non-current assets		-
<b>Total Non-current Assets</b>		<b>11,300</b>
<b>2. Current assets</b>		
(a) Inventories		-
(b) Financial assets		
(i) Trade receivables	4	7,386,061
(ii) Cash and cash equivalents	5 a	5,101,382
(iii) Bank balances other than (ii) above	5 b	-
(iv) Loans		-
(v) Other financial assets	6	1,913,084
(c) Other current assets	7	15,803
<b>Total Current Assets</b>		<b>14,416,330</b>
<b>Total assets</b>		<b>14,427,630</b>
<b>Equity</b>		
(a) Equity share capital	8	100
(b) Other equity	9	11,148,112
<b>Equity attributable to owners of the Company</b>		<b>11,148,212</b>
<b>Liabilities</b>		
<b>(1) Non-current liabilities</b>		
(a) Financial liabilities		
(i) Borrowings		-
(ii) Other financial liabilities		-
(b) Deferred tax liability (net)		-
(c) Provisions		-
(d) Other non-current liabilities		-
<b>Total Non-current liabilities</b>		<b>-</b>
<b>(2) Current liabilities</b>		
(a) Financial liabilities		
(i) Borrowings		-
(ii) Trade payables		94,980
(iii) Other financial liabilities	10	3,184,438
(b) Provisions		-
(c) Current tax liabilities (net)		-
(d) Other current liabilities		-
<b>Total current liabilities</b>		<b>3,279,418</b>
<b>Total equity and liabilities</b>		<b>14,427,630</b>

See accompanying notes to the Standalone financial statements

1-18

In terms of our report attached

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

**For and on behalf of the  
Board of Directors**

sd/-

**V. Shivkumar**  
**(Proprietor)**  
**Membership No.042673**  
**Mumbai, dated:**

sd/-

**Tarique Mohammed Ali  
Sheikh**  
**(Director)**  
**Mumbai, dated:**

**Prime Focus MEAD FZ LLC**

**Standalone Statement of Profit and Loss Account for the period ended Mar 31, 2019**

*in AED*

Particulars	Notes	Period ended
		31-Mar-19
<b>Income</b>		
Revenue from operations	11	11,728,675
Other income	12	26,732
<b>Total income from operations</b>		<b>11,755,407</b>
<b>Expenses</b>		
Employee benefits expense	13	324,764
Other expenditure	14	273,291
Finance costs	15	9,240
Exchange loss (net)		-
<b>Total Expenses</b>		<b>607,295</b>
<b>Profit / (Loss) before tax</b>		<b>11,148,112</b>
<b>Tax expense</b>		
Current tax		-
Deferred tax		-
<b>Total tax expense</b>		<b>-</b>
<b>Profit / (Loss) for the year</b>		<b>11,148,112</b>

**Other comprehensive income**

	Notes	31-Mar-19
A (i) items that will not be reclassified to profit or loss		
Re-measurements of defined benefit obligations		-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-
B (i) Items that will be reclassified to the profit or loss		
Exchange difference in translating the financial statements		
(ii) Income tax relating to items that will be reclassified to profit or loss		-
<b>Total other comprehensive income</b>		<b>-</b>
<b>Total other comprehensive income for the year</b>		<b>11,148,112</b>
Earning per equity share of face value of £ 0.1 each		
(a) Basic (in £)		111,481.12
(b) Diluted (in £)		111,481.12

See accompanying notes to the Standalone financial statements

1-18

In terms of our report attached

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

**For and on behalf of the  
Board of Directors**

sd/-  
**V. Shivkumar**  
(Proprietor)  
Membership No.042673  
Mumbai, dated:

sd/-  
**Tarique Mohammed Ali  
Sheikh**  
(Director)  
Mumbai, dated:

Prime Focus MEAD FZ LLC  
Standalone Cash Flow Statement for the period ended Mar 31, 2019

in AED

Particulars	Year ended Mar 31, 2019
<b>Cash flow from Operating activities</b>	
Profit before tax	11,148,112
<b>Non-cash adjustments to reconcile profit before tax to net cash flows :</b>	
Depreciation and amortization expense	-
Sundry debit balances / bad debts written off / written back (net)	-
Interest income	-
Finance costs	-
Provision for Direct Taxes	-
<b>Operating profit before working capital changes</b>	<b>11,148,112</b>
<b>Movements in working capital :</b>	
(Increase)/(Decrease) in non current other Financial assets	(11,300)
(Increase)/Decrease in Inventory	-
(Increase)/(Decrease) in trade receivables	(7,386,061)
(Increase)/(Decrease) in current other Financial assets	(1,913,084)
(Increase)/(Decrease) in other current assets	(15,803)
(Decrease)/Increase in trade payables	94,980
(Decrease)/Increase in Short Term Borrowings	-
(Decrease)/Increase in other Financial liabilities	3,184,438
(Decrease)/Increase in other current liabilities	-
(Decrease)/Increase in other long-term liabilities	-
(Decrease)/Increase in long-term provisions	-
(Decrease)/Increase in short-term provisions	-
<b>Cash generated from operations</b>	<b>5,101,282</b>
Direct taxes (paid) / refund received	-
<b>Net cash flow from operating activities (A)</b>	<b>5,101,282</b>
<b>Cash flow from Investing activities</b>	
Purchase/Sale of Fixed Assets (net)	-
Purchase of Shares	100
Interest received	-
<b>Net cash flow (used in) Investing activities (B)</b>	<b>100</b>
<b>Cash flow from financing activities</b>	
Proceeds from issuance of Preference shares	-
Proceeds received from/ (repayment) of Non Current borrowings (net)	-
Interest paid	-
<b>Net Cash flow (used in) / generated from Financing activities (C)</b>	<b>-</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>5,101,382</b>
Cash and Cash Equivalents at the Beginning of the year	-
Effect of foreign exchange translation	
<b>Cash and Cash Equivalents at the End of the year</b>	<b>5,101,382</b>
<b>Notes:</b>	
<b>1) Components of cash and cash equivalents</b>	
a) Cash on hand	-
b) Balance in banks - current accounts	5,101,382
<b>Cash and cash equivalents (Refer note 7)</b>	<b>5,101,382</b>

See accompanying notes to the Standalone financial statements

In terms of our report attached

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, dated:

Tarique Mohammed Ali  
Sheikh  
(Director)  
Mumbai, dated:

**Prime Focus MEAD FZ LLC****Notes to Standalone Financial Statements****1. Corporate information**

Prime Focus MEAD FZ LLC ('PF MEAD' and 'the Company') and all its subsidiaries (collectively referred to as 'Group') are engaged in the business of providing digital technological solutions to the sports, film, broadcast, advertising and media industries.

**2. Statement of significant accounting policies:****a. Basis of preparation**

The Standalone financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under Section 211 (3C) of the Companies Act, 1956 ("the 1956 Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 ("the 2013 Act") in terms of General Circular 15/2013 dated 13 September, 2013 of the Ministry of Corporate Affairs) and the relevant provisions of the 1956 Act/ 2013 Act, as applicable. The Standalone financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Group are consistent with those of the previous year.

**b. Principles of consolidation**

The Standalone financial statements include the financial statements of the Company and all its subsidiaries (collectively referred to as 'the Group'), which are more than 50% owned or controlled and have been prepared in accordance with the principles of consolidation laid down in Accounting Standard 21- 'Standalone Financial Statements' notified under section 211 (3C) of the Companies Act, 1956.

The Standalone financial statements have been prepared on the following basis:

- i. The financial statements of the Company and its subsidiary have been combined on a line-by line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra-group transactions.
- ii. The Assets and Liabilities of subsidiaries are translated into British Pound at the rate of exchange prevailing as of the Balance sheet date. Revenue and Expenses are translated into British Pound at an average closing rate. Any exchange difference arising on consolidation is recognized in the net Foreign Exchange gain or loss in P&L account.
- iii. The difference between the costs of investment in subsidiaries over the net asset at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- iv. The Standalone financial statements are prepared using uniform accounting policies to the extent practicable across the Group. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by Company, except in case of the accounting policies for depreciation and amortization.

v. Details of subsidiaries included in the Standalone financials:

**c. Use of Estimates**

The preparation of Standalone financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Accounting estimates change from period to period. Actual result could differ from those 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. Tangible fixed assets**

Fixed assets are carried at cost of acquisition or construction. They are stated at historical cost less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition or its intended use. Borrowing costs relating to acquisition, construction of qualifying assets which takes period more than 8 to 10 months of time to get ready for its intended use are capitalized as part of the cost of such assets.

Subsequent expenditure related to an item of fixed asset 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 fixed assets, 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.

Gains or losses arising from DE recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

**e. Intangible Assets**

Intangible assets are stated at cost less accumulated amortization and impairment loss, if any.

Research cost are expensed as incurred. Development cost are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Company has intention and ability to complete the project, use or sell the asset and cost of the asset can be measured reliably.

**f. Depreciation of fixed assets**

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 (also refer note 11 and 12). Assets acquired under finance lease are depreciated over the period of lease. Goodwill on acquisition is not amortized but is tested for impairment on Annual Basis.

**g. Impairment of assets**

The carrying values of assets are reviewed at each Balance Sheet date for impairment. If any indicators of impairment exist, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, except in case of revalued assets

**h. Investments**

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

**i. Revenue Recognition**

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

Revenue from technical services are recognized on the basis of services rendered and when no significant uncertainty exists as to its determination or realization.

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

Dividends are recognized when the shareholders' right to receive payment is established by the Balance Sheet date.

**j. Foreign Currency Transactions**

**Initial Recognition**

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

**Conversion**

At the year end, foreign currency monetary items are reported using the closing exchange rate.

**Exchange Differences**

Exchange difference are recognized as income or expenses in the year in which they arise except in the case of exchange differences arising on long term monetary items related to acquisition of fixed assets which are capitalized and depreciated over the remaining useful life of assets.

**k. Cash Flow Statement**

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.

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

**3. Equity Share capital**

*in AED*

Particulars	For the year ended Mar 31, 2019	
	No of Shares	Amount
<b>Authorized shares:</b>		
1 Equity Share of AED 1 each	100	100.00
	<b>100</b>	<b>100.00</b>
<b>Issued, subscribed and paid-Up:</b>		
1 Equity Share of AED 1 each	100	100.00
	<b>100</b>	<b>100.00</b>
<b>Movement in equity share capital</b>		
Particulars	For the year ended Mar 31, 2019	
	No of Shares	Amount
Equity Share as at 1 April	100	100.00
Changes during the year	-	-
Equity Share as at 31 Mar, 2019	<b>100</b>	<b>100.00</b>
<b>Details of Shareholders holding more than 5% shares in the company</b>		
Particulars	For the year ended Mar 31, 2019	
	No of Shares	Amount
Prime Focus Technologies UK Limited	100	100%

Prime Focus MEAD FZ LLC  
Notes to Standalone Financial Statements

Standalone Statement of Changes in Equity for the period ended Mar 31, 2019

A. Equity Share Capital in AED

Particulars	Total
As at April 1, 2018	-
Changes in Equity Share Capital during the year	100.00
<b>As at March 31, 2019</b>	<b>100.00</b>

B. Other Equity

Particulars	Attributable to owners of the Company					Preference Shares Optionally Convertible Redeemable shares	Total
	Reserves and Surplus			Other Reserves			
	Debenture Redemption Reserve	Securities Premium	Balance in the Statement of Profit and Loss	Foreign Currency Translation Reserve	ESOP Reserve		
<b>Balance as at March 31, 2018</b>	-	-	-	-	-	-	-
<b>Transfer from Profit and Loss to debenture redemption reserve</b>	-	-	-	-	-	-	-
Securities Premium on issue of Equity shares at a premium	-	-	-	-	-	-	-
Expenses on issue of equity shares/Debentures	-	-	-	-	-	-	-
Premium on redemption of debentures	-	-	-	-	-	-	-
Exchange rate fluctuation during the year	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	11,148,112	-	-	-	11,148,112
Addition during the year	-	-	-	-	-	-	-
<b>Balance as at March 31, 2019</b>	-	-	<b>11,148,112</b>	-	-	-	<b>11,148,112</b>

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

**4. Trade Receivables (Unsecured)**

*in AED*

	As at 31 Mar 2019
<b>Current</b>	
Considered good	7,386,061
Considered doubtful	-
	<b>7,386,061</b>
Allowance for doubtful receivables	-
	<b>7,386,061</b>

**5. Cash and bank balances**

	As at 31 Mar 2019
<b>a. Cash and cash equivalents</b>	
Cash on hand	-
<b>Bank balances</b>	
In current Accounts	5,101,382
	<b>5,101,382</b>
<b>b. Balances other than (a) above</b>	
Other bank balances	
In deposits	-
	-

**6. Other financial assets**

	As at 31 Mar 2019
<b>Non-current</b>	
Deposits	11,300
Other loans and advances	-
	<b>11,300</b>
<b>Current</b>	
Unbilled revenue	-
Advance to fellow subsidiaries	1,913,084
Prepaid Expenses	-
Deposits	-
Other loans and advances	-
	<b>1,913,084</b>

**7. Other Assets**

	As at 31 Mar 2019
<b>Non-current (Unsecured)</b>	
Capital advances	-
Advance payment of taxes (net of provision for tax)	-
	-
<b>Current (Unsecured)</b>	
Other loans and advances	6,416
Prepaid expenses	9,387
Advance payment of taxes (net of provision for tax)	-
	<b>15,803</b>

**8. Equity Share Capital**

	As at 31 Mar 2019
<b>Authorised share capital:</b>	100.00
100 Equity Share of AED 1 each	
<b>Issued, subscribed and paid-Up:</b>	100.00
100 Equity Share of AED 1 each	
<b>Total</b>	<b>100.00</b>

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

**9 Other equity**

	As at 31 Mar 2019
<b>Preference shares</b>	
As at last balance sheet	-
Movement during the year	-
	-
<b>Other comprehensive income</b>	
As at last balance sheet	-
Movement during the year	11,148,112
	<b>11,148,112</b>
	<b>11,148,112</b>

**10. Other Financial liabilities (Current)**

	As at 31 Mar 2019
<b>Current maturity of long term borrowings</b>	
<b>Term loans (secured)</b>	
from banks	-
<b>Term loans (unsecured)</b>	
from others	-
<b>Other loans and advances (secured)</b>	
Finance lease obligations	-
	-
Interest payable to group companies	-
Advance from fellow subsidiaries	3,157,877
Other financial liabilities	26,561
<b>Total</b>	<b>3,184,438</b>

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

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**11 Revenue from operations**

	<b>Year ended Mar 31, 2019</b>
Sale of services	11,728,675
<b>Total Revenue from Operations</b>	<b>11,728,675</b>

**12 Other income**

	<b>Year ended Mar 31, 2019</b>
Interest income:	
Others interest income	-
Exchange gain (net)	26,732
<b>Total Other Income</b>	<b>26,732</b>

**13 Employee benefits expense**

	<b>Year ended Mar 31, 2019</b>
Salaries and wages	324,764
Staff welfare expenses	-
<b>Total Employee benefits expense</b>	<b>324,764</b>

**14 Other expenses**

	<b>Year ended Mar 31, 2019</b>
Rent	102,205
Communication cost	35,500
Electricity	303
Legal and Professional fees	30,515
Rates and taxes	-
Traveling and conveyance	216
Repairs and maintenance	-
Insurance cost	19,555
House keeping	-
Sales promotion expenses	-
Management fees	-
Miscellaneous expenses	84,997
<b>Total Other expenses</b>	<b>273,291</b>
<b>Payment to auditors</b>	
As auditor	
Audit fees	-
In other matters	
<b>Total</b>	<b>-</b>

**15. Finance costs**

	<b>Year ended Mar 31, 2019</b>
Finance charges	9,240
Facility Charges	-
<b>Total Finance costs</b>	<b>9,240</b>



**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

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**16. EPS**

*in AED*

'Particulars	As at 31 Mar 2019
Net Profit/(loss) before exceptional items but after tax attributable to common stock shareholders for basic EPS (GBP) (A)	11,148,112
Weighted average number of common stock shares outstanding during the year (for calculating basic EPS)(B)	100
Weighted average number of common stock shares outstanding during the year (for calculating Diluted EPS)(B)	100
<b>Earnings per share</b>	
Basic EPS (GBP) (C=A / B)	111,481.12
Diluted EPS (GBP) (C=A / B)	111,481.12
Nominal Value Per Share (GBP)	0.01

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

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**17 Related party disclosure:**

<b>(i)</b>	<b>List of parties with whom transactions have taken place during the year</b>	
	Prime Focus Limited - Ultimate Holding Company	
	Prime Focus Technologies Limited- Holding Company	
	Prime Focus Technologies Inc- Fellow Subsidiary	
	Prime Focus International Services UK Limited- Fellow Subsidiary	
<b>(ii)</b>	<b>Name and particulars of related party transactions:</b>	
1)	<b>Holding Company</b>	
	<b>Particulars</b>	<b>As at 31 Mar 2019</b>
a)	<b>Prime Focus Technologies UK Limited:</b>	
	Technical Charges	
	Reimbursement of expenses (Net)	54,322
	Loan Received	523,790
	<b>Balance outstanding at the year end- credit</b>	<b>578,112</b>
2)	<b>Fellow Subsidiary companies</b>	
	<b>Particulars</b>	<b>As at 31 Mar 2019</b>
a)	<b>Prime Focus Technologies Inc</b>	
	Short Term Loan Taken	1,913,084
	<b>Balance outstanding at the year end- Debit</b>	<b>1,913,084</b>
g)	<b>Prime Focus International Services UK Limited</b>	
	Advances Received	
	Loan Received	2,579,765
	<b>Balance outstanding at the year end- credit</b>	<b>2,579,765</b>

**Prime Focus MEAD FZ LLC**  
**Notes to Standalone Financial Statements**

**18. Previous Year Figures**

Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

**For V. Shivkumar & Associates**

Chartered Accountants

Firm Registration No. 112781W

**For and on behalf of the Board of Directors**

sd/-

**V. Shivkumar**  
**(Proprietor)**

**Membership No.042673**

**Mumbai, dated:**

sd/-

**Tarique Mohammed Ali Sheikh**  
**(Director)**

**Mumbai, dated:**