

**Deloitte Haskins & Sells
Chennai, India**



WESTLAND LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WESTLAND LIMITED

Report on the Financial Statements

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

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 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, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's' Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

We conducted our audit of the financial statements 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 the appropriateness of the accounting policies used and the reasonableness of the accounting



estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2016, 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 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, as applicable.
- (e) On the basis of the written representations received from the directors as on 31 March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



- (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 financial statements - Refer Note No. 28(ii) to the financial statements.
 - ii. The Company does not have any long-term contracts including derivative contracts.
 - iii. There were no amounts that are required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)


Geetha Suryanarayanan

Partner

Membership No. 29519

Chennai, 13th May, 2016
GS & GK/2015-16/WL



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **Westland Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 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 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 explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)


Geetha Suryanarayanan

Partner

Membership No. 29519

Chennai, 13th May, 2016
GS & GK/2015-16/WL/IFcoFR



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) Some of the fixed assets were physically verified during the year by the Management in accordance with a 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.
 - (a) The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause (i)(c) of the CARO 2016 is not applicable.
- ii) In respect of its inventories:
 - a) As explained to us, the inventories were physically verified by the Management at the year end.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- iv) The Company has not granted any loans, made investments or provide guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.
- v) According to the information and explanations given to us, the Company has not accepted any deposit during the year.



- vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii) According to the information and explanations given to us, in respect of statutory dues;
- The Company has generally been regular in depositing undisputed dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales tax, Value added Tax, Profession Tax, Service Tax, Cess and 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, Sales tax, Value added Tax, Profession Tax, Service Tax, Cess and other material statutory due in arrears as at 31 March, 2016 for a period of more than six months from the date they became payable
 - Details of dues of Income-tax and Value added Tax which have not been deposited as on 31 March 2016 on account of disputes are given below:

Statute	Nature of Dues	Forum where the Dispute is pending	Period to which the amount relates	Amount involved (Rupees)
Income Tax Act, 1961	Income Tax	Commissioner(Appeals)	Assessment year 2005-2006	1,286,084
Value Added Tax Act, Delhi	Value added Tax	Commercial Tax Officer	Financial year 2011-2012	82,000

- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the payment of dues to banks. The Company has not borrowed from financial institutions and has not issued any debentures during the current year.
- ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.



- x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
- 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) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
- xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv) According to the information and explanations given to us, the Company has made private placement of equity shares and redeemable preference shares during the year under review.

In respect of the above issue, we further report that:

- a) the requirement of Section 42 of the Companies Act, 2013, as applicable, have been complied with; and
 - b) the amounts raised have been applied by the Company during the year for the purposes for which the funds were raised, other than temporary deployment pending application.
- xv) In our opinion and 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) The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934.

For **Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No. 008072S)



Geetha Suryanarayanan

Partner

Membership No. 29519

Chennai, 13th May, 2016

GS & GK/2015-16/WL/CARO



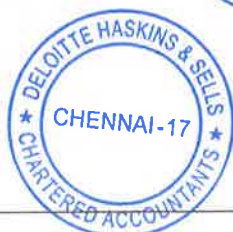
WESTLAND LIMITED
Balance Sheet as at 31st March 2016

(in Rupees)

	Note No.	As at 31st March 2016		As at 31st March 2015	
EQUITY AND LIABILITIES					
Shareholders' funds					
(a) Share capital	3	11,408,138		182,151,400	
(b) Reserves and surplus	4	69,922,830	81,330,968	(157,368,260)	24,783,140
Non-current liabilities					
(a) Other long-term liabilities	5	1,301,055		967,037	
(a) Long term provisions	6	2,089,167	3,390,222	1,800,677	2,767,714
Current liabilities					
(a) Short-term borrowings	7	94,893,062		56,674,308	
(b) Trade payables	8	-		-	
- total outstanding dues of Micro enterprises and Small enterprises		88,997,576		85,507,305	
- total outstanding dues of Creditors other than Micro enterprises and small enterprises					
(c) Other current liabilities	9	2,610,414		3,017,771	
(d) Short-term provisions	10	390,761	186,891,813	328,466	145,527,850
TOTAL			271,613,003		173,078,704
ASSETS					
Non-current assets					
(a) Fixed assets	11	1,991,123		3,239,696	
(i) Tangible assets		709,857		461,100	
(ii) Intangible assets		2,815,908		3,519,391	
(b) Long-term loans and advances	12		5,516,888		7,220,187
(c) Non- Current Investments	13		499,994		-
Current assets					
(a) Inventories	14	20,978,691		20,831,293	
(b) Trade receivables	15	92,073,536		64,040,583	
(c) Current Investments	16	60,000,000		-	
(d) Cash and cash equivalents	17	1,647,940		248,302	
(e) Short-term loans and advances	18	90,752,003		80,617,907	
(f) Other current assets	19	143,951	265,596,121	120,432	165,858,517
TOTAL			271,613,003		173,078,704
See accompanying notes forming a part of financial statements					

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants

Geetha Suryanarayanan
Geetha Suryanarayanan
Partner



Place : Chennai
Date : 13 May 2016

For Westland Limited

S W Kamat
S W Kamat
Director
V. Senthil Kumar
V. Senthil Kumar
Chief Financial Officer

P Venkatesalu
P Venkatesalu
Director
Krutika Thakker
Krutika Thakker
Company Secretary

Place : Mumbai
Date : 13 May 2016

WESTLAND LIMITED
Profit and Loss statement for the year ended 31st March 2016
(in Rupees)

Particulars	Note No.	Year ended 31st March 2016	Year ended 31st March 2015
Revenue from Operations	20	209,139,414	151,180,843
Other Income	21	961,384	744,874
Total Revenue (I+II)		210,100,798	151,925,717
Expenses:			
Purchases of Stock-in-Trade	22	131,882,102	85,196,649
Changes in inventories of finished goods work-in-progress and Stock-in-Trade (Accretion(-), decretion(+))	23	(147,398)	13,803,915
Employee benefits expense	24	33,687,673	34,279,906
Finance costs	25	11,246,466	6,747,952
Depreciation and amortization expense		1,193,841	1,910,963
Other expenses	26	70,714,302	58,772,181
Total Expenses		248,576,986	200,711,566
Profit before exceptional and extraordinary items and tax (III-IV)		(38,476,188)	(48,785,849)
Exceptional items		-	-
Profit before extraordinary items and tax (V - VI)		(38,476,188)	(48,785,849)
Extraordinary Items		-	-
Loss before tax		(38,476,188)	(48,785,849)
Tax expense:			
Current tax		-	-
Deferred tax(Refer Note No. 11(i) and Note No. 32)		-	303,212
Total Tax Expenses		-	303,212
Loss for the year from continuing operations		(38,476,188)	(49,089,061)
Loss for the year		(38,476,188)	(49,089,061)
Earnings per equity share (Refer Note No. 33)			
- Basic		(13.57)	(17.32)
- Diluted		(13.57)	(17.32)

See accompanying notes forming a part of financial statements

In terms of our report attached

For Deloitte Haskins & Sells

Chartered Accountants

Geetha Suryanarayanan
Partner

 Place : Chennai
Date : 13 May 2016

For Westland Limited

S W Kamat
Director

V. Senthil Kumar
Chief Financial Officer

P Venkatesalu
Director

Krutika Thakker
Company Secretary

 Place : Mumbai
Date : 13 May 2016

WESTLAND LIMITED
Cash Flow Statement for the year ended on 31st March 2016.

(In Rupees)

Particulars	For the year ended 31st March 2016	For the year ended 31st March 2015
A. Cash flow from operating activities		
Net Loss before extraordinary items and tax	(38,476,188)	(48,785,849)
<i>Adjustments for:</i>		
Depreciation and amortisation	1,193,841	1,910,963
(Profit) / loss on sale / write off of assets	12,864	(143,818)
Gratuity & Compensated absences	684,803	(47,147)
Provision for Bad and Doubtful Trade Receivables(Net)	-	(1,599,493)
Provision for Doubtful Advance Royalty	2,390,713	-
Unrealised foreign exchange variation - Net	1,555,367	96,653
Interest expense	11,246,466	6,747,952
Bad Trade receivables, advances and deposits Written off	4,172,195	6,248,228
Loss on sale of an Investment	-	3,172,900
Liabilities no longer required written back	500,432	-
Interest income	(21,156)	(23,536)
Operating loss before working capital changes	(16,740,663)	(32,423,148)
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	(147,398)	13,803,915
Trade receivables	(33,760,514)	1,748,904
Short-term loans and advances	(12,524,809)	(13,440,840)
Long-term loans and advances	703,483	1,097,650
Other current assets	(23,519)	33,308
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Long term liabilities	(350,785)	(395,625)
Long term Provisions	288,490	-
Trade payables	2,989,840	(1,684,915)
Other current liabilities	(407,357)	(4,317,132)
Short-term Provisions	62,295	49,472
Net income tax (paid) / refunds	-	-
Net cash flow used in operating activities (A)	(59,910,938)	(35,528,410)
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	(244,860)	(175,288)
Investment in Subsidiary	(499,994)	-
Investment in Mutual funds	(60,000,000)	-
Sale of Investment in Subsidiary	-	600,000
Proceeds from sale of fixed assets	37,971	281,355
Interest received	21,156	23,536
Net cash flow from / (used in) investing activities (B)	(60,685,727)	729,603
C. Cash flow from financing activities		
Net Proceeds from issue of Equity Shares (including Securities premium)	320	-
Net Proceeds from issue of preference shares (including securities premium)	95,023,696	49,316,400
(Repayment)/Net Proceeds of Short Term Borrowings(Net)	38,218,753	(8,779,403)
Interest paid	(11,246,466)	(6,747,952)
Net cash flow from financing activities (C)	121,996,303	33,789,045
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	1,399,638	(1,009,762)
Cash and cash equivalents at the beginning of the year	48,302	1,058,064
Cash and cash equivalents at the end of the year	1,447,940	48,302
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and Cash Equivalents as per Balance Sheet	1,647,940	248,302
Restricted balances placed in deposit accounts	200,000	200,000
Cash and Cash Equivalents as per Cash Flow Statement	1,447,940	48,302

See accompanying notes forming a part of financial statements

In terms of our report attached

For Westland Limited

For Deloitte Haskins & Sells

Chartered Accountants


Geetha Suryanarayanan
Partner


V. Senthil Kumar
Chief Financial Officer


S. W. Kamat
Director

Krutika Thakker
Company Secretary


P. Venkatesalu
Director



Place : Chennai
Date : 13 May 2016

Place : Mumbai
Date : 13 May 2016

WESTLAND LIMITED

Notes forming a part of financial statements

1. A. Corporate Information

Westland Limited was incorporated on July 18, 2007 and is engaged in the business of publishing and distribution of books.

2. Significant Accounting Policies

2.1. Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialise.

2.3. Inventories

Trading stocks are valued at the lower of cost on First-in-First-out basis and net realizable value. Cost includes all taxes, but excludes taxes that are subsequently recoverable from tax authorities.

Saleable titles are valued at lower of cost and net realisable value. Cost includes Printing, Publishing and editorial expenses.

2.4. Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.



WESTLAND LIMITED
Notes forming a part of financial statements

2.5. 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.

2.6. Depreciation and amortisation

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 written down value as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset and past history of replacement:

i) Leasehold Improvements - 5 years

2.7. Revenue Recognition

Sales are recognized net of returns and trade discounts are recognized on transfer of title to the customers, which generally coincides with delivery of goods.

Interest income is accounted on accrual basis.

2.8. Tangible and Intangible Fixed Assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price and any attributable costs (including financing cost) of bringing the assets to its working condition for its intended use. When an asset is scrapped, or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit (including capital profit) or loss, if any, is reflected in the Statement of profit and loss.

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.



WESTLAND LIMITED
Notes forming a part of financial statements

2.9. Foreign Currency Transactions

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of transaction. At the year end, all monetary assets and liabilities denominated in Foreign currency are restated at the year end exchange rates.

Exchange differences arising on actual payment / realisation and year end re-instatement referred to above are dealt with in the Statement of Profit and Loss.

2.10. Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Cost of investments include acquisition charges such as brokerage, fees and duties. Current investments are carried individually, at the lower of cost and fair value.

2.11. Employee Benefits

Employee benefits include provident fund, employee state insurance, gratuity fund and compensated absences.

a) 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 during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under :

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

b) Defined Contribution plans

Fixed contributions to the Provident Fund and fixed contributions to Employee State Insurance Corporation [ESI] are charged to the Statement of Profit and Loss.

c) Defined Benefit plans

The liability for gratuity and long term compensated absences to employees as at Balance Sheet date is determined on the basis of actuarial valuation based on Projected Unit Credit method. The liability for Gratuity is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India. The liability thereof paid / payable is absorbed in the accounts.



WESTLAND LIMITED

Notes forming a part of financial statements

d) Long term employee benefits

The Company accounts for its liability towards long term compensated absences based on the actuarial valuation done as at the Balance Sheet date by an independent actuary using the Projected Unit Credit Method.

Actuarial gains and losses are charged to the Statement of Profit and Loss.

2.12. Leases

Leases are classified as finance or operating leases depending upon the terms of the lease agreements. Leases of assets under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight-line basis over the lease term.

2.13. Earnings Per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of tax effect, if any) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

2.14. Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognized for timing differences arising between the taxable income and accounting income computed using the tax rates and the laws that have been enacted or substantively enacted as of the balance sheet date. Deferred Tax assets in respect of unabsorbed depreciation and carry forward of losses under tax laws, are recognized if there is virtual certainty that there will be sufficient future taxable income available to realize such Deferred Tax assets. Other Deferred Tax assets are recognized if there is a reasonable certainty that there will be sufficient future taxable income available to realize such Deferred Tax assets.



WESTLAND LIMITED

Notes forming a part of financial statements

2.15 Impairment of Assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

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 recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the

2.16. Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

2.17. Operating Cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 3
SHARE CAPITAL

(In Rupees)

PARTICULARS	As at 31st March 2016		As at 31st March 2015	
AUTHORISED :- 50,00,000 Equity Shares of Re.1 each 18,50,00,000 Preference Shares of Re. 1 each	5,000,000 185,000,000	190,000,000	5,000,000 140,000,000	145,000,000
ISSUED, SUBSCRIBED AND PAID UP : 2,835,010 (Previous Year 2,835,000) Equity Shares of Re. 1/- each (Of the above shares, 835,000 shares were allotted as fully paid-up pursuant to a scheme of Amalgamation , without consideration being received in Cash) During the year 10 shares were issued and allotted in terms Share Holders Agreement dated February 9th, 2016.		2,835,010		2,835,000
10% Optionally convertible Preference Shares (OCPS), (Previous Year 49,316,400 shares of Rs.1/- each) Less: Redeemed during the year (Refer Note No. 27 (iii))	49,316,400 (49,316,400)	-		49,316,400
10% 130,000,000 (previous year - 130,000,000) Redeemable Non-Cumulative Preference Shares of Rs.1/- each Less: Redeemed during the Year Closing Balance as on 31st March 2016	130,000,000 (130,000,000)	-	130,000,000 -	130,000,000
0.001% 2,969,490 (Previous Year Nil) Cumulative Convertible Preference Shares (CCPS) Series A of Re.1/- each - Issued during the year (Refer Note No. 27 (i))	2,969,490	2,969,490	-	-
0.001% 5,603,638 (Previous Year Nil) Cumulative Convertible Preference Shares (CCPS) Series B of Re.1/- each - Issued during the year (Refer Note No. 27 (ii))	5,603,638	5,603,638	-	-
		11,408,138		182,151,400

3(i) Details of shareholders

Name of Shareholder	As at 31st March 2016		As at 31st March 2015	
	No of Shares	% holding in that class of shares	No of Shares	% holding in that class of shares
Equity Shares:				
Trent Limited	2,835,000	99.99%	2,739,800	96.64%
Amazon.Com NV Investment Holdings LLC	10	0.01%	-	0.00%
Gautam Padmanabhan	-	0.00%	95,200	0.01%
	2,835,010	100.00%	2,835,000	96.65%
Optionally Convertible Preference Shares				
Trent Limited	0	0.00%	49,316,400	100.00%
Redeemable Non-Cumulative Preference Shares				
Trent Limited	0	0.00%	130,000,000	100.00%
Cumulative Convertible Preference Shares				
Trent Limited	5,603,638	65.36%	-	0.00%
Amazon.Com NV Investment Holdings LLC	2,969,490	34.64%	-	0.00%

3(ii) Details of shares held by Holding Company

Name of Shareholder	As at 31st March 2016		As at 31st March 2015	
	No of Shares	% holding in that class of shares	No of Shares	% holding in that class of shares
Equity Shares:				
Trent Limited	2,835,000	99.99%	2,739,800	96.64%
Optionally Convertible Preference Shares				
Trent Limited	0	0.00%	49,316,400	100.00%
Redeemable Non-Cumulative Preference Shares				
Trent Limited	0	0.00%	130,000,000	100.00%
Cumulative Convertible Preference Shares				
Trent Limited	5,603,638	65.36%	0	0.00%



Note 3

SHARE CAPITAL

(In Rupees)

3(iii) Terms/rights attached to the shares

The Company has issued equity shares having a par value of Rs. 10 per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Optionally Convertible Preference Shares

- (i) The Optionally Convertible Preference shares have a face value of Re. 1 each,
- (ii) The Optionally Convertible Preference shares shall carry a preferential right of dividend of 10% p.a.
- (iii) The holders of the Optionally Convertible Preference Shares shall be given an option to convert each OCPS of Re. 1/- each into equity share of Re. 1/ each at any point of time. If any of the holders do not exercise the option to convert their OCPS into equity shares then such outstanding OCPS shall get redeemed on the expiry of 5 years from the date of allotment of such OCPS.

Redeemable Non-Cumulative Preference Shares

- (i) The Redeemable Non-Cumulative Preference shares have a face value of Re. 1 each,
- (ii) The Redeemable Non-Cumulative Preference shares shall carry a preferential right of dividend of 10% p.a.
- (iii) The Redeemable Preference Shares shall be redeemed on or before the expiry of three years from the date of allotment of such preference shares at the discretion of the Board of Directors of the Company.

Cumulative Convertible Preference Shares - Series A

- (i) Cumulative Convertible Preference shares have a face value of Re. 1 each,
- (ii) The Cumulative Convertible Preference shares shall carry a right of dividend of 0.001% p.a. and the same will be accumulated once dividend is declared.
- (iii) The Cumulative Convertible Preference Shares shall carry priority for declaration of dividends before any other Shareholder including Series B
- (iv) The holders of CCPS Series A shall be entitled to convert all of the shares into Equity Shares at the conversion price then in effect in accordance with the terms of the agreement.

Cumulative Convertible Preference Shares - Series B

- (i) Cumulative Convertible Preference shares have a face value of Re. 1 each,
- (ii) The Cumulative Convertible Preference shares shall carry a right of dividend of 0.001% p.a. and the same will be accumulated once dividend is declared.
- (iii) The Cumulative Convertible Preference Shares shall carry priority for declaration of dividends before any other Shareholder excluding Series A
- (iv) The holders of CCPS Series A shall be entitled to convert all of the shares into Equity Shares at the conversion price then in effect in accordance with the terms of the agreement.

RESERVES AND SURPLUS

(In Rupees)

PARTICULARS	As at		As at	
	31st March 2016		31st March 2015	
Capital Reserve		8,698,600		8,698,600
Securities Premium Account				
Opening balance			-	-
Add: Receipts during the year (Refer Note No. 27 (i) and 27(ii))	265,767,278		-	-
Closing Balance	265,767,278	265,767,278		
General Reserve *		4,265,000		4,265,000
Deficit in Statement of Profit and Loss				
Opening Balance	(170,331,860)		(120,653,948)	
Add : Depreciation on transition to Schedule II of the Companies Act, 2013 on tangible fixed assets with nil remaining useful life (Net of deferred tax) (Refer Note 11(i))			(588,851)	
Add : Loss for the year	(38,476,188)	(208,808,048)	(49,089,061)	(170,331,860)
		69,922,830		(157,368,260)

* The amount has been credited to General Reserve pursuant to a scheme of amalgamation as per Madras High Court Order dated 4th March 2008, without payment being received in cash, and hence not available for distribution as dividend.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 5
OTHER LONG TERM LIABILITIES

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Gratuity (Refer Note No. 29 (i))	1,301,055	967,037
TOTAL	1,301,055	967,037

Note 6
LONG TERM PROVISIONS

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Compensated absences(Refer Note No. 29 (ii))	2,089,167	1,800,677
TOTAL	2,089,167	1,800,677

Note 7
SHORT TERM BORROWINGS

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Loans repayable on demand		
From a bank		
Cash credit facility	39,893,062	43,534,253
(Cash Credit repayable on demand and interest charged as per rate communicated by HDFC Bank and it is Secured by an exclusive first charge on Fixed assets and Current Assets of the Company).		
Short Term Loans - Unsecured		
Loan from a related party - Fellow subsidiary (Refer Note No. 31)	55,000,000	13,140,055
TOTAL	94,893,062	56,674,308

Note 8
TRADE PAYABLES

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Trade Creditors(Refer Note below)	12,188,422	23,444,298
Provision for expenses	5,649,516	9,062,188
Provision for Royalty	66,540,552	48,118,192
Provision for salaries	3,061,689	2,886,057
Bonus payable	1,557,397	1,996,570
TOTAL	88,997,576	85,507,305

Note: Based on the information available with the company and relied upon by the auditors, there are no dues to Micro and Small enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 for more than 45 days as at 31st March 2016 and 31st March 2015.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 9

OTHER CURRENT LIABILITIES

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Advances from Customers		1,215,000
Statutory remittances		
TDS payable	2,270,112	1,514,081
Professional tax payable	31,099	31,845
Sales Tax payable	213	2,542
Provident Fund payable	251,653	240,366
Employee State Insurance payable	8,472	9,633
Service Tax payable	48,865	4,304
TOTAL	2,610,414	3,017,771

Note 10

SHORT TERM PROVISIONS

(In Rupees)

	As at 31st March 2016	As at 31st March 2015
Compensated absences(Refer Note No. 29 (ii))	390,761	328,466
TOTAL	390,761	328,466



Note 11
FIXED ASSETS

	Gross Block				Depreciation				Net Block
	As at 1st April 2015	Additions	Deletions / Adjustments	As at 31st March 2016	For the year	Adjustment	On Deletion	As at 31st March 2016	
Tangible Assets									
Leasehold improvements	2,642,943	-	-	2,642,943	309,515	155,151	-	1,814,958	1,292,651
Furniture and Fixtures	4,062,953	-	236,693	3,826,260	222,909	291,065	215,144	3,191,387	1,170,396
Plant and Machinery	394,661	-	94,450	300,211	15,742	19,078	72,806	233,803	122,872
Computers	6,748,108	124,500	-	6,872,608	226,108	56,896	-	6,542,645	488,467
Office Equipment	1,231,196	120,360	73,965	1,277,591	59,988	86,146	66,323	1,145,698	165,309
Vehicles	285,908	-	-	285,908	-	-	-	285,907	1
Sub-total	15,365,769	244,860	405,108	15,205,521	834,262	668,336	354,273	13,214,398	3,239,696
Intangible Assets									
ERP Software	3,771,701	-	-	3,771,701	247,985	(496,742)	-	3,061,844	461,100
Total	19,137,470	244,860	405,108	18,977,222	1,082,247	111,594	354,273	16,276,242	3,700,796
CAPITAL WORK IN PROGRESS									
Total	19,137,470	244,860	405,108	18,977,222	1,082,247	111,594	354,273	16,276,242	3,700,796



Note 11
FIXED ASSETS - PREVIOUS YEAR
Assets

	Gross Block				Depreciation			(In Rupees) Net Block	
	As at 1st April 2014	Additions	Deletions / Adjustments	As at 31st March 2015	For the year	Transition adjustment recorded against Deficit in Statement of Profit and Loss- Refer Note 11(i) below	On Deletion	As at 31st March 2015	As at 31st March 2015
Tangible Assets									
Leasehold improvements	2,936,276	-	293,333	2,642,943	477,624	-	254,064	1,350,292	1,292,651
Furniture and Fixtures	4,680,371	-	617,418	4,062,953	418,568	83,868	529,867	2,892,557	1,170,396
Plant and Machinery	394,661	-	-	394,661	48,984	45,306	-	271,789	122,872
Computers	8,260,277	168,238	1,680,407	6,748,108	661,072	394,531	1,679,040	6,259,641	488,467
Office Equipment	1,454,560	7,050	230,414	1,231,196	143,633	333,385	221,064	1,065,887	165,309
Vehicles	285,908	-	-	285,908	-	34,973	-	285,907	1
Sub - total	18,012,053	175,288	2,821,572	15,365,769	1,749,881	892,063	2,684,035	12,126,073	3,239,696
Intangible Assets									
Software	3,771,701	-	-	3,771,701	161,082	-	-	3,310,601	461,100
Total	21,783,754	175,288	2,821,572	19,137,470	1,910,963	892,063	2,684,035	15,436,674	3,700,796
CWIP									
Total	21,783,754	175,288	2,821,572	19,137,470	1,910,963	892,063	2,684,035	15,436,674	3,700,796

Note 11 (i)

During the previous year, the Company revised the estimated useful life of some of its assets to align the useful life with those specified in Schedule II to the Companies Act, 2013. Further,

Asset	Previous depreciation rate / useful life	Revised useful life based on WDMV
Furniture and Fixtures	15 years	10 years
Vehicles	10 years	8 years
Office Equipment's	20 years	5 years
Computer servers	6 years	6 years
Computers and Data Processing Equipment	6 years	3 years

Pursuant to the transition provisions prescribed in Schedule II to the Companies Act, 2013, the Company has fully depreciated the carrying value of assets (net of residual value, where the remaining useful life of the asset was determined to be Nil as on April 1, 2014, and has adjusted an amount of Rs. 588,651(Net of Deferred Tax Rs. 303,212) against the opening deficit balance in the Statement of Profit and Loss under Reserves and Surplus.

The increase in depreciation expense in the Statement of Profit and Loss for the year consequent to the change in the useful life of the assets is not material.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 12
LONG TERM LOANS AND ADVANCES

(Unsecured and considered good unless otherwise stated)

(In Rupees)

Particulars	As at 31st March 2016	As at 31st March 2015
Deposit - Electricity	86,048	51,818
Deposit - Rent	2,156,934	2,247,909
Deposit - Insurance	5,113	9,753
Advance Income Tax (including Fringe Benefits Tax) Net of Provision for Tax - Rs.15,099,128	567,813	1,209,911
TOTAL	2,815,908	3,519,391

Note 13
NON- CURRENT INVESTMENTS

(In Rupees)

Particulars	As at 31st March 2016	As at 31st March 2015
Long Term Investment in a Subsidiary Westland Publication Ltd (Total 499,994 Equity shares for Re.1 each per share)	499,994	-
TOTAL	499,994	-

Note 14
INVENTORIES

(In Rupees)

Particulars	As at 31st March 2016	As at 31st March 2015
Inventories:		
Stock in trade - Books	20,978,691	20,824,347
Goods in transit - Books	-	6,946
TOTAL	20,978,691	20,831,293



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 15
TRADE RECEIVABLES

(In Rupees)

Particulars	(In Rupees)	
	As at 31st March 2016	As at 31st March 2015
Trade receivables outstanding for a period exceeding six months from the date they were due for payment:		
Unsecured, considered good		3,406,878
Unsecured, considered doubtful	3,941,820	5,861,784
Less : Provision for Bad & Doubtful Debts	(3,941,820)	(5,861,784)
	-	3,406,878
Other Debts		
- Considered Good	92,073,536	60,633,705
TOTAL	92,073,536	64,040,583

Note 16
CURRENT INVESTMENTS

(In Rupees)

Particulars	(In Rupees)	
	As at 31st March 2016	As at 31st March 2015
Short Term Investment in Mutual Fund		
Tata Liquid Fund Regular Growth Plan	60,000,000	-
TOTAL	60,000,000	-

Note 17
CASH AND CASH EQUIVALENTS

(In Rupees)

Particulars	(In Rupees)	
	As at 31st March 2016	As at 31st March 2015
Cash on hand	23,145	48,302
Balance with Scheduled Banks		
- In Current Accounts	1,424,795	-
- In Deposit Accounts (original maturity of more than 12 months)	200,000	200,000
TOTAL	1,647,940	248,302
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 Cash Flow Statements is	1,447,940	48,302
Balances with banks include deposits with remaining maturity of more than 12 months from the balance sheet date	200,000	200,000



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 18
SHORT TERM LOANS AND ADVANCES
(Unsecured and considered good unless otherwise stated)

(In Rupees)

Particulars	(In Rupees)	
	As at 31st March 2016	As at 31st March 2015
Staff loans and advances	220,772	22,329
Advance to Authors for Royalty:		
Considered Good	87,623,671	79,263,993
Considered Doubtful	7,619,708	5,228,995
Less : Provision for Doubtful advances	(7,619,708)	(5,228,995)
	87,623,671	79,263,993
Prepaid expenses	2,907,560	1,331,585
TOTAL	90,752,003	80,617,907

Note 19
OTHER CURRENT ASSETS

(In Rupees)

Particulars	(In Rupees)	
	As at 31st March 2016	As at 31st March 2015
Accrued interest receivable	133,307	109,800
VAT receivable	10,644	10,632
TOTAL	143,951	120,432



WESTLAND LIMITED**Notes forming part of the Financial Statements****Note 20****REVENUE FROM OPERATIONS****(In Rupees)**

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Sale of products (Net of Returns) - Books	208,422,878	150,839,554
Other Operating Income - Royalty Income	716,536	341,289
Total	209,139,414	151,180,843

Note 21**OTHER INCOME****(In Rupees)**

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Interest on deposits with banks	21,156	23,536
Profit on sale of Fixed Assets	15,068	173,649
Foreign Exchange gain(net)	-	157,372
Miscellaneous Income	925,160	390,317
TOTAL	961,384	744,874



WESTLAND LIMITED
Notes forming part of the Financial Statements

Note 22
COST OF MATERIALS

(In Rupees)

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Purchases	241,322	157,417
Book Production Expenses	57,881,603	39,414,356
Editorial Expenses	127,204	149,845
Royalty Expenses	70,484,890	42,228,439
Freight Inwards	3,147,083	3,246,592
TOTAL	131,882,102	85,196,649

Note 23
CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(In Rupees)

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Inventories at the end of the Period:		
Stock-in-trade	20,978,691	20,831,293
	20,978,691	20,831,293
Inventories at the beginning of the Period:		
Stock-in-trade	20,831,293	34,635,208
	20,831,293	34,635,208
Net (increase) / decrease	147,398	(13,803,915)

Note 24
EMPLOYEE BENEFIT EXPENSES

(In Rupees)

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Salaries , Wages & Allowances	30,839,266	31,366,958
Contribution to Provident and Other Funds	2,516,908	2,436,610
Staff Welfare Expenses	331,499	476,338
TOTAL	33,687,673	34,279,906

Note 25
FINANCE COST

(In Rupees)

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Interest on :		
Cash Credit	5,721,893	6,122,472
Short Term Loan	3,437,639	-
Others - Loan from fellow subsidiary	2,086,934	625,480
TOTAL	11,246,466	6,747,952



WESTLAND LIMITED
Notes forming part of the Financial Statements
Note 26
OTHER EXPENSES

(In Rupees)

Particulars	For Year ended 31st March 2016	For Year ended 31st March 2015
Packing Materials & Charges	240,210	519,042
Power and fuel	447,548	525,125
Rent (Refer Note No. 35)	2,485,397	3,574,980
Repairs & maintenance to Machinery	1,905,867	2,217,991
Insurance	94,788	103,027
Rates & Taxes	2,632,148	573,294
Travelling & Conveyance	2,717,625	2,589,017
Printing & Stationery	249,012	321,128
Security and Cleaning Charges	297,169	282,160
Bank Charges	327,586	108,164
Freight Charges	7,961,590	5,915,537
Advertisement and Sales promotion	33,615,189	21,684,000
Professional & legal charges	9,671,075	7,273,513
Auditor's remuneration (Refer Note No. 34)	601,125	658,375
Postage & Telephone	1,157,280	1,338,407
Provision for Doubtful Trade receivables	4,642,944	5,861,638
Bad Trade receivables, advances and deposits Written off (Refer Note (ii) below)	4,172,195	6,248,228
Less : Transfer from provision	(4,172,195)	(4,262,291)
Loss on sale of Fixed Assets	27,932	29,831
Loss on sale of Investment(Refer Note(i) below)	-	3,172,900
Exchange fluctuation loss(net)	1,620,199	-
Miscellaneous Expenses	19,618	38,115
TOTAL	70,714,302	58,772,181

Note (i)

The company had invested in the Equity Shares of a subsidiary, Duckbill Books and Publications Limited in 2014-2015, and acquired 51% holding for a consideration of Rs. 3,772,000. The subsidiary was carrying on the business of publishing Children's books. The other promoters of the subsidiary were renowned authors of Children's books. However the business never improved and the amount invested by the company and other promoters was only enough to fund the losses incurred by the subsidiary. Considering the poor financial position of the company and the gestation period required to turnaround the subsidiary, the company considered it unviable to run the business of the subsidiary. Accordingly, the board of directors in their meeting held on 13th November 2014 resolved to sell the investment to the other promoters for a consideration of Rs. 6 Lakhs. The sale was effected on 30th December 2014. The resultant loss has been recorded in the books and disclosed as 'Loss on sale of an investment' above.

Note (ii)

Consequent to the disposal of subsidiary on 30th December 2014 as explained above, the company has written off Trade receivables and short term loans and advances, aggregating to Rs. 1,683,917, due from the subsidiary, in 2014-2015. This amount is included in the total amount of Bad Trade receivables, advances and deposits Written off, disclosed above.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Additional Information to Financial Statements

27. Share capital

(i) On 11th February 2016 the company issued 0.001% 29,69,490 Cumulative convertible preference shares(Series A) of Re.1 each at a premium of Rs. 31/- per share, amounting to Rs. 9,50,23,680/- to Amazon.Com NV Investment Holdings LLC in terms of Shareholders agreement dated February 9, 2016.

(ii) On 11th February 2016 the company issued 0.001% 56,03,638 Cumulative convertible preference shares(Series B) of Re.1 each at a premium of Rs. 31/- per share, amounting to Rs. 179,316,416 to its Holding company, TRENT Limited.

(iii) The company redeemed 10% 4,9316,400 optionally convertible preference shares of Re.1 each, amounting to Rs. 49,316,400 on 11th February 2016 (issued to its Holding company, TRENT Limited) in an earlier year.

28. Contingent Liabilities

i. Bank guarantees outstanding- Rs. 200,000 (previous year – Rs. 200,000)

ii. Disputed Tax demands

Forum	Amounts in Rupees	
	31 st March 2016	31 st March 2015
Commissioner (Appeals) Income Tax for the Assessment year 2005-06	1,486,084	1,486,084
Commercial Tax Officer - Delhi VAT & CST for financial year 2010-2011	82,000	-

29. Disclosures as required by Accounting standard No.15, "Employee Benefits":

i) The Company's obligation towards Gratuity fund are Defined Benefit plans and the details of actuarial valuation as on 31st March 2016 is given below:

Particulars	Amounts in Rupees	
	2015-16	2014-15
Expenses recognised in the Statement of Profit and loss		
Current service cost	467,938	378,915
Interest cost on benefit obligations	293,529	231,218
Expected return on plan assets	(218,731)	(171,684)
Actuarial(gain)/loss	702,725	(262,113)
Net benefit expense	1,245,461	176,336
Amount recognised in the Balance Sheet		
Closing projected benefit obligation	3,856,442	3,238,243
Closing fair value of plan assets	2,555,387	2,271,206
Unfunded net asset/(liability) recognised in the balance sheet	(1,301,055)	(967,037)
Changes in the present value of defined benefit obligations are as follows:		
Obligations at the beginning of the year	3,238,243	2,890,223
Current service cost	467,938	378,915
Interest cost on benefit obligations	293,529	231,218
Benefits settled	(812,827)	-
Actuarial (Gain)/loss	669,559	(262,113)
Obligations at the end of year	3,856,442	3,238,243



WESTLAND LIMITED
Notes forming part of the Financial Statements

Additional Information to Financial Statements

Changes in Fair Value of Plan Assets		
Fair Value of Plan Assets at the beginning of the year	2,271,206	1,480,414
Expected return on Plan Assets	218,731	171,684
Contributions	911,443	619,108
Benefits Paid	(812,827)	-
Actuarial gains on Plan Assets	(33,166)	-
Fair Value of Plan Assets at the end of the year	2,555,387	2,271,206
Actuarial Assumptions		
Discount rate	8.05%	8.00%
Salary increase	7%	5%
Attrition rate	1% - 2%	1% - 3%
Retirement Age	58 years	58 years

The fund is administered by Life Insurance Corporation of India ("LIC"). The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(ii) Compensated absences: The key assumptions used in the computation of provision for compensated absences are as given below:

Particulars	2015-16	2014-15
Discount rate	8.05%	8.05%
Salary increase	7%	7%
Attrition rate	1% - 2%	1% - 3%

30. Segment Reporting

The entire operations of the company relate to only one segment, viz. trading and publishing of books. Separate secondary segment disclosure is not required as more than 97% of the company's sale is in the domestic market.

31. Related Party Disclosures

Holding Company

TRENT Limited

(99.99% of capital held as on 31st March 2016 and 96.64% as on 31st March 2015)

Fellow Subsidiary

Landmark E-Tail Limited

(100% Share capital held by Trent Limited upto 10th June 2015.)

Flora Services Limited

(89.88% Share capital held by Trent Brands Limited (Subsidiary of Trent Limited) as on 31st March, 2015)

Subsidiary

Duckbill Books and publications Limited

(51% Share capital held by the company till 31st December 2014)

Westland Publications Limited

(100% Subsidiary of Westland Limited)



WESTLAND LIMITED
Notes forming part of the Financial Statements

Additional Information to Financial Statements

Related party transactions during the year:

Particulars	Amounts in Rupees	
	2015-16	2014-15
<u>Net Sales to and other recoveries from related parties</u>		
a. Holding Company	2,230,534	5,961,899
b. Fellow Subsidiary - Landmark E-Tail Limited	12,221	142,918
<u>Purchases</u>		
a. Subsidiary	-	163,727
<u>Investment in Equity Shares</u>		
a. Subsidiary	499,994	-
<u>Loans Borrowed</u>		
a. Fellow Subsidiary - Fiora Services Limited		
Opening Balance	13,140,055	-
Loan During the year	42,000,000	13,000,000
Interest Repayment	140,055	-
Closing Balance	55,000,000	13,140,055
<u>Interest Expense</u>		
a. Fellow Subsidiary - Fiora Services Limited		
Interest Accrued during the year	2,086,934	237,451
Interest Repayment	1,878,237	97,396
<u>Reimbursement of Expenses</u>		
a. Holding company		
- Trent Limited	652,281	2,307,306
b. Fellow subsidiary		
- Fiora Services Limited	-	625,480
<u>Outstanding balance receivable/ (Payable) as on 31st March 2016</u>		
- Trent Limited (Net)	262,745	(941,045)
- Landmark E-Tail Private Limited	-	46,100
<u>Issues / Repayment of Preference shares (Net)</u>		
a. Holding company		
- Trent Limited	16	49,316,400
<u>Sitting Fees of Directors</u>		
- A D Cooper	150,000	55,000
- J C Bham	550,000	-
- K V Merchant	50,000	-

Key Managerial Person

Mr. Gautam Padmanabhan was appointed as "Manager" w.e.f 1st January 2012 and his Remuneration for the Financial year 2015 -16 is Rs.5,092,126 (Previous Year Rs.4,738,640/-). This does not include Gratuity and Leave encashment benefits since the same is computed actuarially for all employees and the amount attributable to the managerial person cannot be ascertained separately.

Equity share capital held by Mr. Gautham Padmanabhan as at 31st March 2016 – Rs. Nil (Previous year Rs.95,195)

32. Deferred Tax

Components of deferred tax are as follows:

Nature – Asset/ (Liability)

The company is not liable to current tax, in view of losses incurred. The Company has reviewed its deferred tax assets and liabilities as at 31st March 2016. Deferred tax asset has not been recognised on the amount of carried forward tax losses and unabsorbed depreciation in the absence of virtual certainty in their realization.



WESTLAND LIMITED
Notes forming part of the Financial Statements

Additional Information to Financial Statements
33. Notes to Earning Per Share

Particulars	For the year Ended 31st March 2016	For the year Ended 31st March 2015
Loss after Tax (in Rupees)	(38,476,188)	(49,089,061)
Weighted average number of Equity Shares (in Nos.)	2,835,002	2,835,000
Earnings per share of Face value Rs.1 (Basic and Diluted) (in Rupees)	(13.57)	(17.32)

The weighted average number of equity shares used for Basic and Diluted EPS are the same since the outstanding potential equity shares as at 31 March, 2016 and March 31, 2015, are anti-dilutive in nature.

34. Professional & Legal expenses in Note 25 include:

	Amounts in Rupees	
	For the year Ended March 31, 2016	For the year Ended March 31, 2015
Auditor's remuneration		
Audit Fees	425,000	475,000
Tax audit	100,000	100,000
Taxes and Levies	76,125	83,375
	601,125	658,375

35. Leases

Operating Leases

The Company is obligated under some cancellable operating leases for office space which are renewable on a periodical basis. Lease payments under cancellable operating leases for the year ended 31st March 2016 aggregated to Rs. 2,485,397 (Previous year - Rs. 3,574,980).

36. Earnings in Foreign Currency

	Amounts in Rupees	
	For the year Ended March 31, 2016	For the year Ended March 31, 2015
Sale of Books & E-Books	13,127,605	4,866,862
Rights Income	64,340	-

37. Expenditure in Foreign Currency

	Amounts in Rupees	
	For the year Ended March 31, 2016	For the year Ended March 31, 2015
Advertisement	91,562	-
Professional Charges	406,951	-
Traveling Expenses	142,360	356,788
Royalty	1,212,907	375,000
Other Expenses	40,226	-



WESTLAND LIMITED

Notes forming part of the Financial Statements

Additional Information to Financial Statements

38. The Board of Directors of the Company has reviewed the realisable value of all the current and non - current assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognized in the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on 13th May 2016.

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

For and on behalf of the Board of Directors


S.W. Kamat
Director


V. Senthil Kumar
Chief Financial Officer


P. Venkatesalu
Director


Krutika Thakker
Company Secretary

Place: Mumbai
Date: 13th May 2016

