



A S P & CO.
CHARTERED ACCOUNTANTS

A -203, Ratnakar, Opp. Raj Classic,
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Versova, Andheri (W), Mumbai 400061
Tel.: 9820097140
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INDEPENDENT AUDITOR'S REPORT

To,
The Members of One Audio Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **One Audio Limited** ("the Company"), which comprise the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating

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the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule of the Companies (Accounts) Rules, 2014.
 - (e) There are no observations or comments on the financial transactions or matters which have any adverse effect on the functioning of the Company.
 - (f) On the basis of the written representations received from the directors as on 31 March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (g) 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".
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule



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11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For A S P & Co.
Chartered Accountants
Firm Regn. No: 000576N

Sehul S. Shah

Sehul Shah
Partner
Membership No. 78210



Place: Mumbai
Date : 13.05.2016



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ANNEXURE-A*

THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ONE AUDIO 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 One Audio Limited ("the Company") as of 31 March, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on, "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

Auditors' 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.





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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 financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

Place: Mumbai
Date: 13.05.2016

For A S P & Co.
Chartered Accountants
Firm Regn. No: 000576N

Sehul S. Shah
Sehul Shah
Partner
Membership No. 78210





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One Audio Limited
Annexure to Independent Auditors' Report for the period ended March 2016
(Referred to in Paragraph 1 under the Heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

(i) Fixed Assets

The company is not having any Fixed Assets and accordingly sub clause (a), (b) and (c) of clause (i) of the order is not applicable.

(ii) Inventories

There were no inventory lying as on 31.03.2016, accordingly, the provisions of clause (ii) of the Order is not applicable to the company.

(iii) Loans given

The Company has not granted any Secured or unsecured loan to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Hence reporting under clause 3 (iii) (a), (b) and (c) does not arise.

(iv) Compliance of Sec. 185 & 186

The Company has not entered into any transaction in respect of loans, investments, guarantee and security which attracts compliance to provisions of section 185 & 186 of the Companies Act, 2013, therefore, paragraph 3 (iv) of the order is not applicable to the company.

(v) Public Deposit

During the year, the company has not accepted any deposits from the public, therefore, paragraph 3 (v) of the order is not applicable.

(vi) Cost Records

In our opinion and according to information and explanations given to us, maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Companies Act, for the services provided by the company.

(vii) Statutory Dues

a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has generally been regular in depositing its undisputed statutory dues including Provident Fund, Employees State insurance, income-tax, Sales-Tax, Wealth Tax, Service tax, value added tax, cess and Entertainment Tax etc.





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except in some cases in deposition of TDS & Service Tax liability during the year. There are no undisputed dues payable, outstanding as on 31st March, 2016 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no amounts in respect of income tax, service tax etc. that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) Company has not borrow any fund from financial institutions, banks, government or issue debenture. therefore, Clause (viii) of the order is not applicable to the company.
- (ix) The Company has not raised money by way of initial public offer or further public offer (including debt instrument) any term loans during the period under audit therefore, paragraph 3 (ix) of the order is not applicable to the company.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- (xi) According to information & explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- (xii) As explained, the company is not a Nidhi Company. Therefore paragraph 3 (xii) of the order is not applicable to the company.
- (xiii) As per the information and explanations given by the management, all the transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- (xiv) Company has not made preferential allotment or private placement of shares or fully or partially convertible debenture during the year under review. Therefore, clause (xv) of the order is not applicable to the company.
- (xv) As per the information and explanations given by the management, the company has not entered into any non-cash transaction with directors or persons connected with him. Therefore paragraph 3 (xv) of the order is not applicable to the company.





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(xvi) As per the information and explanations given by the management, company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Therefore paragraph 3 (xvi) of the order is not applicable to the company.

Place: Mumbai
Date: 13.05.2016

For A S P & Co.
Chartered Accountants
Firm Regn. No: 000576N

Sehul S. Shah
Sehul Shah
Partner
Membership No. 78210



One Audio Limited
formerly known as Mid-day Radio North (India) Limited
Balance Sheet as at 31st March, 2016

	Refer Note No.	As at 31st Mar, 2016 ₹ in lakhs	As at 31st March, 2015 ₹ in lakhs
EQUITY AND LIABILITIES			
<u>Shareholders' funds</u>			
Share capital	4	5.00	5.00
Reserves and surplus/(deficit)	5	(233.49)	(233.14)
		(228.49)	(228.14)
<u>Non-current liabilities</u>			
Long-term borrowings	6	240.59	240.59
		240.59	240.59
<u>Current liabilities</u>			
Other current liabilities	7	0.40	0.22
		0.40	0.22
Total		12.49	12.68
ASSETS			
<u>Non-current assets</u>			
Long-term loans and advances	9	12.49	12.49
<u>Current assets</u>			
Cash and Bank Balances	8	0.00	0.19
		0.00	0.19
Total		12.49	12.68

Summary of significant accounting policies

For and on behalf of the Board of Directors of
One Audio Limited

As per our report of even date attached
For ASP & Co.
Chartered Accountants
Firm Reg. No. 000576N

Sehul S. Shah

Sehul Shah
(Partner)
Membership No.: 75363



[Signature]
Farique Ansari
Director

[Signature]
Abdul Aziz Khatri
Director



Place: Mumbai
Date:

12 MAY 2016

One Audio Limited
formerly known as Mid-day Radio North (India) Limited
Statement of Profit and Loss the Year ended 31st March, 2016

	Refer Note No.	Year Ended 31st Mar, 2016 ₹ in lakhs	Year Ended 31st March, 2015 ₹ in lakhs
Revenue from Operations			
Other income			
Total Revenue	10	-	-
Expenses			
General & Administration Expenses			
Finance charges (Net)	11	0.17 0.18	0.37 -
Total expenses		0.35	0.37
Profit before tax		(0.35)	(0.37)
Tax expense:			
Income Tax		-	-
Profit (Loss) for the period		(0.35)	(0.37)
Earnings per equity share:			
Basic & Diluted (Rs.)	12	(0.71)	(0.73)
Summary of significant accounting policies	3		

As per our report of even date attached
For ASP & Co.

Chartered Accountants

Firm Reg. No. 000576N

Sehul S. Shah

Sehul Shah

(Partner)

Membership No.: 78210



Place: Mumbai

Date:

12 MAY 2016

For and on behalf of the Board of Directors of
One Audio Limited

Tarique Ansari

Tarique Ansari
Director



Abdul Aziz Khatri
Abdul Aziz Khatri
Director

One Audio Limited
formerly known as Mid-day Radio North (India) Limited
Cash Flow Statement

	Year ended 31st Mar' 2016 ₹ in lakhs	Year ended 31st Mar' 2015 ₹ in lakhs
A. Net Cashflow from operating Activities		
Net Profit / (Loss) before tax	(0.35)	(0.37)
Operational Profit before Working Capital	(0.35)	(0.37)
Adjustments for changes in Working Capital		
Current Liabilities	0.17	0.01
Sub-Total	0.17	(0.01)
Cash generated from operations	(0.18)	(0.38)
Net Cash Flow from Operating Activities	(A) (0.18)	(0.38)
B. Cash Flow from Investing Activities		
Net Cash Flow from Investing Activities	(B) -	-
C. Cash Flow from financing Activities		
Borrowings	-	0.38
Net Cash Flow from Financing Activities	(C) -	0.38
Net Increase/decrease in Cash & Cash Equivalents	(A+B+C) (0.18)	0.00
Cash & Cash Equivalents at the beginning of the year	0.19	0.19
Cash & Cash Equivalents at the end of the year	0.00	0.19

As per our report of even date attached
For ASP & Co.
Chartered Accountants
Firm Reg. No. 000576N

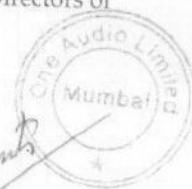
Sehul S. Shah
Sehul Shah
(Partner)
Membership No.: 78210



For and on behalf of the Board of Directors of
One Audio Limited

Tarique Ansari
Tarique Ansari
Director

Abdul Aziz Khatri
Abdul Aziz Khatri
Director



Place: Mumbai
Date:

12 MAY 2016

One Audio Limited

(formerly known as Mid-Day Radio North (India) Limited)

Notes to financial statements for the year ended on 31st March, 2016

1. Corporate Information

One Audio Limited (the company) is a public company domiciled in India and Incorporated under the provisions of Companies Act, 1956.

2. Basis of preparation

The Financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under historical cost convention.

3. Summary of significant accounting policies

a) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the management of the company to make estimates and assumptions that affect the reported amounts of income and expenses of the period and the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Difference, if any, between the actual results and estimates is recognized in the period in which the results are known.

b) Tangible fixed assets

Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

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 standard of performance. All other expenses in 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 derecognizing of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the fixed asset and are recognized in the statement of profit and loss when the asset is derecognized.

c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment, if any.

Internally generated intangible assets are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which expenditure is incurred.

The One Time Entry Fees paid by the Company to acquire FM broadcasting license has been classified as an intangible asset. The benefit of this will be derived over a period of 10 years, and hence it is being amortized accordingly.



One Audio Limited

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Notes to financial statements for the year ended on 31st March, 2016

d) Depreciation

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the Schedule II of the Companies Act, 2013, whichever is higher. Depreciation on additions during the year is provided on a pro-rata basis from the date of addition.

e) Impairment

The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any indication exists, or when annual impairment testing for asset is required, the company estimates the assets recoverable amount. Assets recoverable amount is the higher of asset's or Cash generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are independent of those from other assets or groups of assets. Where carrying amount of asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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 time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transaction can be identified, an appropriate valuation model is used.

f) Leases

Finance leases, which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating lease. Operating lease payments are recognized as an expense in the statement of profit and loss on accrual basis.

g) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises of purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at costs. However provision for diminution in value is made to recognize a decline other than temporary decline in the value on investments.

On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.



One Audio Limited

(formerly known as Mid-Day Radio North (India) Limited)

Notes to financial statements for the year ended on 31st March, 2016

h) 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.

i) Income Taxes

Tax expense comprises current and deferred tax. Current tax is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act 1961.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred Tax Asset arising on account of unabsorbed tax losses and unabsorbed depreciation are accounted for on prudence basis when there is a virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized

j) Earnings Per Share

Basic earning per share are calculated by dividing the net profit or loss for the period attributable to the equity shareholders (after deducting preference dividends and attributable expenses) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting 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.

k) Provisions

A provision is recognized 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 obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

l) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

m) Cash and Bank Balances

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



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Notes to financial statements for the year ended on 31st March, 2016

4. Share Capital

a. Authorized and issued and paid-up capital

	As at 31 st Mar, 2016		As at 31 st Mar, 2015	
	Number of Shares	Amount (₹ in lakhs)	Number of Shares	Amount (₹ in lakhs)
Authorized Capital				
Equity Shares of Rs. 10/- each	50,000	5.00	50,000	5.00
	50,000	5.00	50,000	5.00
Issued, Subscribed & Paid up Capital				
Equity Shares of Rs. 10/- each	50,000	5.00	50,000	5.00
	50,000	5.00	50,000	5.00

b. Reconciliation of the shares outstanding at the beginning and at the end of the year

	As at 31 st Mar, 2016		As at 31 st Mar, 2015	
	Number of Shares	Amount (₹ in lakhs)	Number of Shares	Amount (₹ in lakhs)
Shares outstanding at the beginning of the year	50,000	5.00	50,000	5.00
Add: Shares issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of year	50,000	5.00	50,000	5.00

c. Terms / rights attached to equity shares

The company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

d. Shares held by holding company and / or their subsidiaries

	As at 31 st Mar, 2016		As at 31 st Mar, 2015	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity Shares				
Next Mediaworks Limited (Holding Company)	50,000	100.00%	50,000	100.00%



One Audio Limited

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Notes to financial statements for the year ended on 31st March, 2016

- e. Details of Shareholders holding more than 5% shares in the company

	As at 31 st Mar, 2016		As at 31 st Mar, 2015	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity Shares				
Next Mediaworks Limited	50,000	100.00%	50,000	100.00%
Total	50,000	100.00%	50,000	100.00%

- f. No shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment. No Shares were allotted without payment being received in cash. The company had not buy back any of the shares during the period of five years immediately preceding the balance sheet date and none of the shares were forfeited.

5. Reserves & Surplus

	As at 31 st Mar, 2016 Amount (₹ in lakhs)	As at 31 st Mar, 2015 Amount (₹ in lakhs)
Surplus		
Opening Balance	(233.14)	(232.77)
Add: Net Loss for the year	(0.17)	(0.37)
Total Reserves & Surplus	(233.31)	(233.14)

6. Long Term Borrowings

	Non - Current Portion		Current Maturities	
	As at 31 st Mar, 2016 Amount (₹ in lakhs)	As at 31 st Mar, 2015 Amount (₹ in lakhs)	As at 31 st Mar, 2016 Amount (₹ in lakhs)	As at 31 st Mar, 2015 Amount (₹ in lakhs)
Unsecured Borrowings				
Inter Corporate Loans				
-From Holding Company	201.73	201.73	-	-
-From Other Related parties	38.86	38.49	-	-
	240.59	240.59	-	-

*Unsecured Inter Corporate Loan from Others are payable at end of Tenure of Loan

7. Other Current Liabilities

	As at 31 st Mar, 2016 Amount (₹ in lakhs)	As at 31 st Mar, 2015 Amount (₹ in lakhs)
Outstanding Expenditure	0.39	0.23
	0.39	0.23



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One Audio Limited

(formerly known as Mid-Day Radio North (India) Limited)

Notes to financial statements for the year ended on 31st March, 2016

8. Cash & Bank Balances

	Non-current		Current	
	As at 31 st Mar, 2016	As at 31 st Mar, 2015	As at 31 st Mar, 2016	As at 31 st Mar, 2015
	Amount (₹ in lakhs)	Amount (₹ in lakhs)	Amount (₹ in lakhs)	Amount (₹ in lakhs)
Balances with banks	-	-	0.19	0.19
In Current Account	-	-	0.00	0.00
Cash in Hand	-	-	0.19	0.19

Non Current portion of Cash & bank Balances (If any) has been reported as other non current assets.

9. Loans & Advances

	Long Term		Short Term	
	As at 31 st Mar, 2016	As at 31 st Mar, 2015	As at 31 st Mar, 2016	As at 31 st Mar, 2015
	Amount (₹ in lakhs)	Amount (₹ in lakhs)	Amount (₹ in lakhs)	Amount (₹ in lakhs)
Unsecured considered good	-	-	12.49*	12.49
Tax Deducted at Source /				
Income Tax Paid	-	-	12.49	12.49

*The amount is recoverable from Income Tax Department against refund receivable for Assessment Year 2003-04 and 2004-05. During the earlier year, the ITAT Mumbai had accepted the company's contention for assessment year 2003-04 passed an order to that effect. The company is confident of having the appeal in it's favor for Assessment Year 2004-05 also as the grounds of both the cases are similar and accordingly no provision has been made against the same.

10. Other Income

Other Income
Creditors / Liabilities written Back

Year Ended 31 st Mar, 2016	Year Ended 31 st Mar, 2015
Amount (₹ in lakhs)	Amount (₹ in lakhs)
-	-
-	-



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One Audio Limited

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Notes to financial statements for the year ended on 31st March, 2016

11. General & Administration Expenses

	Year Ended 31 st Mar, 2016	Year Ended 31 st Mar, 2015
	Amount (₹ in lakhs)	Amount (₹ in lakhs)
General & Administrative Expenses		
Legal & Professional Charges		
<u>Auditors remuneration</u>	0.00	0.20
- Statutory Audit Fee	0.17	0.17
	<u>0.17</u>	<u>0.37</u>

12. Earning per Share (EPS)

	March 31, 2016	March 31, 2015
Net Profit / (Loss) for the year attributable to equity shareholders(₹ in lakhs)	(0.17)	(0.37)
Calculation of weighted average number of equity shares		
Number of shares at the beginning of the year	50,000	50,000
Weighted average number of Shares issued during the year	-	-
Weighted average number of equity shares at the end of the year	50,000	50,000
Basic and diluted earnings / (loss) (in ₹) per share	<u>(0.34)</u>	<u>(0.73)</u>

13. Contingent Liabilities

There are no contingent liabilities.

14. Taxes

The deferred tax assets as per Accounting standard - 22 on accounting of taxes, towards carried forward losses have not been recognized, as there is no certainty on realization of the same.

15. Employee Benefits

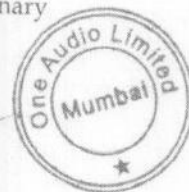
No Provision has been made for retirement benefits since there are no employees on the roll of the company.

16. Segment Reporting

The Company has no operations during the year or immediately preceding previous year; hence disclosure requirement for segment reporting as per AS - 17 is not applicable to company.

17. In the opinion of the Board, current assets, loans and advances have a value, in the ordinary course of business, on realization at least equal to the amount at which they are stated.

18. Expenditure in Foreign Currency - Nil (Previous Year - Nil)



One Audio Limited

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Notes to financial statements for the year ended on 31st March, 2016

19. Earning in Foreign Currency - Nil (Previous Year - Nil)

20. Company had not entered in any transaction with Micro, Small and Medium Enterprise during the year under review or in preceding previous year, as such no disclosure is required.

21. Related party disclosures

Names of related parties and related party relationship

- a. Holding Company - Next Mediaworks Limited
- b. Fellow Subsidiaries - One Audio Limited
- Next Radio Limited
- Digital One Private Limited
- One Audio Limited
- c. Associate Company - Next Publishing Services Private Limited
- Mid-Day Exports Pvt Ltd
- Inquilab offset printers Ltd
- Ferari Investments and Trading Co Pvt Ltd
- Meridian Holding & Leasing Co Pvt Ltd

Name of Related Party	Relation	Nature of Transaction	Amount (₹ in lakhs)
Next Mediaworks Limited	Holding Company	Unsecured loan Outstanding at year end	201.73 (201.73)
Next Radio Limited	Fellow Subsidiary	Unsecured loan received during the year	0.00 (0.38)
		Unsecured loan Outstanding at year end	1.42 (1.42)
Inquilab Offset Printers Ltd	Associate	Unsecured loan Outstanding at year end	37.44 (37.44)

For and on behalf of the Board of Directors of
One Audio Limited


Tarique Ansari
Director


Abdul Aziz Khatri
Director



Place: Mumbai

Date: 12 MAY 2016

