MUKTA ARTS LIMITED
an entertainment company
Regd. Office : Mukta House, Behind Whistling Woods Institute, Filmcity Complex,
Goregaon (East), Mumbai - 400 065. TEL .: 91-22-3364 9400

21st May, 2019

BSE Limited	**National Stock Exchange of India Limited**
PhirozeJeejeebhoy Towers,	Exchange Plaza,
1st Floor, Dalal Street,	Bandra Kurla Complex,
Mumbai – 400 001	Bandra (East), Mumbai – 400 051

Kind Attn: **Corporate Relations Department**

Sub: Outcome of the Board Meeting and Results for quarter and year ended 31st March, 2019

Dear Sirs,

Further to our letters dated 13thMay and 20th May 2019, and pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held today viz., 21st May, 2019 have considered and approved the following:

1. **Financial Results** - The Audited Standalone and Consolidated Financial Results along with segment wise results of the Company for the year ended 31st March, 2019 in pursuance to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

2. **Recommendation of Dividend** – The Board of Directors has recommended a dividend of Rs. 1.25 per equity share of Rs. 5/- each i.e. 25% as final dividend for the financial year ended 31st March 2019. The dividend will be paid after the approval of the shareholders at the ensuing Annual General Meeting;

3. **Annual General Meeting** – 37th Annual General Meeting will be held on Wednesday, 28th August, 2019;

4. **Book Closure** - The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 22nd August, 2019 to Wednesday, the 28th August, 2019 **(both days inclusive)** for the purpose of determining the eligible members for the disbursement of dividend, if declared at the ensuing Annual General Meeting.

5. **Re-appointment** of Mr. Kewal Handa (Din – 00056826) as an Independent Director of the Company for a period of 5 years w.e.f 27th September 2019

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MUKTA ARTS LTD. MUMBAI

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:

1. Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2019;

2. Independent Auditor's Report on the Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2019;

3. Statement on Impact of Audit Qualifications on Standalone and Consolidated results for the year ended 31st March 2019;

4. Profile of Mr. Kewal Handa, Independent Director for his re-appointment.

The meeting of the Board of Directors of the Company commenced at 12.00 pm and concluded at 4.45 pm.

You are requested to take the same on record.

Thanking you,

Yours Faithfully,

For and on behalf of
Mukta Arts Limited



Monika Shah
Company Secretary and Compliance Officer
Encl: As above.

MUKTA ARTS LIMITED
CIN:L92110MH1982PLC028180
Regd. Office: Mukta House, Behind Whistling Woods Institute, Film City Complex, Goregaon (E), Mumbai-400 065

Part 1 - Statement of Audited Consolidated Financial Results for the Quarter and Year ended 31 March 2019

(Rs in lakhs, except per share data)

S.No	Particulars	Standalone					Consolidated				
		3 Months Ended			12 Months Ended		3 Months Ended			12 Months Ended	
		March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	Revenue from operations	1,095.01	305.16	305.51	1,967.18	1,150.03	4,387.67	3,854.71	2,858.92	16,188.61	12,431.48
2	Other Income	269.98	290.61	261.80	1,127.00	1,018.39	549.16	218.13	123.06	1,173.74	659.70
3	**Total Revenue**	1,364.99	595.77	567.31	3,094.18	2,168 42	4,936.83	4,072.84	2,981.98	17,362.35	13,091.18
4	**Expenses**										
	a) (Increase)/ decrease in stock in trade	-	-	-	-	-	2.95	(1.54)	1.90	(11.98)	(3.64)
	b) Purchase of food and beverage	-	-	-	-	-	185.23	132.09	240.14	603.96	1,529.91
	c) Distributor and producer's share	0.15	-	2.06	0.30	2.87	915.28	928.40	399.68	3,477.16	1,903.36
	d) Other direct operation expenses	-	0.03	-	-	-	134.08	31.18	1.66	199.05	(177.83)
	e) Employee benefits expense	145.12	137.90	100.87	551.27	496.20	709.27	705.85	1,005.86	2,755.94	2,578.26
	f) Amortisation of intangible assets (including films rights)	-	-	-	-	-	64.16	7.31	(50.10)	71.46	-
	g) Depreciation of tangible assets	61.90	62.24	81.20	246.63	271.47	260.82	306.20	274.17	1,148.06	1,261.46
	h) Finance costs	143.88	161.56	176.44	597.03	684.97	262.15	255.63	241.61	1,018.34	1,112.85
	i) Other expenses	453.71	231.68	319.14	1,138.84	966.83	2,114.09	1,964.61	1,518.96	7,669.52	5,768.70
	Total expenditure	804.76	593.41	679.71	2,534.07	2,422.34	4,648.03	4,329.73	3,633.88	16,931.51	13,973.08
5	**Profit/ (loss) before tax (3-4)**	560.23	2.36	(112.40)	560.11	(253.92)	288.80	(256.90)	(651.90)	430.84	(881.89)
6	Tax Expenses										
	Current tax	101.00	-	7.16	101.00	72.52	101.00		6.53	101.00	71.90
	Deferred tax	85.61	16.62	(30.83)	71.06	(46.61)	82.93	23.13	(37.75)	57.55	(48.01)
7	**Profit/ (loss) from ordinary activities after tax**	373.62	(14.26)	(88.73)	388.05	(279.83)	104.87	(280.03)	(620.69)	272.29	(905.78)
8	Extraordinary Items		-			429.12	-		-		429.12
9	Share of profit/(loss) in Joint ventures	-	-	-	-	-	(20.86)	5.18	11.70	(11.26)	(2.64)
10	**Net profit/(loss) for the period**	373.62	(14.26)	(88.73)	388.05	149.29	84.01	(274.85)	(632.39)	261.03	(474.03)
11	Other Comprehensive Income (net of tax)	(23.17)	-	(0.04)	(23.17)	(0.04)	(52.70)	(7.25)	(16.03)	(57.64)	(6.81)
12	Total Comprehensive Income for the period (transferred to BS- Other Equity)	350.45	(14.26)	(88.77)	364.88	149.25	31.31	(282.10)	(648.42)	203.39	(480.84)
13	Basic and diluted earning per share (EPS) (not annualised)	1.55	(0.06)	(0.39)	1.62	0.66	0.14	(1.25)	(2.87)	0.90	(2.13)
	Part II										
A	**Particulars of shareholdings**										
1	Public shareholding										
	a) Number of shares	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910	6,691,910
	b) Percentage of shareholding	29.63%	29.63%	29.63%	29.63%	29.63%	29.63%	29.63%	29.63%	29.63%	29.63%
2	Promoter and promoter group shareholding										
	a) Pledge / encumbered										
	i) Number of shares	-	-	-	-	-	-	-	-	-	-
	ii) % of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-	-	-	-	-
	iii) % of shares (as a % of the total share capital of the Company)	-	-	-	-	-	-	-	-	-	-
	b) Non encumbered										
	i) Number of shares	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290	15,893,290
	ii) % of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%
	iii) % of shares (as a % of the total share capital of the Company)	70.37%	70.37%	70.37%	70.37%	70.37%	70.37%	70.37%	70.37%	70.37%	70.37%
B	**Investor complaints**										
	Particulars										
	Pending at the beginning of the quarter				Nil						
	Received during the quarter				Nil						
	Disposed off during the quarter				Nil						
	Remaining unresolved at the end of the quarter				Nil						

Segment - wise Revenue, Results, Assets and Liabilities

(Rs in lakhs)

S.No	Particulars	Standalone					Consolidated				
		3 Months Ended			12 Months Ended		3 Months Ended			12 Months Ended	
		March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	**SEGMENT REVENUE**										
	Software division	**773.71**	36.51	16.42	**882.52**	130.25	**773.71**	36.51	16.42	**882.52**	130.25
	Equipment division (including other income)	**7.42**	14.00	20.46	**39.57**	37.38	**7.42**	14.00	20.46	**39.57**	37.38
	Theatrical exhibition division	-	-	-	-	-	**2,938.42**	2,666.14	2,109.97	**10,412.88**	7,668.84
	Education	-	-	-	-	-	**820.73**	1,017.86	783.27	**4,578.24**	4,006.67
	Others	**560.62**	260.49	418.28	**1,297.68**	1,132.05	**560.62**	260.49	472.51	**1,297.68**	1,132.05
	Total	**1,341.75**	311.00	455.16	**2,219.77**	1,299.68	**5,100.90**	3,995.00	3,402.63	**17,310.89**	12,975.19
	Less: Inter segment revenue	-	-	-	-	-	-	-	-		-
	Net sales/ Income from operation	**1,341.75**	311.00	455.16	**2,219.77**	1,299.68	**5,100.90**	3,995.00	3,402.63	**17,310.89**	12,975.19
2	**SEGMENT RESULTS**										
	Profit/ (loss) before tax and finance costs										
	from each Segment										
	Software division	**498.18**	(112.81)	(423.15)	**190.32**	(596.31)	**498.18**	(112.81)	(423.15)	**190.32**	(596.31)
	Equipment division	**(14.29)**	3.00	(4.42)	**(13.99)**	(24.06)	**(14.29)**	3.00	(4.42)	**(13.99)**	(24.06)
	Theatrical exhibition division	-	-	-	-	-	**(140.18)**	(1.66)	(377.98)	**51.08**	(528.66)
	Education	-	-	-	-	-	**(321.16)**	17.05	(353.50)	**475.67**	570.01
	Others	**313.49**	191.47	88.64	**831.28**	733.02	**313.49**	191.47	92.81	**831.28**	733.02
	Total	**797.38**	81.66	(338.93)	**1,007.61**	112.65	**336.04**	97.05	(1,066.24)	**1,534.36**	154.00
	Less: Finance costs	**143.88**	161.56	176.44	**597.03**	684.97	**262.15**	255.63	241.61	**1,018.34**	1,112.85
	Other un-allocable expenditure		-				-	-	-		
	Net of unallocable income	**93.27**	(82.26)	(402.96)	**(149.52)**	(747.52)	**(214.91)**	98.30	(555.95)	**85.19**	(506.07)
	Total profit before tax	**560.23**	2.36	(112.41)	**560.10**	175.20	**288.81**	(256.88)	(551.90)	**430.83**	(452.77)
	Add : Share of profit/(loss) in Joint ventures	-	-	-	-	-	**(20.86)**	5.18	11.70	**(11.26)**	(2.64)
	Total profit before tax and after share in Joint venture	**560.23**	2.36	(112.41)	**560.10**	175.20	**267.94**	(251.70)	(540.20)	**419.57**	(455.42)
3	**SEGMENT ASSETS**										
	Software division	**2,084.86**	1,289.63	1,315.50	**2,084.86**	1,315.50	**2,084.86**	1,289.63	1,315.50	**2,084.86**	1,315.50
	Equipment division	**444.86**	157.32	479.54	**444.86**	479.54	**444.86**	157.32	479.54	**444.86**	479.54
	Theatrical exhibition division	**602.21**	-	961.53	**602.21**	961.53	**7,399.45**	6,808.74	7,208.48	**7,399.45**	7,208.48
	Education	-	-	-	-	-	**4,364.00**	4,393.98	3,848.55	**4,364.00**	3,848.55
	Others	**2,302.30**	2,232.93	2,030.84	**2,302.30**	2,030.84	**2,302.30**	2,232.93	2,030.84	**2,302.30**	2,030.84
	Unallocable	**15,868.25**	18,063.04	15,580.61	**15,868.25**	15,580.61	**4,155.66**	18,063.04	4,347.58	**4,155.66**	4,347.58
4	**SEGMENT LIABILITIES**										
	Software division	**440.15**	234.97	201.55	**440.15**	201.55	**440.15**	234.97	201.55	**440.15**	201.55
	Equipment division	**4.96**	2.50	6.41	**4.96**	6.41	**4.96**	2.50	6.41	**4.96**	6.41
	Theatrical exhibition division	**875.87**	-	1,245.56	**875.87**	1,245.56	**4,770.80**	5,688.97	1,245.56	**4,770.80**	1,245.56
	Education	-	-	-	-	-	**3,375.40**	4,277.19	2,141.42	**3,375.40**	2,141.42
	Others	**550.50**	505.67	93.92	**550.50**	93.92	**550.50**	505.67	93.92	**550.50**	93.92
	Unallocable	**5,284.80**	7,214.04	5,039.26	**5,284.80**	5,039.26	**8,853.32**	7,214.04	12,152.13	**8,853.32**	12,152.13

MUKTA ARTS LIMITED MUMBAI

NOTES:

1 The above financial results have been reviewed by the audit committee and approved by the Board of Directors at the meeting held on 21 May 2019.

2 In terms of order dated 9.02.2012 passed by the High Court of Judicature at Bombay ('High Court'), Maharashtra Film Stage and Cultural Development Corporation ('MFSCDC') raised net demand of Rs. 591,966,210 and asked Whistling Woods International Limited (WWIL) to vacate the premises. The Company's and WWIL's Review Petitions were heard by High Court and a stay was granted on 30 July 2014. However, the High Court ordered the Company/WWIL to pay Rs 100,038,000 by January 2015 against arrears of rent for the years 2000-01 to 2013-14 and Rs 4,500,000 per annum from the financial year 2014-15. As per the terms of the said Order, till 31 March 2019 Rs 113,538,000 has been paid by the Company and Rs 9,000,000 has been paid by WWIL. The State Government of Maharashtra and MFSCDC challenged the Order of the High Court in the Supreme Court which was dismissed by the court on 22 September 2014 with recourse to the State Government of Maharashtra to make an application to Bombay High Court. The Maharashtra State Cabinet has on 25 September 2018 approved allotment of 5.5 acres of land on lease basis to the Company. However the matter is sub-judice and is subject to final disposal by the Honorable Bombay High Court. The auditors continue to modify their report on the said matter.

3 The remuneration paid to the erstwhile managing director (including as film director fees) for financial years 2005-06 to 2013-14 aggregating to Rs 125,744,747 had exceeded the limits prescribed under Schedule XIII to the Companies Act, 1956.The Company had received approval from the Ministry of Corporate Affairs for part of the excess remuneration paid. It had requested the Ministry for approval of the balance and also for granting him recognition as a professionally qualified person under the Act. The auditors had modified their report with reference to this matter.
Vide Notification No. 4823 (E) dated September 12 2018, Sections 66 to 70 of The Companies (Amendment) Act, 2017 have come into force as a result of which, the approval of the Central Government is not required any longer. According to the revised requirements, a postal ballot was conducted and approval of Shareholders has been duly obtained. The auditors therefore shall not modify their report on this matter.

4 Ind AS 115 Revenue from Contracts with Customers, mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no adjustments required to the retained earnings at 1 April 2018. The application of Ind AS 115 has been considered and transactions entered into during the current year have been recorded accordingly.

5 Figures for the corresponding quarters / half years have been regrouped / rearranged to conform to the current quarter's presentation.

For and on behalf of the Board of directors

Rahul Puri
Managing Director
DIN:01925045

Date : 21 May 2019
Place : Mumbai

MUKTA ARTS LIMITED

Statement of assets and liabilities as at 31 March 2019

(Rs in lacs)

Particulars	Standalone		Consolidated	
	As at 31 March 2019 (Audited)	As at 31 March 2018 (Audited)	As at 31 March 2019 (Audited)	As at 31 March 2018 (Audited)
ASSETS				
Non-current assets				
Property, plant and equipment	1,561.04	1,749.74	7,854.44	8,231.89
Capital work-in-progress	12.87	12.87	219.84	92.64
Investment property	1,444.02	1,548.03	1,474.50	1,563.95
Other Intangible assets	392.02	392.02	467.08	526.90
Intangible Assets under Development	433.89	413.95	888.12	617.52
Financial assets				
Investments	2,678.28	2,571.53	395.06	396.93
Loans	3,704.06	3,879.06	101.23	100.00
Others	3,758.82	3,512.43	1,942.04	1,768.31
Deferred income tax assets (net)	204.09	275.15	204.09	261.64
Other non-current assets	1,136.22	781.71	1,418.96	992.25
Current assets				
Inventories	-	-	101.84	75.18
Financial assets				
Trade receivables	1,297.12	495.19	2,150.09	1,180.17
Cash and cash equivalents	69.10	68.04	612.25	275.09
Bank balances other than above	206.70	205.74	206.70	205.74
Loans	3,283.68	3,432.51	1,174.31	1,203.05
Others	708.36	762.34	712.92	828.23
Other Current assets	412.21	542.85	1,031.74	1,139.48
Total Assets	21,302.48	20,643.16	20,955.21	19,458.97
EQUITY AND LIABILITIES				
Equity				
Equity Share capital	1,129.26	1,129.26	1,129.26	1,129.26
Other Equity	13,016.93	12,652.05	1,626.72	2,262.53
Minority Interest	-		349.15	321.27
Non-current liabilities				
Financial liablities				
Borrowings	4,385.79	4,420.99	6,232.61	6,354.42
Other financial liabilities	405.61	295.03	1,322.26	840.57
Provisions	101.98	89.26	318.73	232.79
Other non-current liabilities	174.33	112.59	241.06	200.09
Current liabilities				
Financial liablities				
Borrowings	820.00	820.00	1,100.89	1,191.46
Trade payables	226.11	159.70	3,035.49	2,350.09
Other financial liabilities	387.34	591.47	1,698.97	2,096.98
Other current liabilities	217.69	119.22	3,083.36	2,056.59
Provisions	437.46	253.59	816.71	422.92
Total Equity and Liabilities	21,302.48	20,643.16	20,955.21	19,458.97

MUKTA ARTS LTD. MUMBAI

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Uttam Abuwala & Co.

Website: http://www.uttamabuwala.com *Chartered Accountants*

Independent Auditor's Report on Standalone Financial Results

To
The Board of Directors
Mukta Arts Limited

1. We have audited the accompanying statement of standalone financial results of **Mukta Arts Limited** ("the Company") for the **year ended March 31, 2019** ("the statement") being submitted by the company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, read with Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

2. This Statement, which is the responsibility of the Company's Management and is approved by the Board of Directors. The Statement has been compiled from the related annual standalone financial statements prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such annual standalone financial statements.

3. We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountant of India. Those Standards requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of 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 and fair presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

   We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Uttam Abuwala & Co. Chartered Accountants Mumbai

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288 7 0069

Uttam Abuwala & Co.

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Chartered Accountants

Basis of Qualified Opinion

4. *As at March 31, 2019, the company's investment in its subsidiary (including deemed investment), Whistling woods International Limited (WWIL) a joint venture between the company and Maharashtra Film, Stage and Cultural Development Corporation Limited (MFSCDCL), aggregates to Rs. 19,95,11,218/- and loans and advances, deposits, interest receivable and rent receivable aggregate to Rs. 43,49,48,077/- recoverable from WWIL. As fully explained in Note 2 to the accompanying audited financial statements, the Order of February 9, 2012 passed by the High Court of judicature at Bombay ('High Court'), had quashed the joint Venture Agreement ('JVA') between the company and Maharashtra Film Stage Cultural Development Corporation ('MFSCDCL'). Maharashtra Film Stage and Cultural Development Corporation ('MFSCDC') raised net demand of Rs. 59,19,66,210/- and asked WWIL to vacate the premises. WWIL's petition for special leave to appeal filed with the Supreme Court of India had also been dismissed. The Company and WWIL had filed application to review the said order with the High Court and an Interim stay was granted on July 30, 2014 which required deposit of Rs.10,00,38,000/- by January 2015 against payment of arrears of rent for the year 2000-01 to 2013-14 and payment of Rs.45,00,000/- per annum from Financial Year 2014-15 till the settlement of the case, to MFSCDCL. As per the terms of the said Order, till financial year 2016-17, Rs. 11,35,38,000/- has been paid by the Parent Company and for financial year 2017-18 and 2018-19 Rs. 45,00,000/- per annum has been paid by WWIL. The State Govt. of Maharashtra and MFSCDCL challenged the order of the High Court in the Supreme Court which was dismissed by the Supreme Court on September 22, 2014. The amount so paid / being paid by the Company have been accounted under Non - Current Other Financial Assets in the Standalone Financial Statements to be adjusted on the settlement of the case.*

   Further, WWIL's net worth stands fully eroded as at March 31, 2019. Having regard to the circumstances explained above and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

5. In our opinion and to the best of our information and according to the explanations given to us, subject to the matters referred to in **Basis of Qualified Opinion** paragraphs 4 above, the outcome and consequent adjustment to these financial results of which cannot be presently determined, the statement:

   i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and

Uttam Abuwala & Co. Chartered Accountants Mumbai

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ii. gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the **Net Profit** and other comprehensive income and other financial information of the Company for the year ended March 31, 2019.

6. The figures for the quarter ended March 31, 2019 and the corresponding quarter ended in the previous year as reported in the statement are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures upto the end of the third quarter of the relevant financial year which were subjected to limited review.

For Uttam Abuwala & Co
Chartered Accountants
Firm No. 111184W

Uttam Abuwala & Co. Chartered Accountants ★ Mumbai

CA Prerak Agarwal
(Partner)
Membership No.: 158844

Date: May 21, 2019
Place: Mumbai

Head Office: 409/410 Abuwala House, Gundecha Industrial Complex, Next to Big Bazaar, Akurli Road, Kandivali (East), Mumbai – 400 101.
Branch Offices: Pune, Nashik, Jodhpur, Hyderabad, Abu Road, Chandigarh, Agra, Bhopal
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2887 0069

Uttam Abuwala & Co.

Website: http://www.uttamabuwala.com *Chartered Accountants*

Independent Auditor's Report on Consolidated Financial Results

To
The Board of Directors
Mukta Arts Limited

1. We have audited the accompanying Statement of Consolidated Financial Results of **Mukta Arts Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its joint venture for the **year ended March 31, 2019** ("the Statement"), being submitted by the company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

2. This Statement, which is the responsibility of the Parent's Management and is approved by the Board of Directors. The statement has been compiled from the related annual consolidated financial statements prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such annual consolidated financial statements.

3. We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountant of India. Those Standards requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statement is free of 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 Parent's 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, but not for the purpose of expressing an opinion on the effectiveness of the Parent's Company's internal controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

   We believe that the audit evidence obtained by us and the evidence obtained by the other auditors in terms of their reports referred to in paragraph 5 below, is sufficient and appropriate to provide a basis for our audit opinion.

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4. In our opinion and to the best of our information and according to the explanation given to us, and based on the consideration of the report of the other auditors on the separate financial statements and other financial information of the subsidiaries and joint venture, referred to in paragraph 5 below, the statement:

i. Includes the results of following entities:

a. Subsidiaries

1. Mukta Creative Ventures Limited
2. Whistling Woods International Limited
3. Mukta A2 Cinemas Limited
4. Mukta Tele Media Limited
5. Connect.1 Limited
6. Mukta A2 Multiplex SPC (incorporated in Bahrain)
7. Whistling Woods International Foundation (100% Subsidiary of Whistling Woods International Limited)

b. Joint Venture:

1. Mukta VN Films Limited

ii. is presented in accordance with requirements of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and

iii. gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit, total comprehensive income and other financial information of the group and its joint venture for the year ended March 31, 2019.

5. Out of the above, the audited consolidated financial results include the financial results of One subsidiary, which has been audited by us, whose financial statements / financial information reflect total assets of Rs. 54,28,66,811/-, total revenues of Rs. 79,70,93,016/-, total net loss after tax of Rs. 1,86,61,809/- and total comprehensive loss of Rs. 1,90,31,718/- for year ended March 31, 2019, and financial results of six subsidiaries, which are audited by other auditors, whose financial statements / financial information reflects total assets of Rs. 58,91,22,575/-, total revenues of Rs. 72,03,14,699/-, total net profit after tax of Rs. 70,84,347/- and total comprehensive income of Rs. 40,07,324/- for year ended March 31, 2019. The consolidated annual financial results also include the Group's share of net loss (and other comprehensive loss) of Rs. 11,25,779/- for the year

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ended March 31, 2019, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements has been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the statements is not modified in respect of above matters with respect to our reliance on the work done and reports of such other auditor.

6. *As at March 31, 2019, the company's investment in its subsidiary (including deemed investment), Whistling woods International Limited (WWIL) a joint venture between the company and Maharashtra Film, Stage and Cultural Development Corporation Limited (MFSCDCL), aggregates to Rs. 19,95,11,218/- and loans and advances, deposits and rent receivable aggregate to Rs. 43,49,48,077/- recoverable from WWIL. As fully explained in Note 2 to the accompanying audited financial statements, the Order of February 9, 2012 passed by the High Court of judicature at Bombay ('High Court'), had quashed the joint Venture Agreement ('JVA') between the company and Maharashtra Film Stage Cultural Development Corporation ('MFSCDCL'). Maharashtra Film Stage and Cultural Development Corporation ('MFSCDC') raised net demand of Rs. 59,19,66,210/- and asked WWIL to vacate the premises. WWIL's petition for special leave to appeal filed with the Supreme Court of India had also been dismissed. The Company and WWIL had filed application to review the said order with the High Court and an Interim stay was granted on July 30, 2014 which required deposit of Rs.10,00,38,000/- by January 2015 against payment of arrears of rent for the year 2000-01 to 2013-14 and payment of Rs.45,00,000/- per annum from Financial Year 2014-15 till the settlement of the case, to MFSCDCL. As per the terms of the said Order, till financial year 2016-17, Rs 11,35,38,000/- has been paid by the Parent Company and for financial year 2017-18 and 2018-19, Rs 45,00,000/- per annum has been paid by WWIL. The State Govt. of Maharashtra and MFSCDCL challenged the order of the High Court in the Supreme Court which was dismissed by the Supreme Court on September 22, 2014. The amount so paid / being paid by the Company have been accounted under Non - Current Other Financial Assets in the Standalone Financial Statements to be adjusted on the settlement of the case.*

Further, WWIL's net worth stands fully eroded as at March 31, 2019. Having regard to the circumstances explained above and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

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7. *The WWIL has disputed the demand from Income-tax authorities aggregating to Rs. 5,060,974/- (including interest Rs. 1,902,995/-) [March 31, 2018: Rs. 5,060,974/- (including interest of Rs. 1,902,995/-)] for the financial years ended March 31, 2004 (Assessment Year 2004-05) and March 31, 2005 (Assessment Year 2005-06). No provision has been made in this regard. Had the Parent Company accrued for this liability, the profit for the year in the consolidated Ind AS financial statements at March 31, 2019 would have been lower by Rs. 5,060,974/-.*

8. Based on our review conducted as above and management certified accounts as referred to above, except for matter relating to income tax disputes referred to in paragraph 7 above, and for the matters relating to the investment in and loans and advances recoverable from WWIL referred to in paragraph 6 above, the outcome and consequent adjustment to the audited financial results of which cannot be presently determined, nothing has come to our attention that causes us to believe that the accompanying statement of audited financial results prepared in accordance with the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of **Regulations 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated July 5, 2016** including the manner in which it is to be disclosed, or that it contains any material misstatement.

9. The figures for the quarter ended March 31, 2019 and the corresponding quarter ended in the previous year as reported in the statement are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures upto the end of the third quarter of the relevant financial year which were subjected to limited review.

For Uttam Abuwala & Co
Chartered Accountants
Firm No. 111184W

Uttam Abuwala & Co. Chartered Accountants Mumbai

CA. Prerak Agarwal
(Partner)
Membership No.: 158844

Date: May 21, 2019
Place: Mumbai

MUKTA ARTS LIMITED
an entertainment company
Regd. Office : Mukta House, Behind Whistling Woods Institute, Filmcity Complex,
Goregaon (East), Mumbai - 400 065. TEL .: 91-22-3364 9400

Statement on Impact of Audit Qualifications (for Audit Report on Standalone Financial Statements with Modified Opinion) submitted along-with Annual Audited Financial Results for the Year ended March 31, 2019 [*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.

Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications) *
1.	Total Income	30,94,18,321	30,94,18,321
2.	Total Expenditure	25,34,06,848	25,34,06,848
3.	Net Profit/(Loss) before Tax	5,60,11,473	5,60,11,473
4.	Earnings Per Share	1.62	1.62
5.	Total Assets	2,13,02,47,462	2,13,02,47,462
6.	Total Liabilities	71,56,28,218	71,56,28,218
7.	Net Worth	141,46,19,244	141,46,19,244
8.	Any other financial item(s) (as felt appropriate by the management)	-	-

** No adjustments made as impact not quantifiable*

II. Audit Qualifications:

1. Qualification 1:

a. Details of Audit Qualification:

1. *As at March 31, 2019, the company's investment in its subsidiary (including deemed investment), Whistling woods International Limited (WWIL) a joint venture between the company and Maharashtra Film, Stage and Cultural Development Corporation Limited (MFSCDCL), aggregates to Rs. 19,95,11,218/- and loans and advances, deposits, interest receivable and rent receivable aggregate to Rs. 43,49,48,077/- recoverable from WWIL. As fully explained in Note 2 to the accompanying audited financial statements, the Order of February 9, 2012 passed by the High Court of judicature at Bombay ('High Court'), had quashed the joint Venture Agreement ('JVA') between the company and Maharashtra Film Stage Cultural Development Corporation ('MFSCDCL'). Maharashtra Film Stage and Cultural Development Corporation ('MFSCDC') raised net demand of Rs. 59,19,66,210/- and asked WWIL to vacate the premises. WWIL's petition for special*

leave to appeal filed with the Supreme Court of India had also been dismissed. The Company and WWIL had filed application to review the said order with the High Court and an Interim stay was granted on July 30, 2014 which required deposit of Rs.10,00,38,000/- by January 2015 against payment of arrears of rent for the year 2000-01 to 2013-14 and payment of Rs.45,00,000/- per annum from Financial Year 2014-15 till the settlement of the case, to MFSCDCL. As per the terms of the said Order, till financial year 2016-17, Rs. 11,35,38,000/- has been paid by the Parent Company and for financial year 2017-18 and 2018-19 Rs. 45,00,000/- per annum has been paid by WWIL. The State Govt. of Maharashtra and MFSCDCL challenged the order of the High Court in the Supreme Court which was dismissed by the Supreme Court on September 22, 2014. The amount so paid / being paid by the Company have been accounted under Non - Current Other Financial Assets in the Standalone Financial Statements to be adjusted on the settlement of the case.

Further, WWIL's net worth stands fully eroded as at March 31, 2019. Having regard to the circumstances explained above and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

b. **Type of Audit Qualification:** Qualified Opinion

c. **Frequency of Qualification:** Repetitive (continuing since 2011)

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:** Not Applicable

e. **For Audit Qualification where the impact is not quantified by the auditor:**

(i) **Management's Estimation on the impact of Audit Qualification:**

Not Applicable

(ii) **If management is unable to estimate the impact, reasons for the same:**

Having regard to the circumstances and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying

value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

(iii) Auditors' Comments on (ii) above:

As per the explanation provided by the Management in point (ii) above, the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

For Mukta Arts Limited

Rahul Puri	**Kewal Handa**	**Prabuddha Dasgupta**
Managing Director	**Chairman – Audit Committee**	**Chief Financial Officer**

Date: May 21, 2019
Place: Mumbai

For M/s Uttam Abuwala & Co.
Chartered Accountants
Firm No. 111184W
(Statutory Auditors)

CA Prerak Agarwal
(Partner)
Membership No. 158844

Date: May 21, 2019
Place: Mumbai

MUKTA ARTS LIMITED

an entertainment company

Regd. Office : Mukta House, Behind Whistling Woods Institute, Filmcity Complex,
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Statement on Impact of Audit Qualifications (for Audit Report on Consolidated Financial Statements with Modified Opinion) submitted along-with Annual Audited Financial Results for the Year ended March 31, 2019 [*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications) *
1.	Total Income	1,73,62,35,119	1,73,62,35,119
2.	Total Expenditure	1,69,31,51,831	1,69,31,51,831
3.	Net Profit/(Loss) before Tax	4,30,83,288	4,30,83,288
4.	Earnings Per Share	0.90	0.90
5.	Total Assets	2,09,55,21,382	2,09,55,21,382
6.	Total Liabilities	1,78,50,07,816	1,78,50,07,816
7.	Net Worth (excluding Minority Interest)	31,05,13,560	31,05,13,560
8.	Any other financial item(s) (as felt appropriate by the management)	-	-

No adjustments made for Qualifications as impact not quantifiable

II. Audit Qualifications:

1. Qualification 1:

a. Details of Audit Qualification:

The WWIL has disputed the demand from Income-tax authorities aggregating to Rs. 5,060,974/- (including interest Rs. 1,902,995/-) [March 31, 2018: Rs. 5,060,974/- (including interest of Rs. 1,902,995/-)] for the financial years ended March 31, 2004 (Assessment Year 2004-05) and March 31, 2005 (Assessment Year 2005-06). No provision has been made in this regard. Had the Parent Company accrued for this liability, the profit for the year in the consolidated Ind AS financial statements at March 31, 2019 would have been lower by Rs. 5,060,974/-.

a. **Type of Audit Qualification:** Qualified Opinion

b. **Frequency of Qualification:** Repetitive (continuing since 2011)

c. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**
We are in agreement with the quantification.

MUKTA ARTS LTD. MUMBAI

d. **For Audit Qualification where the impact is not quantified by the auditor:**
Not Applicable

2. **Qualification 2:**

a. **Details of Audit Qualification:**

As at March 31, 2019, the company's investment in its subsidiary (including deemed investment), Whistling woods International Limited (WWIL) a joint venture between the company and Maharashtra Film, Stage and Cultural Development Corporation Limited (MFSCDCL), aggregates to Rs. 19,95,11,218/- and loans and advances, deposits and rent receivable aggregate to Rs. 43,49,48,077/- recoverable from WWIL. As fully explained in Note 2 to the accompanying audited financial statements, the Order of February 9, 2012 passed by the High Court of judicature at Bombay ('High Court'), had quashed the joint Venture Agreement ('JVA') between the company and Maharashtra Film Stage Cultural Development Corporation ('MFSCDCL'). Maharashtra Film Stage and Cultural Development Corporation ('MFSCDC') raised net demand of Rs. 59,19,66,210/- and asked WWIL to vacate the premises. WWIL's petition for special leave to appeal filed with the Supreme Court of India had also been dismissed. The Company and WWIL had filed application to review the said order with the High Court and an Interim stay was granted on July 30, 2014 which required deposit of Rs.10,00,38,000/- by January 2015 against payment of arrears of rent for the year 2000-01 to 2013-14 and payment of Rs.45,00,000/- per annum from Financial Year 2014-15 till the settlement of the case, to MFSCDCL. As per the terms of the said Order, till financial year 2016-17, Rs 11,35,38,000/- has been paid by the Parent Company and for financial year 2017-18 and 2018-19, Rs 45,00,000/- per annum has been paid by WWIL. The State Govt. of Maharashtra and MFSCDCL challenged the order of the High Court in the Supreme Court which was dismissed by the Supreme Court on September 22, 2014. The amount so paid / being paid by the Company have been accounted under Non - Current Other Financial Assets in the Standalone Financial Statements to be adjusted on the settlement of the case.

Further, WWIL's net worth stands fully eroded as at March 31, 2019. Having regard to the circumstances explained above and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

b. **Type of Audit Qualification:** Qualified Opinion

c. **Frequency of Qualification:** Repetitive (continuing since 2012)

MUKTA ARTS LTD. MUMBAI

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:** Not Applicable

e. **For Audit Qualification where the impact is not quantified by the auditor:**

(i) **Management's Estimation on the Impact of Audit Qualification:**

Not Applicable

(ii) **If management is unable to estimate the impact, reasons for the same:**

Having regard to the circumstances and pending final outcome of the matter under litigation, the Company has not made any adjustment to the carrying value of investment in and amounts due from WWIL and the deposit paid consequent to the High Court's Orders. Accordingly the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable. Further, the management of WWIL believes that it is appropriate to prepare the financial statements on a going-concern basis based on its assessment of the merits of the case, plans for the future and support provided by its holding company.

(iii) **Auditors' Comments on (ii) above:**

As per the explanation provided by the Management in point (ii) above, the impact on the carrying value of investments, recoverability of loans and advances and consequential impact on loss for the year and reserves is not determinable.

For Mukta Arts Limited

Rahul Puri	**Kewal Handa**	**Prabuddha Dasgupta**
Managing Director	**Chairman – Audit Committee**	**Chief Financial Officer**

Date: May 21, 2019
Place: Mumbai

For M/s Uttam Abuwala & Co
Chartered Accountants
Firm No. 111184W (Statutory Auditors)

CA. Prerak Agarwal
(Partner) Membership No. 158814

Date: May 21, 2019
Place: Mumbai

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Kewal Handa
Chairman – Medybiz Pharma Pvt. Ltd
Promoter Director – Salus Lifecare Pvt. Ltd.
Managing Partner – Conexus Social Responsibility Services Pvt. Ltd
Former Managing Director - Pfizer Limited, India

Kewal Handa has been Former Managing Director of Pfizer Limited, India since 2005. Prior to this, Kewal served as Executive Director - Finance, Pfizer Limited. Kewal was also Managing Director of Wyeth Ltd since 2009.

He has a broad range of experience and has risen above his portfolio as Chief Financial Officer (CFO) by being a key contributor to shaping the future of Pfizer. His ability to complement strengths and overcome weaknesses has helped maximize value from mergers and create a strong organization. Under his leadership, Pfizer India became one of the top ten pharmaceutical companies in India.

Kewal has diverse experience in Finance, Commercial, Strategy and Business Development, Corporate Affairs etc. Prior to being the Finance Director of Pfizer Ltd., he was heading the Animal Health business of Pfizer India. Kewal also has experience in other sectors like Engineering, Consumer and Project Finance in companies like Schrader Scovill, HLL, Vidyut Blades & SICOM,

Kewal is the past President of All India Management Association (AIMA), past Committee Member of the Confederation of Indian Industry (CII), a past member of the Managing Committee of the Bombay Chamber of Commerce & Industry (BCCI). He is the Chairman of the Pharmaceutical Committee – ASSOCHAM and Chairman of Medybiz Pharma Pvt. Ltd.

He is presently Governing Board of IIM Raipur and he was also a member of the Governing Boards of IIM, Ahmadabad and independent director and Chairman of audit committee at Alfa Lava Ltd. Presently he is Independent Director of Mukta Arts Ltd.

Kewal is a qualified Management Accountant and Company Secretary and has a Masters Degree in Commerce. He has completed the Pfizer Leadership Development Program from Harvard University and the Senior Management Development Program from IIM, Ahmadabad. He has also done a course on Marketing Strategy from Columbia Business School.

Kewal was awarded the 'India CFO 2004 – Excellence in Finance in an MNC' by International Market – Assessment Group, the Bharat Shiromani Award in 2007 and the Pharma Leaders - Pharma Professional of the year 2010.

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PRESS RELEASE

21st May 2019, Mumbai

Mukta Arts Consolidated EBITDA grows by 39%

Mukta Arts Limited has seen its EBITDA for the year grow to Rs 14 crores from Rs 11 crores in 2018 and Net profit to Rs 3.88 crores from Rs 1.49 crore in 2018. The Board has approved Dividend of 25%.

Whistling Woods International, its subsidiary in the education business posted a 17% growth taking its turnover to Rs 47 crores and continuing to remain PAT positive. It ended the year with 1043 students as against 950 in 2018.

The subsidiaries in the cinema space, operating under the Mukta A2 brand in India and Bahrain, posted a consolidated turnover of Rs 104 crores up 35% from Rs 77 crores in 2018. Screen count grew from 55 in 2018 to 64.

The Consolidated turnover grew from Rs 135 crores in 2018 to Rs 174 crores with an EBITDA of Rs 27 crores up 39% on its 2018 EBITDA of Rs 19 crores.

For MUKTA ARTS LTD.
Managing Director

MUKTA ARTS LTD. MUMBAI