

MEDIAONE GLOBAL  
ENTERTAINMENT  
LIMITED

ANNUAL REPORT  
2021-2022

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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Mr. Suryaraj Kumar	Managing Director
Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director
Ms. Saraswathy Gopalan	Non-Executive-Independent Director
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director
Mr. Raghavan Gopalaswami	Company Secretary
Mr. M. Srinivas Kumar	Chief Financial Officer

**AUDIT COMMITTEE**

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Mr. Suryaraj Kumar	Executive Director (Member)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director (Member)

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Suryaraj Kumar	Executive Director (Member)

**NOMINATION AND REMUNERATION COMMITTEE**

Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director (Chairman)
Ms. Saraswathy Gopalan	Non-Executive-Independent Director (Member)
Mr. Saiprasad Kuragayala	Non-Executive-Independent Director (Member)

**STATUTORY AUDITORS**

M/s Vivekanandan Associates,  
Chartered Accountants  
Murugesan Naicker Complex,  
No. 81, Greams Road  
Chennai 600006

**INTERNAL AUDITORS**

Mr. Balasubramaniam  
No: 2, Sairam Street  
S.I.S.I Colony (Extn),  
Ullagaram,  
Chennai – 600091.

**PRINCIPAL BANKER:**

India Overseas Bank  
Kilpauk Branch

**REGISTRAR & SHARE TRANSFER AGENTS:**

Cameo Corporate Services Ltd,  
Subramaniam Building No. 1,  
Club House Road, Chennai,  
Tamil Nadu-600002  
Email: [cameo@cameoindia.com](mailto:cameo@cameoindia.com)

**REGISTERED OFFICE**

Old No. 1/38, New No. 1/38,  
Mataji Complex, Flat no. 32,  
1st Lane, Wallers Road,  
Mount Road, Chennai, Tamil Nadu, 600002  
Fax: 044-42146321,  
Investor Relations Email ID: [contact@mediaoneglobal.in](mailto:contact@mediaoneglobal.in)  
Email: [contact@mediaoneglobal.in](mailto:contact@mediaoneglobal.in)  
Website: [www.mediaoneglobal.in](http://www.mediaoneglobal.in)

## **NOTICE**

Notice is hereby given that the 40<sup>th</sup> Annual General Meeting of the Members of **MEDIAONE GLOBAL ENTERTAINMENT LIMITED ("the Company")** will be held **on 10<sup>th</sup> September 2022** at 11.30 AM through video conferencing ("VC") / other audio-visual means ("OAVM") to transact the following business.

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited accounts of the Company for the financial year ended March 31, 2022, Balance sheet as at that date and the reports of the Board of Directors and Auditors thereon;
2. To appoint a director in the place of Mr. Suryaraj Kumar (DIN:00714694) who retires from office by rotation and being eligible offers himself for reappointment.

**By order of the Board of Directors  
For Mediaone Global Entertainment Limited  
Sd/-  
Suryaraj Kumar  
Managing Director  
DIN: 00714694**

**Place: Chennai  
Date: 09-08-2022**

**NOTES:**

- In view of the situation arising due to COVID-19 global pandemic, the Annual General Meeting of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and General Circular No.21/2021 dated 14.12.2021. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the re-appointment and appointment of Directors as mentioned under item no 2. of this notice is appended. Further, the Company has received relevant disclosure/consent from the Director seeking appointment.
- The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 4th September 2022 to Saturday, 10th September 2022 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements Regulations) 2015.
- In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 13, 2022. Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website **www.mediaoneglobal.in**, websites of the Stock Exchange i.e., BSE Limited at **bseindia.com**
- The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Cameo Corporate Services Limited, the Registrar & Share Transfer Agent of the Company.
- As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of these members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's



Registrars and Transfer Agents, Cameo Corporate Services Limited for assistance in this regard.

- Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice
- E Voting & its procedures:

Voting through Electronic Means:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and General Circular No.21/2021 dated 14.12.2021. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA above mentioned circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.mediaoneglobal.in](http://www.mediaoneglobal.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at **[bseindia.com](http://bseindia.com)**. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and General Circular No.21/2021 dated 14.12.2021.



**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

i. The voting period begins on Wednesday 7<sup>th</sup> September 2022 at 9 AM and ends on Friday 9<sup>th</sup> September 2022 at 5 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, 3<sup>rd</sup> September, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The

<p>securities in Demat mode with <b>CDSL</b></p>	<p>URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

	<p>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile.</p> <p>Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.

Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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v. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Depository Participant are requested to use the sequence number sent by RTA or contact RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth in (dd/mm/yyyy) format as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository, please enter the member id/folio number in the Dividend Bank details field.

vi. After entering these details appropriately, click on “SUBMIT” tab.

vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix. Click on the EVSN for the relevant Mediaone Global Entertainment Limited on which you choose to vote.

x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi. Additional Facility for Non - Individual Shareholders and Custodians - For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at their email address, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by [kandhimathi@cameoindia.com](mailto:kandhimathi@cameoindia.com).
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.



**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [contact@mediaoneglobal.in](mailto:contact@mediaoneglobal.in). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [contact@mediaoneglobal.in](mailto:contact@mediaoneglobal.in). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

xvi The Company has appointed Smt. Lakshmmi Subramanian, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast and she has communicated her willingness to be appointed.

The Scrutinizer, after scrutinising the votes cast during the AGM and through remote e-voting, will not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company **www.mediaoneglobal.in** and CDSL website. The results shall simultaneously be communicated to the Bombay Stock Exchange Limited.

**By order of the Board of Directors**  
**For Mediaone Global Entertainment Limited**  
**Sd/-**  
**Suryaraj Kumar**  
**Managing Director**  
**DIN: 00714694**

**Place: Chennai**  
**Date: 09-08-2022**

**ANNEXURE TO THE NOTICE**
**Information for reappointment/ appointment of Directors as required under SEBI  
(Listing Obligations and Disclosure Requirements) Regulation, 2015 and as per  
Secretarial Standards-2**

Name of Director	Mr. Suryaraj Kumar
Date of Birth	26/01/1955
Age	65 Years
Qualification	Graduation
Original date of appointment	24/01/2006
Experience(including Expertise in Specific Functional Areas	Vast experience in media and entertainment business
Share holding in the Co. (Nos.)	4,08,424 (2.77%)
Details of Directorship in other companies (Excluding Foreign Companies and Section 8 Companies)	TRIGON ENGINEERS PRIVATE LIMITED
No of meeting of Board of Directors attended during the FY 2020-21	7(Seven)
Status in other Board Committees of the company	Member of Audit Committee & Stakeholders Relationship Committee
Relationship with other Director /KMP	Nil

## **DIRECTORS' REPORT**

Your directors have pleasure in presenting their 40th Annual Report and the Audited Financial Statements of the Company for the year ended March 31, 2022.

## **FINANCIAL PERFORMANCE**

Brief Financial Highlights with comparison of previous financial year are as follows:

<b>Particulars</b>	<b>(Rs. Lacs)</b>	
	<b>For the year ended 31.03.2022</b>	<b>For the year ended 31.03.2021</b>
Total Income	290.12	64.68
Total Expense	735.255	762.296
Profit/(Loss) before Taxation	-445.13	-697.61
Less: Provision for Taxation	0	0
Add/(Less): Provision for Deferred Taxation	0	0
Less: Income Tax of Earlier Year	0	0
Net Profit/(Loss) after Tax	-445.13	-697.61

## **OPERATIONAL PERFORMANCE**

During the year Company has incurred Loss of Rs 445.13 lakhs as compared to a loss of Rs. 697.61 Lakhs in previous year. The Company is working hard to undo the losses and attain stable position.

## **STATE OF AFFAIRS OF THE COMPANY:**

During the year under the review there is no change in the nature of activity of the Company. The status of the Company in MCA Website (Master Data) is shown as "under liquidation", however the Company has filed Petition regarding this Correction.

## **SHARE CAPITAL**

The paid-up Equity Share capital of Company as on March 31, 2022 was Rs. 14,72,00,000. No additions or alterations were made during the year.

**DIVIDEND**

In view of the Losses, the Board of Directors have not recommended any dividend for the year under review.

**TRANSFER OF UNPAID DIVIDEND AMOUNT TO INVESTOR EDUCATION AND PRODUCTION FUND**

Unclaimed Dividend amount of Rs. 2.31 crores yet to be transferred IEPF account and consequent share transfer to IEPF Account is pending

**TRANSFER TO GENERAL RESERVE**

Company does not propose any transfer of funds to General Reserve in view of losses incurred.

**SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATOR OR COURT**

There are no significant and material orders passed by the regulators or courts or tribunals except the Company is in provisional Liquidation status. However, the Company had obtained stay on such High court order. As on date of the report, the Company has been suspended from Bombay Stock exchange. In this regard, the Company has filed revocation application. Suspension revoked and shares are trading.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT:**

Training on all sectors is given to its employees periodically and motivated to work in line with the development of the industry. The willingness and commitment of the employees help the company to stand tall among its customer in quality and service.

**HOLDING/SUBSIDIARY/ ASSOCIATE COMPANIES**

The Company has 1 subsidiary company namely Mediaone Global UK Limited

## **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to Director's Responsibility Statement, it is hereby confirmed that:

1. In the preparation of the annual accounts for the financial year ended March 31 2022, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed along with proper explanation relating to material departures;
2. The directors had selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the company for the year under review;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safe guarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. The directors have prepared the Annual Accounts of the Company for the financial year ended 31st March, 2022 on a 'going concern' basis;
5. The Directors have laid down the internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **VIGIL MECHANISM**

The Company promotes ethical behaviour in all its business activities. Towards this, the Company has established a vigil mechanism for Directors and employees to report their genuine concerns. The policy on Vigil Mechanism is available on the Company's website [www.mediaoneglobal.in](http://www.mediaoneglobal.in).



### **INTERNAL FINANCIAL CONTROL SYSTEM AND ITS ADEQUACY**

The Company has formulated a Framework on Internal Financial Controls In accordance with Rule 8 (5) (viii) of Companies (Accounts) Rules, 2014, the Company has adequate internal control systems to monitor business processes, financial reporting and compliance with applicable regulations and they are operating effectively. The systems are periodically reviewed by the Audit Committee of the Board for identification of deficiencies and necessary time bound actions are taken to improve efficiency at all the levels. The Committee also reviews the observations forming part of internal auditors' report, key issues and areas of improvement, significant processes and accounting policies.

### **INTERNAL AUDITOR**

Mr. Balasubramaniam is the internal auditor of the Company. The Audit Committee determines the scope of Internal Audit in line with regulatory and business requirements.

### **REPORTING OF FRAUD BY THE AUDITORS**

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

### **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board was constituted with Composition of One Executive Director and three Non-Executive Independent Director.

<b>Category</b>	<b>Name of the Director</b>
Executive Director	Mr. Suryaraj Kumar
Non-Executive Director(Independent Director)	Mr. Timothy Alfred Joseph Moses Ms. Saraswathy Gopalan Mr. Saiprasad Gopalan

The detailed list of the Board of Directors is enclosed in the Corporate Governance Report.

The following changes occurred in the Board of Directors and Key Managerial Personnel after the reporting period:

- a) Miss JOYCE OLIVIYA TAURO resigned from the position non-executive independent director of the Company on 17th May 2022.

### **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the financial year ended on March 31, 2022, Six (6) Board Meetings were held. Further, details of the meetings of the Board and its Committees are given in Corporate Governance Report, forming part of the Annual Report.

The provisions of Companies Act, 2013 and Listing Regulations were adhered to while considering the time gap of 120 days between two meetings.

### **BOARD COMMITTEES**

Board Committees plays a vital role in improving the Board effectiveness in areas where more focused and discussions are required. Board has constituted the following Committees in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board consists of the following committees and their compositions and attendance of members are detailed in the Corporate Governance Report.

- (i) Audit Committee
- (ii) Nomination and Remuneration Committee
- (iii) Shareholders Relationship Committee

### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Regulations) Regulation 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committee. The manner in which the evaluation has been carried out has been explained in the Governance Report.

## **A. EVALUATION OF DIRECTORS BY INDEPENDENT DIRECTOR'S MEETING**

During the year under review, the Independent Directors met on 18<sup>th</sup> June, 2021 inter alia to

- i) Review the performance of Non-Independent Directors and the Board as a whole
- ii) Review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors
- iii) Assess the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

## **BOARD DIVERSITY**

Since the Company falls under the exempted category as provided under Regulation 15 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 disclosure on Board diversity is not applicable.

## **INDEPENDENT DIRECTORS DECLARATION**

All independent directors have given declarations that they meet the criteria of independence as laid down under section 149 of the companies act 2013 and Regulation 16 of SEBI(LODR) Regulations, 2015 in respect of financial year ended 31<sup>st</sup> March 2022, which have been relied on by Company and were placed at the Board meeting. In the opinion of the Board, the independent directors fulfil the necessary criteria for independence as stipulated under the statutes.

## **MEETING OF INDEPENDENT DIRECTORS**

During the year under review, the Independent Directors met on 18<sup>th</sup> June 2021, inter alia to:

- i) Review the performance of Non-Independent Directors and the Board as a whole
- ii) Review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors

iii) Assess the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties

### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

The Company has practice of conducting familiarization program of the independent directors.

### **Code of Conduct**

The code of Conduct for all the members of the Board and senior management of the Company has been posted on the website of the Company: [www.mediaoneglobal.in](http://www.mediaoneglobal.in). All Board members and senior management personnel (as per Regulation 26(3) of the Listing Regulations) have affirmed compliance with the applicable Code of Conduct. A declaration to this effect forms part of this Report.

### **Statutory Auditor**

Auditors of the Company, M/S Vivekanandan Associates (FRN 005268S) was re-appointed for the second period of five years from the year 2021-22 to 2025-26

### **COMMENT ON STATUTORY AUDITOR'S REPORT:**

There are no qualifications, reservations, remarks or disclaimers made by M/S Vivekanandan Associates, Statutory Auditors, in their audit report.

### **Secretarial Auditor**

The Company had appointed Mr. P.S. Srinivasan (C.P No: 3122), Partner at Lakshmmi Subramaniam and Associates. Practicing Company Secretary firm, to conduct the Secretarial Audit for the financial year 2021-22. The Secretarial Audit Report for the financial year ended March 31, 2021, is annexed with this report and marked as **Annexure I** to this Report. The Secretarial Audit Report contain certain observation remarks.

### **Board's Reply:**

Board of Directors taking necessary actions to rectify the observation remarks in the Secretarial Audit report.

### **COST AUDITORS**

The provisions of Cost Auditor as mentioned under Section 148 of the Companies Act, 2013 is not applicable to the Company.

### **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES MADE OR SECURITIES PROVIDED**

The Company has not given any loans, guarantees nor made any investments during the financial year 2021-22

### **RELATED PARTY TRANSACTIONS**

There are no particulars of contracts or arrangements with related parties referred to in Section 188 (1) of the Companies act 2013, except amount of Rs 84,00,000 payable to Mr. Suryaraj Kumar

### **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

The Company already have a Corporate Social Responsibility Committee whose constitution is already detailed under Corporate Governance Report. The Company is not required to spend any expenditure on CSR for current year, annual report on CSR is not annexed with this report.

### **EXTRACT OF ANNUAL RETURN**

The Submission of Extract of Annual Return in MGT-9 is dispensed with in terms of Companies (Management and Administration) Amendment rules, 2021 dated 5th March, 2021. Hence, the question of attaching MGT-9 with this report does not arise. However, the Annual return can be viewed in the website of the company [www.mediaoneglobal.in](http://www.mediaoneglobal.in).

### **POLICIES**

The Company has the following policies which are applicable as per Companies Act 2013 and SEBI (LODR) Regulations 2015

1. Code of Conduct for Directors and Senior Management
2. Policy on redressal of sexual harassment of woman at workplace

3. Code of Conduct-Corporate Governance
4. Code of Practices & procedures for fair disclosures of unpublished price sensitive information.
5. Familiarization program for independent directors
6. Policy on disclosure of material events or information
7. Nomination and Remuneration Policy.
8. Policy for determining material subsidiaries
9. Policy on Related Party Transactions
10. Vigil Mechanism/Whistle Blower Policy
11. Preservation of documents & Archival Policy

### **POLICIES ON DIRECTORS APPOINTMENT AND REMUNERATION**

Director's Remuneration and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under the Companies Act, 2013 are covered under the Board's policy formulated by the Company. None of the Directors are receiving any Remuneration from the Company. The details of the same are mentioned in the Corporate Governance Report being **Annexure III** forming part of this Report.

### **SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has a policy in prevention & prohibition of sexual Harassment at workplace. The policy provides for protection against sexual harassment of women at work place and for prevention and re-dressal of such complaints. Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which can be viewed in the website of the company.

During the financial year 2021-22, there were no cases reported under Sexual Harassment of Women at Workplace (Prevention Prohibition and Redressal) Act, 2013.



## **DEPOSITS**

The Company has not accepted deposits falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 from public.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:-**

The Particulars prescribed by Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption was not applicable to Company.

## **FOREIGN EXCHANGE INFLOW & OUTFLOW**

During the year under review, the Company has no foreign exchange inflows or outflows.

## **MATERIAL CHANGES AFFECTING THE COMPANY**

There have been no other material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this Report except:

1. The company has made Public Announcement to the shareholder for open offer on 29th July 2022 for direct acquisition by PPG International Limited.

There has been no change in the nature of business of the Company.

## **CORPORATE GOVERNANCE**

Your Company is committed to good corporate governance aligned with the best corporate practices. A separate Report on Corporate Governance in **Annexure-III** along with Auditor's Certificate on Compliance with the conditions of Corporate Governance is provided as a part of this Annual Report, besides the Management Discussion and Analysis.

## **MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

Management's Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") is presented in a separate section forming part of the Annual Report.

## **SECRETARIAL STANDARDS**

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of the Company Secretaries of India and is of the view that such systems are adequate and operating effectively.

## **APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR:**

There were no applications made nor any proceeding pending under the insolvency and bankruptcy code, 2016 during the year

## **THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

During the year under review there was no instance of one-time settlement with any Bank or Financial Institution.

## **ACKNOWLEDGEMENT**

The Board places on record, its appreciation for the co-operation and support received from shareholders, customers, suppliers, employees, government authorities and banks.

Date: 09-08-2022

Place: Chennai

For Mediaone Global Entertainment Limited

Sd/-

Suryaraj Kumar  
Chairman & Managing Director  
DIN: 00714694

**Annexure I**

**Form No. MR-3**

**Secretarial Audit Report for the financial year ended 31.03.2022**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members  
MEDIAONE GLOBAL ENTERTAINMENT LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MEDIAONE GLOBAL ENTERTAINMENT LIMITED (hereinafter called the Company). Secretarial audit was conducted in a manner that provided by us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have also examined the following with respect to the new amendment issued vide SEBI Circular number CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 (Regulation 24A of SEBI(LODR) Regulations 2015).

- (a) all the documents and records made available to us and explanation provided by the MEDIAONE GLOBAL ENTERTAINMENT LIMITED ("the Listed Entity"),
- (b) the filings/submissions made by the Listed Entity to the Stock Exchanges,
- (c) website of the listed entity,

(d) books, papers, minute books, forms and returns filed with the Ministry of Corporate Affairs and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions as applicable to the Company during the period of audit and subject to the reporting made hereinafter and in respect of all statutory provisions listed hereunder:

- i. The Companies Act, 2013 (the Act) and the Rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ;
  - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time ;
  - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading Regulations, 2015 as amended from time to time;
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;

We hereby report that

- a. The Listed Entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except mentioned in this report.
- b. The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.
- c. There were no actions taken against the listed entity/its promoters/directors either by SEBI or by Stock Exchanges (including under the Standard Operation Procedures issued by SEBI through various circulars) under the aforesaid

Acts/Regulations and circulars/guidelines issued thereunder except as mentioned specifically in the 24A report submitted to the stock exchange and forming a part of this report

We have also examined the compliance with the applicable clauses of the following:

- (i) The Listing Agreements entered into by the Company with the Stock Exchanges, where the Securities of the Company are listed and the uniform listing agreement with the said stock exchanges pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (ii) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India as amended from time to time.

In our opinion and as identified and informed by the Management, the following laws are

specifically applicable to the Company:

1. The Indian Copyright Act, 1957
2. The Trademarks Act, 1999
3. The Cinematograph Act, 1909
4. The Indian Contract Act, 1872
5. The Patent Act, 1970
6. Intellectual Property Rights related laws

It is reported that during the period under review, the Company has been regular in complying with the provisions of the Act, Rules, Regulations and Guidelines, as mentioned above except: -

1. The company has been identified as GSM -1 by the BSE
2. Company "s status as "under liquidation "not lifted by MCA due to non receipt of High court order of recent date .
3. SS1 & SS2 and SEBI(LODR) regulations in certain areas are yet to be complied



4. Company yet to improve on compliances in many areas in compliance of Regulations given under LODR (SEBI ) Regulations .The company has paid the listing fees in delay.
5. The company shares were suspended till May 5<sup>th</sup> 2022 due to various non compliance under listing regulations However suspension revoked and shares are trading .
- 6.Unclaimed Dividend amount of Rs.2.31 crores yet to be transferred IEPF account and consequent share transfer to IEPF Account is pending.

We further report that there were no actions/ events in the pursuance of

1. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Employees Stock Option Scheme, 2007 approved under the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
2. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
3. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
4. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
5. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, in our opinion, adequate systems and control mechanism exist in the Company to monitor and ensure compliance with other applicable general laws including Human Resources and Labour laws

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory financial auditor and other designated professionals.

**We further report that**

The Board of Directors of the Company is constituted with Executive and Independent Directors. There were not changes in the composition of the Board of Directors but there were change in the constitution of Committees during the period under review and the same was carried out in compliance with the provisions of the Act.

Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meeting of the Board of Directors or Committees of the Board as the case may be.

We further report that during the audit period the following events which have a major bearing on the Company`s affairs have occurred:

1. The Company has appointed Mr. M. Srinivas Kumar as Chief Financial officer with effect from 12<sup>th</sup> July 2021.
2. Mr. Subbiah Rajasekar has resigned from the post of Chief Financial officer with effect from 12<sup>th</sup> July 2021.
3. Subject to the approval of Shareholders in the Annual General meeting dated 28<sup>th</sup> August 2021 the Company has increased its borrowing powers to Rs 50 crores

I further report except as given below; no other material events have been occurred during the period after the end of the Financial Year and before the signing of this Report

1. A Public Announcement was made by the shareholder for open offer on 29<sup>th</sup> July 2022 for direct acquisition by PPG International Limited.
2. Miss. Joyce Oliviya Tauro, Independent director of the company resigned with effect from 17<sup>th</sup> May 2022.

Place: Chennai

Date: 09-08-2022

For Lakshmmi Subramanian &  
Associates

Sd/-

P.S.Srinivasan

Partner

FCS no: 1090

C.P.No. 3122

Peer Review Certificate No:

1670/2022

UDIN: A001090D000768747

**ANNEXURE - A**

To,  
The Members  
MEDIAONE GLOBAL ENTERTAINMENT LIMITED

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, We have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination is limited to the verification of procedures on a random test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai  
Date: 09-08-2022

For LAKSHMMI SUBRAMANIAN & ASSOCIATES

Sd/-

P.S.Srinivasan

C.P.No.3122

Peer Review Certificate No: 1670/2022

UDIN: A001090D000768747

### ANNEXURE III

#### REPORT ON CORPORATE GOVERNANCE

**In accordance with schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the report containing details of corporate governance systems and process at Mediaone Global Entertainment Limited as under:**

#### **Corporate Governance Philosophy:**

The Management believes that corporate growth, goals, transparency and enhanced stakeholder value are to be achieved only through good corporate governance.

#### **Board of Directors:**

The Board of Directors of the Company as on the date of report are as follows:

<b>Sl.No.</b>	<b>Name</b>	<b>Designation</b>	<b>DIN</b>	<b>Promoter/Independent Director</b>
1.	Mr. Suryaraj Kumar	Executive Director	00714694	Promoter
2.	Mr. Timothy Alfred Joseph Moses	Non-Executive-Independent Director	01921176	Independent Director
3.	Ms. Saraswathy Gopalan	Non-Executive-Independent Director	08372677	Independent Director
4.	Mr. Saiprasad Kuragayala	Non-Executive-Independent Director	06987754	Independent Director
5	Miss.Joyce Oliviya Tauro	Non-Executive-Independent Director	08765489	Independent Director

### **Board Meetings and Annual General Meeting & Directors' Attendance:**

During the Financial Year 2021-22, the Board of Directors of the Company met 6 times on 12 Jun 2021, 12 July 2021, 19 July 2021, 9 August 2021, 9 November 2021, 14 February 2022.

The Annual General Meeting of the Company for the financial year 2021-2022 was held on 28<sup>th</sup> August, 2021.

Attendance of each director, at the Board Meeting held during the year 2021-22 and at the Annual General Meeting is as follows:

Sl.No.	Name	Board Meetings		Whether attended AGM held on 28/08/2021
		Entitled to Attend	Attended	
1.	Mr. Suryaraj Kumar	6	6	Yes
2.	Mr. Timothy Alfred Joseph Moses	6	6	Yes
3.	Mr.Saiprasad Kuragayala	6	6	Yes
4.	Ms.Joyce Oliviya Tauro	6	6	Yes
5.	Ms.Saraswathy Gopalan	6	6	Yes

### **Familiarization Programme:**

Independent Directors are familiarized with their roles, rights and responsibilities in the Company as well as with the nature of industry and Business model of the Company by providing all material at the time of their appointment as Directors and through presentation of economy & industry overview, key regulatory development strategy and performance which are made to the Directors from time to time. In compliance with the requirements of listing regulations your company has an appropriate program for newly



inducted directors and ongoing familiarization programs with respect to the strategy, industry overview, performance, operations of Company, the organization structure and their roles, rights and responsibly as a director.

The Directors are also encouraged to attend the training programs being organized by various Regulator/bodies/institutions.

### **Board Committee:**

#### **A. Audit Committee:**

By constituting an Independent and qualified Audit Committee, the Company has complied with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Composition of the Audit Committee. The Committee reviews:

- a. The Recommendation for appointment, remuneration and terms of Appointment of Auditors of the Company.
- b. The financial reporting by ensuring compliance with Accounting Standards and review Financial Policies of the Company;
- c. Review and monitor the auditor 's independence and performance, and effectiveness of audit process; recommend the appointment of Statutory Auditors/internal auditors and fix their remuneration;
- d. Approval or any subsequent modification of transactions of the Company with related parties;
- e. Scrutiny of inter-corporate loans and investments, valuation of undertaking or assets of the Company, wherever it is necessary;
- f. Valuation of undertakings of Assets of the Company.
- g. Evaluation of internal financial controls and risk management systems and monitoring the end use of funds raised through public offers and related matters.

The Audit Committee consists of the following members:

Sl.No.	Name	Designation	Independent/Non-Independent	No. of Meeting Attended
1.	Mr. Timothy Alfred Joseph Moses	Chairperson	Independent	6
2.	Mr. Suryaraj Kumar	Member	Executive	6
3.	Ms. Saraswathy Gopalan	Member	Independent	6
4.	Mr. Saiprasad Kuragayala	Member	Independent	6

During the year 2021-22 Six Audit Committee Meetings were held on June 12, 2021, July 12, 2021, July 19, 2021, August 9, 2021, November 9, 2021 and February 14, 2022.

#### **Nomination and Remuneration Committee:**

The Board has constituted the Nomination and Remuneration Committee with four Independent Directors to look after the appointment, promotions to the working Directors and Senior Executives of the Company.

#### **Terms of reference:**

#### **Formulation of policy for selection and Appointment of Directors and their Remuneration:**

The Nomination and Remuneration Committee discussed and thereafter decided upon the policy for selection of appointment of directors and their remuneration. The highlights of this policy are as follows:

#### **1. Criteria of Selection of Non-Executive Directors**

- a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the field of investments in Capital and Debt Market, finance, law, taxation, governance management.

- b. In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of directors vis-à-vis the Company so as to enable the Board to discharge its functions and duties effectively.
- c. The Committee shall ensure that the candidate identified for appointment as a director is not disqualified for appointment under section 164 of the Companies Act, 2013.
- d. The Committee shall consider the following attributes/criteria, whilst recommending to the Board the candidature for appointment as director.
  - i) Qualification, expertise and experience of the Directors in their respective fields;
  - ii) Personal, Professional or business standing;
  - iii) Diversity of the Board.
- e. In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

## **2. Remuneration to Directors:**

None of the Directors are receiving remuneration from the Company.

The Nomination and Remuneration Committee consist of the following members:

Sl.No.	Name	Designation	Independent/Non-Independent	No. of Meeting Attended
1.	Mr. Timothy Alfred Joseph Moses	Chairperson	Independent	1
2.	Ms. Joyce Oliviya	Member	Independent	1
3.	Ms. Saraswathy Gopalan	Member	Independent	1
4.	Mr. Saiprasad Kuragayala	Member	Independent	1

During the year 2020-21 one Nomination and remuneration Committee Meeting was held on July 19, 2021.

## **3. Evaluation of Directors and the Board:**

The Company has in place a Board evaluation framework setting out the process and the criteria for the performance evaluation by the Nomination and Remuneration Committee of the Board. The said process is in line with the provisions of the Companies Act, 2013 Listing Regulations and as per the Guidance Note on the Board evaluation issued by SEBI, which formulated the methodology and criteria evaluation of the individual Directors including Independent Directors and Non-Independent Directors, Managing Director, Chairperson, committees of the Board and the Board as a whole.

The performance evaluation is carried out by the Board of Directors on the basis of criteria provided in the evaluation process to the Board as a whole, to Committees of the Board, to Managing Director, evaluation was carried out by the Independent Directors).

During the financial year under review, the Independent Directors met on 18<sup>th</sup> June, 2021 inter alia to:

- i) Review the performance of Non-Independent Directors and Board as a whole;
- ii) Review the performance of the Chairperson of the Company, taking into account the views of executive directors and Non-Executive Directors;
- iii) Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

#### **Stakeholders Relationship Committee:**

The Shareholders Relationship Committee Composition and terms of reference meet with the requirements of provisions of the Companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee is primarily responsible to consider and review all matters connected with the Company's Transfer of securities and redressal of Shareholders/investors/security holders' Complaints and to resolve the grievances of security holders of the Company.

The Stakeholders Relationship Committee consists the following members:

Sl.No.	Name	Designation	Independent/Non-Independent	No. of Meeting Attended
1.	Mr. Timothy Alfred Joseph Moses	Chairperson	Independent	3
2.	Mr. Surayaraj Kumar	Member	Executive	3
3.	Ms. Saraswathy Gopalan	Member	Independent	3

During the year 2020-21, Three stakeholders Relationship Committee were held on June 12, 2021, August 9, 2021 and February 14, 2022.

#### **Status of Investor Grievances:**

Name & Designation of Compliance officer	Company Secretary: Raghavan Gopalaswami
Number of pending complaints as on 01.04.2022	Nil
Number of Shareholders complaints received during the year 2021-22	Nil
Number of Complaints resolved to the satisfaction of Shareholders	Nil
Number of pending Complaints as on 31.03.2022	Nil

#### **General Meeting:**

The particulars of Annual General Meeting held during the last three years are as under:

AGM	Date	Time	Venue	No. of Special Resolution Passed

39 <sup>th</sup> AGM	28.08.2021	11.00 AM	Mataji Complex, Flat No. 32, Old No. 1/38, New No. 1/38, Wallers Road, 1 <sup>st</sup> Lane, Mount Road, Chennai-600 002	1
38 <sup>th</sup> AGM	29.12.2020	11.00 AM	Mataji Complex, Flat No. 32, Old No. 1/38, New No. 1/38, Wallers Road, 1 <sup>st</sup> Lane, Mount Road, Chennai-600 002	4
37 <sup>th</sup> AGM	30.09.2019	11.00 AM	Mataji Complex, Flat No. 32, Old No. 1/38, New No. 1/38, Wallers Road, 1 <sup>st</sup> Lane, Mount Road, Chennai-600 002	1

### **Special Resolution passed in previous three AGMs:**

The Company has passed the following Special Resolutions during the last three Annual General Meetings.

#### **1. 39<sup>th</sup> AGM 2021:**

- To borrow money from various banks, institutions, corporates and such other person as it deems fit.

#### **2. 38<sup>th</sup> AGM 2020:**

- To appoint Mr. Saiprasad Kuragayala (DIN: 06987754) as an Independent Director
- To appoint Ms. Joyce Oliviya Tauro (DIN: 08765489) as Director
- To borrow money from various Banks, Institution, Corporates and such other person as it deems fit.
- Approval for incorporation of one or more subsidiary(ies) (as wholly owned subsidiaries) of the company and investments by the company.

#### **3. 37<sup>th</sup> AGM 2019:**

- Regularization of Ms. Saraswathi Gopalan as an independent director



Details of Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting:

Item No.	2
Name of the Director	Mr. Suryaraj Kumar
DIN	00714694
Age	65 Years
Designation	Managing Director
Qualification	Graduation
Experience	Vast experience in media and entertainment business
Date of First Appointment	24.01.2006
No. of Shares held as on 31.03.21	4,08,424
Relationship with other Directors and KMP	NIL
No. of Board Meetings attended during the FY-2020-21	5
Directorship in other Companies & LLPs	Trigon Engineers Private Limited
Chairperson/Member of the Committees of Company	Member of Audit Committee & Stakeholders Relationship Committee
Chairperson/ Member of the Committee of other public Companies in which he is a director	NIL
Last approved remuneration drawn	NIL

#### **Postal Ballot during the year 2021-22:**

During the financial year 2021-22 No Special Resolution was passed through Postal Ballot. As on the date this report the Company has not proposed any special resolution to be conducted through postal ballot.

#### **Certification:**

In accordance with Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate on the financial statements and cash flow statement of the Company for the year ended March 31, 2022 duly signed by Chief Financial Officer was submitted to the Board of Directors.

#### **Disclosures:**

Subsidiary Company:

There are no subsidiary Companies.

#### **Means of Communication:**

The Annual, Half yearly and quarterly results are forthwith being submitted to the Stock Exchanges where shares are listed and are available on their website.

Management discussion and Analysis forms part of this Annual Report.

The annual, half-yearly and quarterly results are regularly submitted to the stock exchanges in accordance with the listing agreement and are published in Makkal Kural and Trinity Mirror

#### **General Shareholder Information:**

<b>Particulars</b>	<b>Information</b>
<b>AGM: Day, Date, Time and Venue</b>	
<b>Financial Year</b>	2021-22
<b>Dividend Pay Out Date</b>	No dividend Declared
<b>Date of Book Closure</b>	NA
<b>Company's Shares in listed in</b>	Bombay Stock Exchange
<b>Stock Code-BES Limited</b>	503685
<b>Performance in comparison to the broad based indices</b>	NA
<b>Whether the Securities are suspended from trading</b>	Yes
<b>Registrar and Share Transfer Agent</b>	Cameo Corporate Services Limited

	Subramanian Building, No.1, Club House Road, Chennai-600 002.
<b>Dematerialisation of Shares and Liquidity</b>	The details of Dematerialisation of Shares and Liquidity is given below under the head "Dematerialisation of Shares and Liquidity"
<b>Outstanding GDRs/ADRs/ Warrants or any convertible instruments conversion date and likely impact on equity</b>	NIL
<b>Commodity Price Risk or Foreign Exchange Risk and Hedging Activities</b>	No Commodity Price risk arised. No foreign Exchange activities done during the year
<b>Plant locations</b>	NIL
<b>Address for correspondence</b>	Mataji Complex, Flat no. 32, Old no. 1/38, New no 1/38, Wallers road, 1 <sup>st</sup> lane, Mount road, Chennai TN 600002 IN

#### **Dematerialisation of Shares and Liquidity:**

As on 31<sup>st</sup> March, 2022, out of total 1,47,20,000 equity shares of the Company 1,45,48,913 shares representing 98.83 % of total shares have been dematerialized. The detailed breakup of Shares as on 31<sup>st</sup> March, 2022 as is follows:

#### **Distribution of Shareholding as on 31<sup>st</sup> March, 2022**

##### **Total Nominal Value**

Nominal Value of each equity share-Rs. 10 Each.

**Total Number of Equity Shares-1,47,20,000**

<b>Type of Shareholder</b>	<b>No. of Shareholder</b>	<b>Total No. of Shares held</b>	<b>No. of Shares held in Demat</b>	<b>Percentage of Holding</b>
Individual-Promoter	2	79,62,783	79,62,783	54.09
Individuals-Public Shareholder	949	20,61,614	20,11,127	14.005

Others-Public Shareholders	51	46,95,603	45,75,003	31.89
<b>Total</b>	<b>1002</b>	<b>1,47,20,000</b>	<b>1,45,48,913</b>	<b>100%</b>

### Other Disclosures:

There are no materially significant related party transactions made by the Company that may have potential conflict with the interests of the Company at large.

The Company has a whistle blower policy, available at the Company's website [www.mediaoneglobal.net](http://www.mediaoneglobal.net).

The policy determining material Subsidiary is disclosed in the Company's website [www.mediaoneglobal.net](http://www.mediaoneglobal.net).

The Related Party Transaction policy is disclosed in the Company's website [www.mediaoneglobal.net](http://www.mediaoneglobal.net).

The details relating to commodity price risks and commodity hedging activities are not applicable

The Company has complied with the requirements of Corporate Governance Report of sub-paras (2) of to (10) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company submits quarterly complaints reports on Corporate Governance to the Stock Exchange, in the prescribed format within 15 days from the close of the quarter duly signed by the Executive Director.

As required under regulation 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following information have been duly disseminated in the Company website [www.mediaoneglobal.net](http://www.mediaoneglobal.net).

1. Policy on redressal of sexual harassment of woman at workplace
2. Code of Conduct-Corporate Governance
3. Code of Practices & procedures for fair disclosures of unpublished price sensitive information.

4. Familiarization program for independent directors
5. Policy on disclosure of material events or information
6. Nomination and Remuneration Policy.
7. Policy for determining material subsidiaries
8. Policy on Related Party Transactions
9. Vigil Mechanism/Whistle Blower Policy
10. Preservation of documents & Archival Policy

## CERTIFICATE ON CORPORATE GOVERNANCE UNDER THE LISTING REGULATIONS

To,

The Members of Mediaone Global Entertainment Limited

- a. The Certificate issued in accordance with the terms of our engagement letter dated 24<sup>th</sup> May 2022.
- b. We have examined the compliance of conditions of Corporate Governance by Mediaone Global Entertainment Limited ('the Company'), for the year ended 31<sup>st</sup> March 2022, as stipulated in the Regulations 17-27, clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, pursuant to the Listing Agreement of the Company with the Stock Exchanges.

### Management Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the SEBI Listing Regulations.

### Auditor's Responsibility

Our examination is limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended except to the extent of observations made in the Secretarial



Compliance Report and to the extent of observations made in the Secretarial Audit Report.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai  
Date: 09-08-2022

For Lakshmmi Subramanian & Associates

Sd/-

P.S.Srinivasan  
Partner

FCS no: 1090

C.P.No. 3122

Peer Review Certificate No: 1670/2022

UDIN: A001090D000765524

**Certificate on Non-Disqualification of Directors**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

Mediaone Global Entertainment Limited

Mataji complex, flat no. 32, old no. 1/38, new no 1/38, Wallers road,  
1st Lane, Mount Road, Chennai-600002

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Mediaone Global Entertainment Limited CIN L65993TN2002PLC065402 having its registered office at Mataji complex, flat no. 32, old no. 1/38, new no 1/38, Wallers road, 1st Lane, Mount Road, Chennai-600002(hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

<b>S.No</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of Original Appointment in Company</b>
1	Suryaraj Kumar	00714694	24/01/2006
2	Timothy Alfred Joseph Moses	01921176	12/09/2014
3	Saiprasad Kuragayala	06987754	19/06/2020
4	Saraswathy Gopalan	08372677	25/02/2019
5	Joyce Oliviya Tauro (resigned on 17th May 2022)	08765489	18/06/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai

Date: 09-08-2022

For Lakshmmi Subramanian and Associates

Sd/-

P.S.Srinivasan

Partner

FCS no: 1090

C.P.No. 3122

Peer Review Certificate No: 1670/2022

UDIN: A001090D000765502

### CEO / CFO CERTIFICATION

The Board of Directors

Mediaone Global Entertainment Limited

Chennai,

Mr. M. Srinivas Kumar, Chief Finance Officer of Mediaone Global Entertainment Limited, on the basis of the review of the financial statements and cash flow statement for the year ended 31st March, 2022 and to the best of my knowledge and belief, hereby certify that:

1. I have reviewed the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's Report and that to the best of our knowledge and belief.
  - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - b. These statements together present a true and fair view of the company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March 2022 are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, those deficiencies in the design or operation of such internal controls of which we are aware and the steps we have taken or purpose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:

- there have been no significant changes in internal control over financial reporting during the year covered by this report.
- there have been no significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.
- instances of significant fraud in the subsidiary company, of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 09-08-2022

Place: Chennai

For Mediaone Global Entertainment Limited

Sd/-

M. Srinivas Kumar  
Chief Financial Officer

## **INDEPENDENT AUDITOR'S REPORT**

### **To the members of M/s. Mediaone Global Entertainment Limited Report on the audit of Financial Statements**

#### **Opinion**

We have audited the standalone financial statements of M/s. Mediaone Global Entertainment Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including other comprehensive income), statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "Financial Statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity in conformity with Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its Profit and Other total Comprehensive Income, Changes in Equity and Cash Flows for the year ended on that date.

#### **Basis of Opinion**

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with the requirements and the ICAI's Code of Ethics.. 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.

#### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's report, including Annexure to Board Report, and Shareholders Information but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Responsibility of Management for the Financial Statements**



The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rules made thereunder.

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.

In preparing the financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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 other operating effectiveness of such controls, refer to our separate report in "**Annexure B**".

With respect to the other matters to be included in the Auditors Report in accordance with the

requirements of section 197(16) of the Act, as amended:

- (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) 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's pending litigations that will have an impact on its financial position has been fully disclosed in the Notes to Accounts.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or any other sources or kind of funds) by the company to or in any other person(s) or entity(is), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - v. In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **VIVEKANANDAN ASSOCIATES**

Chartered Accountants  
(ICAI Regn. No.: 05268 S)

Sd/-

**R. LAKSHMINARAYANAN**

Partner

Membership No. 204045

UDIN: 22204045AONKRX1690

Place: Chennai

Date: 28/05/2022

## **“Annexure A” to the Independent Auditors’ Report**

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2022:

- 1)
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipments. There are no intangible assets held by the Company.
  - (b) These Property, Plant and Equipments have been physically verified by the management in a phased manner, at regular intervals, which in our opinion, is reasonable having regard to the size of the company and nature of its business and no material discrepancies between the books records and the physical fixed assets have been noticed.
  - (c) The company holds immovable properties in its own name.
  - (d) The Company have not revalued its Property, Plant and Equipments during the year under review.
  - (e) The Company is not holding any Property, Plant and Equipments under benami names and no proceedings have been initiated during the year or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 2)
  - (a) As informed to us, the management has conducted physical verification of inventory (including inventory lying with third parties) at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. Discrepancies noticed on such physical verification is less than 10% in aggregate for each class of inventory and have been properly dealt with in the books of account.
  - (b) The Company had not availed any working capital loans from banks during the year against the security of the work-in-progress.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (f) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7)
  - (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees

State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable. There are payments by the Company towards income tax deducted at source and filed the returns with a delay due to which the deducted amounts paid by them does not match with the records available with the Income tax department. The reconciliation of the payments made by the company with the figures shown by the Income tax department is in progress.

According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

- 8) In our opinion and according to the information and explanations given to us, there are no transactions unrecorded previously in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the requirement to report on Clause 3(viii) of the Order is not applicable to the Company.
- 9) The Company has defaulted in the repayment of both interest and principal dues amounting to Rs.60,90,201/- in respect of a loan borrowed from a bank in the past and the bank had initiated legal action for recovery of the past dues.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans during the year. The company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year under audit. Accordingly, the provisions of clause 3 (x) (a) and 3(x) (b) of the Order are not applicable to the Company and hence not commented upon.
- 11) (a) During the course of our examination of books and records of the company, carried out in accordance with the generally accepted audit procedures performed for the purpose of reporting true and fair view of the standalone financial statements, to the best of our knowledge and belief and as per the information and explanations given by the Management and the representations obtained from the Management, no material fraud on the company by its officers or employees has been noticed or reported during the year.  
  
(b) There is no report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year. According to the information and explanations given to us and records verified by us, the Secretarial Auditors have not filed report in Form ADT-4 prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.  
  
(c) According to the information and explanations given to us and records verified by us, there are no whistle blower complaints received by the Company during the year.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.

- 13) In our opinion and according to the information and explanations given to us, based on verification of the records and approvals of the Audit Committee, the Company is in compliance with Section 177 and Section 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards
- 14) a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.  
b) The internal audit reports of the Company issued till the date of this audit report, for the period under audit have been considered by us.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) (a) In our opinion, and according to the information and explanations given by the management and verified by us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement to report under clause (xvi) of the Order does not arise.  
(b) The Company has not conducted any Non-Banking Financial or House Financing activities.  
(c) The Company is not a core investment company as defined in the regulations made by the Reserve Bank of India. Accordingly, the requirement to report under clause (xvi) of the Order does not arise.
- 17) The Company had incurred cash loss in the current year as well as in the immediately preceding financial year respectively.
- 18) There is no resignation of the statutory auditor during the year under review. Accordingly, the requirement to report under clause 3 (xviii) of the Order does not arise.
- 19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities and other information accompanying the financial statements together with our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- 20) According to the information and explanations given to us, the provisions of Section 135 of the Companies Act, 2013 relating Corporate Social Responsibility are not applicable to this Company and hence not commented upon.

For **VIVEKANANDAN ASSOCIATES**  
Chartered Accountants  
(ICAI Regn. No.: 05268 S)

Place: Chennai  
Date: 28/05/2022

Sd/-  
**R. LAKSHMINARAYANAN**  
Partner  
Membership No. 204045  
UDIN: 22204045AONKRX1690



**“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of M/s. Mediaone Global Entertainment Limited for the year ended March 31, 2022**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of M/s. Mediaone Global Entertainment Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the IND As 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 [for example, “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.] These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting

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

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In my opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, [based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control as stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India].

For **VIVEKANANDAN ASSOCIATES**  
Chartered Accountants  
(ICAI Regn. No.: 05268 S)

Place: Chennai  
Date: 28/05/2022

Sd/-  
**R. LAKSHMINARAYANAN**  
Partner  
Membership No. 204045  
UDIN: 22204045AONKRX1690

## MEDIAONE GLOBAL ENTERTAINMENT LIMITED

### 1. Significant Accounting Policies

The accounting policies mentioned herein are relating to standalone financial statements of the Company.

#### 1. Corporate Information

The Primary business of **MEDIAONE GLOBAL ENTERTAINMENT LIMITED (MOGEL)** is in the business of Production, distribution and exhibition of films. MOGEL is focused to grow in Film Exhibition (Theatres) through an asset based ownership model. MOGEL is a BSE listed company. MOGEL shall develop their primary vertical of asset based exhibition and combining them with existing and new activities to build up a major integrated media and entertainment company which will be based on three central columns, namely,

1. Exhibition
2. Content provider and
3. Content distributors.

MOGEL is headquartered in Chennai.

#### 1.1 Significant Accounting Policies

##### 1.2 Basis of Preparation of financial statements

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2014] and other relevant provisions of the Act.

The financial statements have been prepared on the historical cost convention under accrual basis of accounting except for certain financial assets and liabilities (as per accounting policy below), which have been measured at fair value.

##### 1.3 Use of Estimates

The preparation of financial statements in conformity with the Indian GAPP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from these estimates. Any revisions to accounting estimates are recognized prospectively in the current and future periods.

##### 1.4 Inflation

Assets and liabilities are recorded at historical cost to the company. These costs are not adjusted to reflect the changing value in the purchasing power of the company.

##### 1.5 Property, Plant and Equipment

All items of Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation/ amortization and impairment, if any. Cost includes purchase price, taxes and duties, labour cost and directly attributable overheads incurred upto the date the asset is ready for its intended use. However, cost excludes Excise Duty, Value Added Tax to the extent credit of the duty or tax is availed of.

Subsequent costs are included in the asset's carrying amount or recognised as separate asset, as appropriate, only when it is probable that future economic benefit associated with the item flows to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repair and maintenance are charged to Profit and Loss during the reporting period in which they are incurred.

#### **1.6 Depreciation and Impairment of assets**

The useful life estimates prescribed in Part C of Schedule II to the Companies Act, 2013 are adhered to and depreciation is calculated on such assets on the basis of useful life estimates.

Depreciation is charged over the estimated life of the fixed assets on written down value method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013. Items costing less than Rs.5,000/- are fully depreciated in the year of purchase. For assets purchased/ sold during the year, depreciation is provided on pro rata basis by the company.

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or the cash generating unit ('CGU'). If such recoverable amount of the asset of the CGU to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of the profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the revised recoverable amount, subject to maximum of the depreciated historical cost.

In respect of intangible assets like rights for display of feature films through satellite, the cost of rights are written off uniformly over a maximum period of 10 years.

#### **1.7 Inventories**

Inventories are valued at cost or net realisable value whichever is lower. The Company amortizes a fixed portion of the cost of rights acquired for display of films through various media or through own production, in the year of first theatrical release of such films and the balance portion is amortized over a balance license period or based on management estimate of feature revenue potential, as the case may be.

Work-in-progress in respect of own production of movies is stated at cost. Cost comprises of movie production expenses incurred including salaries to artists and others and shooting expenses.

Cost of production of movies completed and not exploited are valued after considering a provision of 5% on the costs.

#### **1.8 Investments**

Investments expected to mature after twelve months are taken as non-current as long term investment and stated at cost. Provision is recognised only in case of diminution, which is otherwise only temporary in nature. Investments which is maturing within a period of three months from the date of acquisition are classified as cash equivalents if they are readily convertible into cash. All other investments are classified as current investments/ short term and are valued at lower of cost or net realizable value.

#### **1.9 Employee Benefits**

Contribution to Provident Fund and Earned Leave Encashment are accounted on actual liability basis. The liability in respect of Gratuity is not provided on actuarial valuation basis

#### **1.10 Revenue Recognition**

1. Revenue from theatrical exhibition is accounted on sale of tickets. The lease rent receivable on leasing

of theatre is accounted as per the terms of agreement entered into with the lessee for receipt of lease rent.

2. Revenue from distribution is recognised based on the agreements entered into. Minimum guarantee is charged off in the year in which agreement is entered into irrespective of the spill over of period over which revenue accrues to the enterprise.
3. Revenue from rights are recognised in the period in which agreements are entered into.
4. Revenue from production is recognised based on the nature of agreements – While Minimum Guarantee is recognised on release, For Advance based agreements revenue is recognised over the period in which it accrues to the enterprise.

#### **1.11 Cash Flow Statement**

Cash flow statement prepared under the Ind AS standard forms part of the financial statements.

#### **1.12 Contingencies and events occurring after the Balance Sheet date: NIL**

#### **1.13 Net Profit or Loss for the period, prior period items and changes in accounting policies**

(a) Net profit for the period: All items of income and expenses in the period are included in the determination of net profit for the period, unless specifically mentioned elsewhere in the financial statements or is required by an Accounting Standard.

(b) Prior period items – Licence Fees paid for acquiring the rights of software for production of films – Rs.150.00 lakhs.

(c) Changes in accounting policies: There are no significant changes in accounting policies of the company from that of the previous period.

#### **1.14 Borrowing Cost**

Finance charges in respect of production of film is capitalised as part of inventory cost till the time it is ready for release. Interest so capitalized during the period is Nil.

#### **1.15 Segment Reporting**

The Company has identified business segments as its primary segment. Business segments are primarily Exhibition, Distribution and Production of cinematograph films. Revenues and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary segments.

#### **1.16 Accounting for Government Grants**

The Company has not received any grants.

#### **1.17 Cash and Cash equivalents**

For the purpose of presentation in the cash flows, cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within current liabilities in the balance sheet.

#### **1.18 Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

### **1.19 Taxation**

Tax expenses are the aggregate of the current tax and deferred tax charged or credited in the Statement of profit and loss for the year. The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognised only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date. Deferred Tax Asset and Liability are netted off and disclosed in the balance sheet under the Head "Deferred Tax Asset/ Liability".

### **1.20 Provisions and Contingencies**

The Company recognizes provisions when there is present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. In cases where the available information indicates that the loss on the contingency is reasonably possible but the amount of loss cannot be reasonable estimated, a disclosure is made in the financial statements.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current management estimates. If it is no longer probable that the outflow of resources is not required to settle the obligation, the provision is reversed.

A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources.

When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are not recognised in the financial statements.

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**

**Other Notes forming part of the Financial Statements for the year ended March 31, 2022**

- Confirmation of balances relating to sundry debtors, sundry creditors, loans and advances have not been obtained. The management is of the opinion that values of the loans and advances, sundry debtors and inventories are realisable and no further provision is required for the same.
- Segment Reporting:** The Company has identified business segments as its primary segment. Business segments are primarily Exhibition, Distribution and Production of cinematograph films, audio and video programs. Revenues and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary segments.

Particulars	For the year ended 31 March, 2022			
	Business segments			Total
	Exhibition	Distribution	Production	
	`		`	`
Revenue	5,93,666	-	11,12,798	17,06,464
	(64,65,315)	(0)	(0)	(64,65,315)
Inter-segment revenue	-	-	-	-
	(-)	(-)	(-)	(-)
<b>Total</b>	<b>5,93,666</b>	<b>-</b>	<b>11,12,798</b>	<b>17,06,464</b>
	<b>(64,65,315)</b>	<b>(-)</b>	<b>(0)</b>	<b>(64,65,315)</b>
Expenses	6,53,79,307		81,46,183	7,35,25,490
	(7,62,29,605)	(-)		(7,62,29,605)
Segment result	<b>-6,47,85,641</b>	<b>-</b>	<b>-70,33,385</b>	<b>-7,18,19,026</b>
	<b>(-6,97,58,286)</b>	<b>(0)</b>	<b>(0)</b>	<b>(-6,97,58,286)</b>
Unallocable expenses (net)	-	-		-
				(0)
Operating income				<b>-7,18,19,026</b>
				<b>(-6,97,58,286)</b>
Other income (net)		-	-	2,73,06,131
				(3,002)
Exceptional Items				Nil
				Nil
Profit/ (Loss) before taxes				<b>-4,45,12,895</b>
				<b>(-6,97,61,288)</b>
Tax expense				Nil
				(Nil)
<b>Net Profit/ (Loss) for the year</b>				<b>-4,45,12,895</b>
				<b>(-6,97,61,288)</b>



Particulars	For the year ended 31 March, 2022			Total
	Business segments			
	Exhibition	Distribution	Production	
Segment assets		35,05,06,249		35,,05.06,249
Unallocable assets		(58,06,79,301)		-
Total assets				35,05,06,249 (58,06,79,301)
Segment liabilities	-	-	-	-
Unallocable liabilities				-
Total liabilities				77,40,55,827 (95,97,15,984)
				77,40,55,827 (95,97,15,984)

### 3. Disclosures under Micro, Small and Medium Enterprises Development Act, 2006

Sundry Creditors include amount due to SSI as on 31.03.2022 is **Nil** (Previous Year: **Nil**) based on the available information from Micro, Small and Medium Enterprises regarding their registration with Central/ State Government Authorities. The Company has not paid any interest during the year to any micro, small and medium enterprises as defined in the above Act.

(i) The principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	Nil	Nil
(ii) The amount of interest paid by the buyer in terms of Section 16 of the Act along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	Nil	Nil
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSME Development Act, 2006.	Nil	Nil
4. Foreign Exchange Inflow and Outflow:	<b>2021 -22</b>	<b>2020 - 21</b>
(i) CIF Value of Imports	Nil	Nil
(ii) Earnings in Foreign Exchange	Nil	Nil

5. Managerial remuneration paid during the year - Rs. **NIL** (Previous year: Rs. **NIL/-**)

### 6. Deferred Tax

Deferred Tax Asset on account of timing difference of depreciation on fixed assets and distribution rights written off as on 31.03.2022 is Rs. 5,76,39,013/- (Previous Year: Rs. 5,76,39,013/-).

**7. Related Party Disclosure:**

- a) Enterprises in which key Management personnel or their relatives have significant influence
- b) Key Management Personnel
- I. SURYARAJ KUMAR – Managing Director

**Related Party Transactions**

**Transactions with related parties**

PARTICULARS	TRANSACTION AMOUNT	NATURE OF TRANSACTION
<b>Key Management Personnel</b>		
SURYARAJ KUMAR	Rs Nil (Rs. Nil) Rs. 84,00,000/- (Rs. 73,49,456)	Managing Director remuneration  Amount payable to the Director
<b>Enterprise involving KMP</b>		

The figures in brackets are relating to previous years.

8. <b>Earnings per Share</b> (Both basic and diluted):	<b>2021 – 22</b>	<b>2020 – 21</b>
Net Loss after Tax for the year (Rs.)	4,45,12,895	6,97,61,288
Weighted No. of equity shares outstanding	1,47,20,000	1,47,20,000
Face value per equity share (Rs.)	10.00	10.00
Loss per Share (Rs.) (Basic and diluted)	3.02	4.74

9. Payment to Auditors		
Audit Fees (Current Year)	3,00,000	3,00,000
Other Matters	Nil	Nil

10. Corresponding figures for the previous year have been regrouped/ rearranged, wherever necessary to make them comparable with those of the current year. The figures are rounded to nearest rupees.

**11. Contingent Liabilities**

Claims against the company not acknowledged as debts (including civil & customer suits) in the normal course of business (to the extent ascertainable) for Rs. 5,70,00,000 pertaining to litigations filed against the company which are pending with various authorities/arbitration, Consumer Dispute Forums, Civil/High courts, claims of service providers not accepted by the company. There is no additional provision other than the amounts due as per books of accounts, is created as the Management is confident about the positive outcome of the litigation.

**12. ADDITIONAL REGULATORY DISCLOSURES AS PER SCHEDULE III OF COMPANIES ACT, 2013**

- (i) The Title deeds of Immovable properties are held in the name of the company.
- (ii) The Company does not have any investment property.
- (iii) As per the Company's accounting policy, Property, Plant and Equipment (including Right of Use Assets) and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.

- (iv) The Company has not granted any Loans or Advances in the nature of loan to promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments.
- (v) No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- (vi) The Company does not have any sanctioned facilities from banks on the basis of security of current assets.
- (vii) The Company has adhered to debt repayment and interest service obligations on time. Wilful defaulter related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- (viii) There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended March 31, 2022.
- (ix) Company does not have any requirement for filing registration or satisfaction of charges with Registrar of Companies. No registration or satisfaction is pending at the year ended 31st March 2022.
- (x) The Company does not have any investment in another company and hence reporting on compliance with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.
- (xi) No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.
- (xii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiary
- (xiii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (xiv) The Company has not operated in any crypto currency or Virtual Currency transactions
- (xv) During the year the Company has not disclosed or surrendered, any income other than the income recognised in the books of accounts in the tax assessments under Income Tax Act, 1961.

### 13. KEY FINANCIAL RATIOS

S. No	Particulars	As at 31-03-2022	As at 31-03-2021	Variance (%)
1	Current ratio (Current Asset/ Current Liabilities)	2.47	3.28	-24%
2	Debt-Equity ratio	3.80	3.03	25%
3	Debt service coverage ratio	NA	NA	NA
4	Return on equity (PAT/ Avg shareholders fund) [Note 1]	-11.09%	-20.27%	45%
5	Inventory turnover ratio	NA	NA	NA

6	Debtors turnover ratio (Annual turnover/ Average debtors)(Note-3)	0.16	0.32	48%
7	Trade payables turnover ratio (Purchases/ Average trade payables) [Note-4]	0.26	0.14	85%
8	Net capital turnover ratio (Sales/ (Current Asset- Current Liabilities))	0.04	0.04	-
9	Net profit ratio (PAT/ Sales) [Note 1]	-2608%	-1079%	-142%
10	Return on Capital employed (EBIT/ (BV of Equity) [Note 1]	-7.64%	-11.35%	32%
11	Return on Investment (EBIT/ Total Assets)[Note 1]	-10.47%	-18.39%	43%

1. Reduced losses in the current year.
2. The Company is operating in entertainment sector, therefore Inventory turnover ratio is not applicable.
3. Debtors value reduced in current year.
4. Liabilities written off during the year

For Mediaone Global Entertainment Ltd

For VIVEKANANDAN ASSOCIATES

Chartered Accountants,  
FRN 005268 S

Sd/-

Sd/-

Sd/-

Suryaraj Kumar  
Managing Director  
DIN - 00714694  
Chennai  
Date: May 28, 2022

Timothy Alfred Joseph Moses  
Director  
DIN - 01921176

R. LAKSHMINARAYANAN  
Partner  
M No 204045  
UDIN: 22204045AONKRX1690

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**BALANCE SHEET AS AT MARCH 31, 2022**

(Amount in Rupees)			
	Notes	As at 31-03-2022	As at 31-03-2021
<b>ASSETS</b>			
<b>Non-Current assets</b>			
Property, Plant & Equipment	2	23,201,496	24,077,840
Capital work-in-progress	2		
Other intangible assets	2	188,741,753	251,664,288
Financial assets			
i. Investments	3	-	-
ii. Loans	4	1,212,413	1,212,413
iii. Others (Bank deposits)			
Deferred Tax asset		57,639,012	57,639,012
		<u>270,794,674</u>	<u>334,593,553</u>
<b>Current Assets</b>			
<b>1) Exhibition</b>		0	0
<b>2) Distribution</b>			
Inventories	5	0	0
Financial assets			
i. Trade receivables	6	742,349	20,050,388
ii. Cash and Cash equivalents	7	222,447	342,423
iii. Loans	8	64,219,403	219,311,745
Current tax assets(Net)			
Other current assets			
<b>3) Production</b>		14,527,376	6,381,192
		<u>79,711,575</u>	<u>246,085,748</u>
<b>Total Assets</b>		<u>350,506,249</u>	<u>580,679,301</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	9	147,200,000	147,200,000
Other equity	10	-570,749,578	-526,236,683
		<u>-423,549,578</u>	<u>-379,036,683</u>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	11	335,275,202	285,017,338
Provisions	12	-	1,141,379
Deferred tax liabilities(net)			
Other non-current liabilities	13	406,493,750	598,610,886
		<u>741,768,952</u>	<u>884,769,603</u>
<b>Current liabilities</b>			
Financial liabilities			
i. Borrowings	14	-	-
ii. Trade payables		15,459,086	47,006,893
iii. Other financial liabilities			
Provisions	15	15,063,622	25,578,607
Other current liabilities	16	1,764,167	2,360,880
		<u>32,286,875</u>	<u>74,946,381</u>
Total liabilities		<u>774,055,827</u>	<u>959,715,984</u>
Total equity and liabilities		<u>350,506,249</u>	<u>580,679,301</u>
Significant accounting policies	1		

See accompanying notes to financial statements

In Terms of our report of even date

**For Viveknanda Associates**

**On Behalf of the Company**

**Chartered Accountants**

FRN 005268 S

sd/-

R. LAKSHMINARAYAN, Partner  
M No. 204045  
UDIN:22204045AONKRX1690  
Date: May 28, 2022, Place: Chennai

sd/-

Suryaraj Kumar  
Managing Director  
DIN - 00714694

sd/-

Timothy Alfred Joseph Moses  
Director  
DIN - 01921176

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022**

		(Amount in Rupees)	
	Note No.	Year ended 31-03-2022	Year ended 31-03-2021
I Revenue from Operations	15	1,706,464	6,465,315
II Other Income	16	27,306,131	3,002
<b>III Total Income</b>		<b>29,012,595</b>	<b>6,468,317</b>
<b>IV Expenses:</b>			
<b>1) Exhibition</b>			
Cost of material consumed			
Purchase of stock in trade	17	337,000	293,000
Change in inventories of finished goods, stock-in-trade, work-in-progress	18	-8,146,183	-6,381,192
Employee benefit expense	19	2,065,610	1,489,113
Finance costs	20	177,896	61,627
Depreciation and amortisation expense	2	63,851,063	63,648,686
Other expenses	21	15,240,104	17,024,931
<b>2) Distribution</b>		-	93,440
<b>3) Production</b>		NIL	NIL
<b>Total expenses</b>		<b>73,525,490</b>	<b>76,229,605</b>
V Profit before exceptional items and tax		(44,512,895)	(69,761,288)
VI Exceptional items		-	-
VII Profit before tax		(44,512,895)	(69,761,288)
VIII Tax expense			
i) Current tax		-	-
ii) Tax relating to earlier years		-	-
iii) Deferred tax		-	-
<b>IX Profit for the year(VII-VIII)</b>		<b>(44,512,895)</b>	<b>(69,761,288)</b>
X Other comprehensive income			
A. Items that will not be reclassified to profit or loss:			
Remeasurements of post employment benefit obligations		-	-
Change in fair value of equity instruments		-	-
Income tax relating to these items		-	-
B. Items that will be reclassified to profit or loss:			
Fair value changes on cash flow hedges		-	-
Income tax relating to these items		-	-
Other comprehensive income for the year, net of tax		-	-
<b>XI Total comprehensive income for the year</b>		<b>(44,512,895)</b>	<b>(69,761,288)</b>
<b>XII Earnings per equity share</b>			
<b>Basic &amp; Diluted Earnings per share</b>		<b>(3.02)</b>	<b>(4.74)</b>

See accompanying notes to financial statements  
In Terms of our report of even date  
For Vivekananda Associates  
Chartered Accountants  
FRN 005268 S

sd/-

**R. LAKSHMINARAYANAN**  
**Partner**

**M No. 204045**

UDIN: 22204045AONKRX1690

Date: May 28, 2022

Place: Chennai

sd/--

**Suryaraj Kumar**  
**Managing Director**

**DIN - 00714694**

sd/-

**Timothy**  
**Alfred**

**Director**

**DIN - 01921176**

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2022**

	Year ended 31-03-2022	Year ended 31-03-2021
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax and Extraordinary Items	(44,512,895)	(69,761,288)
Add:		
Depreciation and Amortisation for the year	63,851,063	63,648,686
Loss on sale of fixed assets	-	-
Interest paid	-	-
Provision	-	-
Operating Profit before Changes in Working Capital	19,338,168	(6,112,602)
<b>(Increase)/ Decrease in Working Capital</b>		
Inventories	(8,146,183)	(6,381,192)
Sundry Debtors	19,308,039	918,786
Loans and Advances	155,092,342	(24,394,078)
Other current assets	-	-
Trade payables	(31,547,807)	(3,313,162)
Current Liabilities	(12,253,078)	(60,561,223)
Other financial liabilities		
	122,453,312	(93,730,871)
Cash generated from operations	141,791,481	(99,843,473)
Direct taxes paid	-	-
<b>Net Cash Flow from Operating Activities (A)</b>	141,791,481	(99,843,473)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(52,184)	(101,370)
Sale of Fixed Assets	-	-
Sale of Subsidiary	-	-
<b>Net Cash Flow from Investing Activities (B)</b>	(52,184)	(101,370)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Borrowings:		
Term loan availed/ (repaid)	-	0
Loans(given)/ received back	-	0
Short-Term Borrowings availed/(repaid)	(141,859,272)	100,065,684
Finance cost paid		0
Dividend and dividend tax paid		0
<b>Net Cash Flow from Financing Activities (C)</b>	(141,859,272)	100,065,684
<b>Total (A+B+C)</b>	<b>(119,975)</b>	<b>120,841</b>
Cash and Cash Equivalents at the Beginning of the year	342,423	221,581
Cash and Cash Equivalents at the end of the year	222,447	342,423
<b>D. Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>(119,975)</b>	<b>120,841</b>

See accompanying notes to financial statements

In Terms of our report of even date

**For VIVEKANANDA ASSOCIATES**

**Chartered Accountants**

FRN 005268 S

On Behalf of Board of Directors

sd/-

**R. LAKSHMINARAYANAN**

Partner

**M No. 204045**

UDIN: 22204045AONKRX1690

Date: May 28, 2022

Place: Chennai

sd/-

**Suryaraj Kumar**

**Managing**

**Director DIN -**

00714694

sd/-

**Timothy Alfred Joseph Moses**

**Director**

DIN - 01921176



**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Statement of Change in Equity for the year ended March 31, 2022**

<b>a. Equity Share Capital</b>	<b>Rupees</b>
<b>As at 01-04-2020</b>	147,200,000
Change in equity share capital	-
<b>As at 31-03-2021</b>	147,200,000
Change in equity share capital	-
<b>As at 31-03-2022</b>	<b>147,200,000</b>

**b. Other Equity**

Particulars	Reserves & Surplus		
	Retained Earnings	General Reserve	Share Premium
Balance as on 01-04-2018	(524,521,239)	359,531,498	59,500,000
Add: Loss for the year 2018-19	(73,585,543)		
Add:Additions during the year 2018-19	-	-	-
Less: Deductions during the year 2018-19	-	-	-
<b>Balance as at 31-03-2019</b>	<b>(598,106,782)</b>	<b>359,531,498</b>	<b>59,500,000</b>
Add: Loss for the year 2019-20	(277,400,110)		
Add:Additions during the year 2019-20	-	-	-
Less: Deductions during the year 2019-20	-	-	-
<b>Balance as at 31-03-2020</b>	<b>(875,506,893)</b>	<b>359,531,498</b>	<b>59,500,000</b>

**Other Equity**

Particulars	Reserves & Surplus		
	Retained Earnings	General Reserve	Share Premium
Balance as on 01-04-2020	(875,506,893)	359,531,498	59,500,000
Add: Loss for the year 2020-21	(69,761,288)	-	
Add:Additions during the year 2020-21	-	-	-
Balance as on 31-03-2021	(945,268,181)	359,531,498	59,500,000
Add: Loss for the year 2021-22	(44,512,895)		
Add:Additions during the year 2021-22	-	-	-
Less: Deductions during the year 2021-22	-	-	-
<b>Balance as at 31-03-2022</b>	<b>(989,781,076)</b>	<b>359,531,498</b>	<b>59,500,000</b>
Add: Loss for the year 2020-21	-		
Add:Additions during the year 2020-21	-	-	-
Less: Deductions during the year 2020-21	-	-	-
<b>Balance as at 31-03-2021</b>	<b>(989,781,076)</b>	<b>359,531,498</b>	<b>59,500,000</b>
Add: Loss for the year 2021-22	(44,512,895)		
Add:Additions during the year 2021-22	-	-	-
Less: Deductions during the year 2021-22	-	-	-
<b>Balance as at 31-03-2022</b>	<b>(1,034,293,971)</b>	<b>359,531,498</b>	<b>59,500,000</b>

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Balance Sheet for the year ended March 31, 2022**

**2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS**

Description	Property, Plant & Equipment									Other Intangible		
	Land	Buildings	Plant and Equipment (13.91%)	Plant and Equipment (20%)	Furniture and Fixtures	Vehicles	Office equipment	Computer	Total	Computer Software	Rights	Total intangible assets
	1	2	3	4	5	6	7	8	9	10	11	12
Cost of assets												
<b>Gross carrying value</b>												
as at 01-04-2021	11,602,222	28,313,667	941,750	1,317,518	6,440,130	1,229,095	2,168,167	1,934,720	53,947,269	370,280	2,019,597,342	2,019,967,622
Additions	-	-	28,530	-	-	-	7,654	16,000	52,184	-	-	-
Sub total	11,602,222	28,313,667	970,280	1,317,518	6,440,130	1,229,095	2,175,821	1,950,720	53,999,453	370,280	2,019,597,342	2,019,967,622
Sales/deletion	-	-	-	-	-	-	-	-	-	-	-	-
<b>Upto 31.03.2022</b>	11,602,222	28,313,667	970,280	1,317,518	6,440,130	1,229,095	2,175,821	1,950,720	53,999,453	370,280	2,019,597,342	2,019,967,622
<b>Depreciation/Amortisation</b>												
Up to 31.03.2021	-	16,751,384	257,284	1,317,518	6,398,055	1,171,416	2,112,089	1,861,683	29,869,429	343,310	1,767,960,024	1,768,303,334
For the year	-	712,429	192,267	-	-	-	12,050	11,782	928,528	13,206	62,909,329	62,922,535
Sub total	-	17,463,813	449,551	1,317,518	6,398,055	1,171,416	2,124,139	1,873,465	30,797,957	356,516	1,830,869,353	1,831,225,869
Withdrawn on assets sold/deleted	-	-	-	-	-	-	-	-	-	-	-	-
<b>Upto 31.03.2022</b>	-	17,463,813	449,551	1,317,518	6,398,055	1,171,416	2,124,139	1,873,465	30,797,957	356,516	1,830,869,353	1,831,225,869
<b>Carrying value</b>												
<b>As at 31-03-2022</b>	11,602,222	10,849,854	520,729	-	42,075	57,679	51,682	77,255	23,201,496	13,764	188,727,989	188,741,753
<b>As at 31-03-2021</b>	11,602,222	12,274,712	684,466	-	42,075	57,679	56,078	73,037	24,790,269	26,970	251,637,318	251,664,288

Item Purchased	Date	Amount	Depreciation	Year end date	Useful life	Rate used
1 Airconditioner	7/25/2021	28,530	1,849	3/31/2022	10	9.50%
2 Computer	12/29/2021	16,000	1,277	3/31/2022	3	31.67%
3 Water Dispenser	9/1/2021	7,654	841	3/31/2022	5	19.00%

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Balance Sheet for the year ended March 31, 2022**

**3 INVESTMENTS**

SI No	Particulars	Subsidiary/ associates	No of shares		As at 31.03.2020	Face Value	Currency	Rupees		
			As at 31.03.2022	As at 31.03.2021				As at 31.03.2021	As at 31.03.2020	As at 31.03.2019
1	<b>Investment in Equity Instruments (Unquoted):</b>									
(i)	Mediaone Global UK Limited	Subsidiary		-	-	10	INR	-	-	79,000
	Total Value of Equity Instruments							-	-	79,000
	<b>Total</b>							-	-	79,000
	Aggregate amount of quoted investments							-	-	-
	Aggregate amount of unquoted investments							-	-	79,000
	<b>Total</b>							-	-	79,000

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Balance Sheet for the year ended March 31, 2022**

	As at 31.03.2022	As at 31.03.2021
<b>4 LOANS</b>		
(A) Loans and Advances to Related Parties	-	-
(B) Security Deposits(Unsecured, Considered good)	1,212,413	1,212,413
<b>Total (A+B)</b>	<u>1,212,413</u>	<u>1,212,413</u>
<b>(C) Other Loans and Advances</b>		
Unsecured, Considered good	-	-
Income Tax Payments	-	-
<b>Total (C)</b>	<u>-</u>	<u>-</u>
<b>Total (A+B+C)</b>	<u><u>1,212,413</u></u>	<u><u>1,212,413</u></u>
<b>5 INVENTORIES</b>		
a) Stock-in-Trade		
Stock of Movies / Serials and Programmes - Rights /		
Stock of Audio / CD Cassettes	293,000	293,000
(The Stock-in-trade are valued at lower of cost and net realisable value).		
b) Work-in-Progress (WIP)		
Feature Films	14,234,376	6,088,192
	<u><b>14,527,376</b></u>	<u><b>6,381,192</b></u>
<b>6 Trade Receivables</b>		
Secured, Considered good		
Unsecured, Considered good	742,349	20,050,388
Doubtful		
	<u>742,349</u>	<u>20,050,388</u>
Less: Allowance for bad and doubtful debts	-	-
	<u><b>742,349</b></u>	<u><b>20,050,388</b></u>
<b>7 Cash And Cash Equivalents</b>		
Balance with Banks in Current accounts	221,471	338,759
Cash on hand	976	3,664
	<u><b>222,447</b></u>	<u><b>342,423</b></u>
<b>8 Loans - Financial Asset- Current</b>		
Others	1,167,262	-
Unsecured, considered good	63,052,141	219,311,745
	<u>64,219,403</u>	<u>219,311,745</u>

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Balance Sheet for the year ended March 31, 2022**

**9 EQUITY SHARE CAPITAL**

**(a) Authorised, issued, subscribed and fully paid up**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Number	Rupees	Number	Rupees
<b>Authorised:</b>				
Equity Shares of Rs.10 each	32,000,000	320,000,000	32,000,000	320,000,000
<b>(b) Issued, Subscribed and Fully paid up :</b>				
Equity Shares of Rs.10 each	14,720,000	147,200,000	14,720,000	147,200,000
Equity Shares of Rs.10 each				
	<b>14,720,000</b>	<b>147,200,000</b>	<b>14,720,000</b>	<b>147,200,000</b>

**(b) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Number	Rupees	Number	Rupees
Number of shares outstanding as at the beginning of the year	14,720,000	147,200,000	14,720,000	147,200,000
Shares issued during the year				
<b>Number of shares outstanding as at the end of the year</b>	<b>14,720,000</b>	<b>147,200,000</b>	<b>14,720,000</b>	<b>147,200,000</b>

(c ) (i) Rights and preferences attached to equity share

Every shareholder is entitled to such rights as to attend and vote at the meeting of the shareholders to receive dividends distributed and also has a right in the residential interest of the assets of the Company. Every shareholder is also entitled to right of inspection of documents as provided in the Companies Act, 2013.

(ii) There are no restrictions attached to equity shares.

**(d) Shareholder holding more than 5% shares at the end of the year**

Name of the shareholder	Class of shares	As at March 31, 2022	Class of shares	As at March 31, 2021
Sripathee Investments P Ltd	Equity	7,715,170	Equity	7,715,170
BMFI Limited	Equity	1,500,000	Equity	1,500,000
General Ventures Limited	Equity	1,100,000	Equity	1,100,000
Rollmar	Equity	1,400,000	Equity	1,400,000

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Balance Sheet for the year ended March 31, 2022**

**10 Reserves and Surplus**

	As at 31-03-2022	As at 31-03-2021
Share Premium	59,500,000	59,500,000
General Reserve	359,531,498	359,531,498
Profit & Loss A/c	(989,781,076)	(945,268,181)
	<b>(570,749,578)</b>	<b>(526,236,683)</b>

**11 Non-Current Liabilities - Financial Liabilities- Borrowings**

	As at 31-03-2022	As at 31-03-2021
Loans and advances from Related Parties	-	-
Others	335,275,202	285,017,338
	<b>335,275,202</b>	<b>285,017,338</b>

**12 Provisions**

	As at 31-03-2022	As at 31-03-2021	As at 31-03-2019	
		Current	Current	Non-Current
Provision for Gratuity	-	-	-	1,141,379
	-	-	-	1,141,379

**13 Other non-current liabilities**

	As at 31-03-2022	As at 31-03-2021
Others	406,493,750	598,610,886
	<b>406,493,750</b>	<b>598,610,886</b>

**14 Borrowings**

Other Loans and advances	-	-
	-	-

**15 Short-term Provisions**

Salary & Reimbursements	1,397,671	1,393,000
Provision for tax	13,665,951	24,185,607
	<b>15,063,622</b>	<b>25,578,607</b>

**16 Other current liabilities**

Others – Advance from customer, Audit fee, Rent, Service tax and TDS	1,764,167	2,360,880
	<b>1,764,167</b>	<b>2,360,880</b>

Related party  
TRIGON ENGINEERS PRIVATE LIMITED  
RITESTONE SOLUTIONS PRIVATE LIMITED  
-

**MEDIAONE GLOBAL ENTERTAINMENT LIMITED**  
**Notes to Statement of Profit and Loss for the year ended March 31, 2022**

	Rs. Year ended 31.03.2022	Rs. Year ended 31.03.2021
<b>15 REVENUE FROM OPERATIONS</b>		
(i) Sales/ Services Income	1,112,798	4,810,315
Other Operative income	593,666	1,655,000
	<b>1,706,464</b>	<b>6,465,315</b>
<b>16 OTHER INCOME</b>		
(i) Other non-operative income		
(ii) Discount received	400	3,002
(ii) Liabilities not payable written back	27,305,731	-
(iii) Net gain/loss on sale of assets	-	-
	<b>27,306,131</b>	<b>3,002</b>
<b>17 Purchase of stock in trade</b>		
Programs, Rights & Telecast Fees	337,000	293,000
	<b>337,000</b>	<b>293,000</b>
<b>18 Change in Inventory of Finished Goods</b>		
Opening stock of Finished Goods/ Work-in-Progress	6,381,192	-
Closing Stock of Finished Goods/ Work-in-Progress	14,527,376	6,381,192
	<b>-8,146,183</b>	<b>-6,381,192</b>
<b>19 Employee Benefit Expenses</b>		
Salaries & wages	2,030,500	1,483,323
Director Remuneration	-	-
Staff Welfare Expenses	35,110	5,790
	<b>2,065,610</b>	<b>1,489,113</b>
<b>20 Finance Cost</b>		
Bank Charges	44,936	45,627
Interest expenses	132,960	16,000
	<b>177,896</b>	<b>61,627</b>
<b>21 Other expenses</b>		
Audit Fees	300,000	300,000
Annual Subscription Fees	18,000	135,000
Theatre Maintenance/Exhibition Expenses	75,000	155,770
New Project Expenses	7,809,183	6,582,192
Electricity Charges	68,575	97,643
Rent, Rates & Taxes	577,135	584,000
Listing fees	2,104,500	355,500
Hotel Expenses	-	14,747
Professional & Consultancy Charges	136,000	285,859



Legal Charges	1,816,400	315,000
Publicity Expenses	149,818	4,252,241
Postage & Courier	6,500	2,076
You tube channel Expenses	388,756	1,789,441
Repairs & Maintenance	306,728	754,822
Telephone Expenses	138,075	98,942
Travelling & Conveyance Expenses	143,731	133,941
Web Designing & Maintenance Expenses	30,000	35,800
E filing & DSC charges	205,000	481,900
Business Promotion	25,000	50,000
Office Maintenance	39,406	83,464
Commission	100,400	356,430
Retainer Fee	400,000	-
Miscellaneous expenses	121,238	83,784
Pooja expenses	7,500	3,000
Printing & Stationery	9,483	21,120
Annual Custodial charges	211,216	-
Medical Expenses	52,460	52,260
	<b>15,240,104</b>	<b>17,024,931</b>

#### **Miscellaneous expenses**

Miscellaneous Expenses		2,640
Food Expenses		1,937
WiFi Dongle Received		508
GO QII - Accessory - Bosch		1,856
HDMI to VGA cable cost		350
Service Charges	23,770	
Little iant Gold - Stabiliser		1,356
TDS Filing Charges	16,595	
Poster and Pasting Expenses		60,900
Round off Expenses	-16	3
Vertical Blinds		6,480
WD4 TB My Book Essential	49,279	7,754
	<b>89,628</b>	<b>83,784</b>