

Date: 08.09.2021

To,  
The Listing Compliance  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051

**SYMBOL: BTML**

**Subject: Submission Of Annual Report Of 8th Annual General Meeting For Financial Year ended 31<sup>st</sup> March, 2021 To Be Held On 30<sup>th</sup> September, 2021- Regulation 34 Of The SEBI (Listing Obligations And Disclosure Requirements), Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the Provisions of Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclose herewith 8<sup>th</sup> Annual Report with the Notice of 8<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, 30<sup>th</sup> September, 2021 for the Financial Year ended on 31<sup>st</sup> March, 2021.

Kindly take the same on your records.

Thanking You.

Yours Truly,

For **BODHI TREE MULTIMEDIA LIMITED**

Digitally signed  
by MAUTIK TOLIA  
Date: 2021.09.08  
11:56:50 +05'30'



**MAUTIK AJIT TOLIA**  
**MANAGING DIRECTOR**  
**DIN: 06586383**



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## **BODHI TREE MULTIMEDIA LIMITED**

507, 5<sup>TH</sup> Floor, Reliable Business Centre Commercial premises Co op Soc. Ltd. Anand Nagar,  
Opp Heera panna Shopping Centre, Oshiwara, Jogeshwari (west), Mumbai 400102  
Tel.: 022-40101293 Email: [info@bodhitreemultimedia.com](mailto:info@bodhitreemultimedia.com) [www.bodhitreemultimedia.com](http://www.bodhitreemultimedia.com)

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# ANNUAL REPORT

BODHI TREE MULTIMEDIA LIMITED

2021



CIN:U22211MH2013PLC245208

Registered Address: 507, Reliable Business Centre  
Jogeshwari (West) Mumbai 400102.

Tel: +91-22-40101293

Website: [www.bodhitreemultimedia.com](http://www.bodhitreemultimedia.com) Email:  
[info@bodhiTreemultimedia.com](mailto:info@bodhiTreemultimedia.com)



## CORPORATE INFORMATION

<b>BOARD OF DIRECTORS</b>  Mautik Ajit Tolia Managing Director  Sukesh Devdas Motwani Wholetime Director  Uma Chidambaram Krishnan Non-Executive Independent Director  Saloni Sunil Kapadia Non-Executive Independent Director  Nutan Jha Non-Executive Independent Director	<b>REGISTERED OFFICE</b> 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102  <b>STATUTORY AUDITORS</b> M/s S A R A & Associates, Chartered Accountants 202, 2nd Floor, May Bldg, 297/299/301 Princess Street, Near Marine Line Flyover, Mumbai - 400 002  <b>INTERNAL AUDITOR</b> S Khasgiwala & Co, Chartered Accountants Add:B-715, Jaswanti Allied Business Centre, Ramchandra Lane, Kanchpada, Malad West, Mumbai – 400 064  <b>SECRETARIAL AUDITOR</b> M/s Brijesh Shah & Co. Company Secretaries A-201, 2nd Floor, New Pallavi Apt, Bhayandar West, Thane 401101.
<b>KEY MANAGERIAL PERSONNEL</b>  Saloni Jain Company Secretary & Compliance Officer  Ravi Bhavanishankar Bhatt Chief Financial Officer	<b>REGISTRAR AND TRANSFER AGENT</b> Bigshare Services Private Limited E/2, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri East, Mumbai – 400072.  <b>INVESTOR CELL CONTACT DETAILS</b>  Saloni Jain Company Secretary & Compliance Officer Tel: 022 40101293 Email id: info@bodhitreemultimedia.com

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## **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 8<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF BODHI TREE MULTIMEDIA LIMITED WILL BE HELD ON THURSDAY 30<sup>TH</sup> SEPTEMBER 2021 AT 11.30 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 507, RELIABLE BUSINESS CENTRE JOGESHWARI (WEST) MUMBAI 400102 TO TRANSACT THE FOLLOWING BUSINESS:**

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### **ORDINARY BUSINESS:**

#### **Item No. 1 Adoption of financial statements:**

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended on that date and the Reports of the Directors and the Auditors thereon

#### **Item No. 2 To confirm the payment of Interim Dividends on Equity Shares for the financial year 2020-21.**

#### **Item No. 3 (i) To re-appoint Mr. Mautik Ajit Tolia (DIN: 06586383) who retires by rotation & being eligible offers himself for re-appointment as Director:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT**, pursuant to the provisions of Section 152 (6) and other applicable provisions of the Companies Act, 2013 Mr. Mautik Ajit Tolia (DIN: 06586383) who retires by rotation & being eligible offers himself for re-appointment as Director, be and is hereby re- appointed as a Director liable to retire by rotation.”

#### **Item No. 3 (ii) To re-appoint Mr. Sukesh Devdas Motwani (DIN: 06586400) who retires by rotation & being eligible offers himself for re-appointment as Director:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT**, pursuant to the provisions of Section 152 (6) and other applicable provisions of the Companies Act, 2013 Mr. Sukesh Devdas Motwani (DIN: 06586400) who retires by rotation & being eligible offers himself for re-appointment as Director, be and is hereby re-appointed as a Director liable to retire by rotation.”

By order of the Board  
For Bodhi Tree Multimedia Limited  
Sd/-  
Mr. Mautik Ajit Tolia  
Chairman & Managing Director  
DIN 06586383

Date: 07th September 2021  
Place: Mumbai

## **NOTES: -**

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. In terms of the provisions of section 152 of the Companies Act, 2013, Mr. Mautik Ajit Tolia, Managing Director & Mr. Sukesh Devdas Motwani Wholetime Director retires by rotation & being eligible offers herself for re-appointment as Director at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re-appointment at the ensuing meeting are provided in the Notice.
6. The cutoff date for dispatch of Annual Reports to shareholders is **08th September 2021**.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Friday, 24<sup>th</sup> September 2021 to Thursday, 30th September 2021** (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2021.
8. Notice of the AGM along with the Annual Report 2020-2021 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-2021 will also be available on the Company's website [www.bodhitreemultimedia.com](http://www.bodhitreemultimedia.com) website of the Stock Exchange, i.e. on NSE - National Stock Exchange of India Ltd at [www.nseindia.com](http://www.nseindia.com). For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
9. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
10. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
12. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling / varying nomination pursuant to the Rule

19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.

13. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 08th AGM of the Company.

14. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.

15. The Route map to the venue of the AGM is published in the Annual Report.

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Mautik Ajit Tolia	Sukesh Devdas Motwani
Date of Birth	07/08/1978	21/11/1974
Date of appointment	04/07/2013	04/07/2013
Expertise in specific functional area	He has more than 20 years of vast and varied experience in media and entertainment sector	He has rich experience of 20 years in the media and Entertainment field.
Qualifications	BA in Economics, Mumbai MA in Media Communication Studies, UK Msc Econ – International Politics, UK PLAM (Program on Leading And Managing), IIM Kolkata	Bachelor of Engineering (Electronics)
Other Companies in which Directorship is held as on March 31, 2021	Sumukha Bodhitree Entertainment Private Limited	Nil
Chairman of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	Nil	Nil
Members of Committees formed by Board of Other Companies on which he is a Director as on March 31, 2021	2	1
Shareholding in the Company as on March 31, 2021	854995 Equity Shares	5000 Equity Shares

By order of the Board  
For Bodhi Tree Multimedia Limited  
Sd/-

Mr. Mautik Ajit Tolia  
Chairman & Managing Director  
DIN 06586383

Date: 07th September 2021  
Place: Mumbai



## DIRECTOR'S REPORT

Dear Members,

The Board of Directors ("Board") of **Bodhi Tree Multimedia Limited** ("The Company") with immense pleasure present their Report on the business and operations of your company together with the audited financial statements for the financial year ended 31st March, 2021.

## OPERATING RESULTS

The operating results of the Company for the year ended 31st March, 2021 are as follows

Amount in Rs.

Particulars	Year ended 31st March, 2021 (Standalone)	Year ended 31st March, 2020 (Standalone)	Year ended 31st March, 2021 (Consolidated)	Year ended 31st March, 2020 (Consolidated)
Revenue from Operations	35,98,19,938	27,46,52,466	35,98,19,938	27,46,52,466
Profit before tax from continuing operations	3,28,06,337	3,72,03,035	3,27,99,604	3,72,03,035
Tax Expenses (Including Deferred Tax)	78,79,321	12,94,956	78,79,321	12,94,956
Profit after Tax	2,49,27,016	3,59,08,079	2,49,20,283	3,59,08,079
Total Comprehensive Income for the year	2,49,27,016	3,59,08,079	2,49,20,283	3,59,08,079

## STATE OF AFFAIRS/ COMPANY'S PERFORMANCE

During the year under review, your company achieved total revenue from operations of Rs. 35,98,19,938/- (previous year Rs. 27,46,52,466) resulting in increase over the previous year.

The profit after tax (including other comprehensive income) is at Rs. 2,49,27,016 (previous year Rs. 3,59,08,079/-).

The current year has been unprecedented with the Covid pandemic affecting the entire world. Its impact has been on every aspect of our life which has been constrained in terms of movement, social interaction, mobility of work and numerous other aspects. Global solutions were required to ensure return to efficient management of business.

## DIVIDEND

The Board of Directors had declared an interim dividend of Re. 10/- per equity share amounting to Rs. 11,75,640/- on the paid-up share capital.

The said interim dividend was paid to all the shareholders in January 2021.

## TRANSFER TO RESERVES

No amount has been transferred to reserves and the profit for the year has been retained in the profit and loss account.

## TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provision of Section 125 of Companies Act, 2013 is not applicable as the Company did not declare any dividend in the previous years.

## **SHARE CAPITAL**

During the year under review, there is no change in the Authorised Capital structure of the Company.

During the year under review the Company has

1. Issued 6,00,000 Equity Shares of Rs. 10 each for Cash on preferential allotment basis: &
2. Issued 3,90,000 Equity Shares having face value of Rs. 10 each for cash at a price of Rs. 95 per Equity Share including a Premium of Rs. 85 per Equity Share by Issue to public in terms of this Prospectus.

## **INITIAL PUBLIC OFFER & CONSEQUENT LISTING OF SHARES ON SME EXCHANGE OF BSE LIMITED**

The Company made initial Public Offer (IPO) for 3,90,000 Equity Shares having face value of Rs. 10/- each for cash at a price of Rs. 95 per Equity Share including a Premium of Rs. 85 per Equity Share. Your Directors are pleased to inform you that the Company's securities have been listed on the SME Platform of National Stock Exchange of India Limited with effect from 21-Oct-2020.

## **LISTING OF EQUITY SHARES**

The securities of the Company are listed on the SME Platform of National Stock Exchange. Further, the Company has no equity shares carrying differential voting rights.

## **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

During the year under review, your Company has not made any investment, given any loan or guarantee falling within the meaning of section 186 of the Companies Act, 2013 and the rules made there under.

## **PUBLIC DEPOSITS**

During the year under review your company has not accepted any deposits falling within the meaning of Section 73 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY**

During the year, the Company had not entered into any contract/arrangement/transactions with related parties which could be considered as material. All transactions entered into with Related Parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business do not attract the provisions of Section 188 of the Companies Act, 2013.

The related party transactions as approved by the Board are disclosed in **ANNEXURE I**.

## **SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES**

M/s. Phataka Films LLP is the Joint Venture of the Company. The Consolidated Financial Statement of your Company form part of this Annual Report. Annual Report of your Company does not contain the Financial Statements of its Joint Venture. The Audited Annual Accounts and related information of the Company's Joint Venture will be made available upon request. Statement containing salient features of the financial statement of Joint Venture are disclosed in **ANNEXURE I**.

## **RISK MANAGEMENT**

Risk management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events. The company has initiated a process of preparing a comprehensive risk assessment and minimization procedures. The major risks are being identified by the company in



areas of operations, financial processes, human resources and statutory compliance.

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

Your Company has always provided a safe and harassment free workplace for every individual especially for women in its premises through various policies and practices. Your company has been actively involved in ensuring that the clients and all the employees are aware of the provisions of the POSH Act and rights thereunder. There was no complaint received by the Company during the financial year 2020-2021 under the aforesaid Act.

### **NUMBER OF BOARD MEETINGS DURING THE YEAR**

During the year under review, 13 meetings of the board were held in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on Board Meeting.

### **COMMITTEES OF THE BOARD**

#### **BOARD OF DIRECTORS**

As on 31st March 2021, the Board of the Company consisted of 5 Directors and 2 Key managerial Personnel. Accordingly, the composition of the Board is in conformity with Regulation 17 of the Listing Regulations.

The composition of the Board of Directors and Inter-se Relationships amongst Directors is as on 31st March 2021 is summarized below: -

Sr. No.	Name of Director	Designation	Relationships between directors inter-se
1	Mautik Ajit Tolia	Managing Director	No Relation
2	Sukesh Devdas Motwani	Wholetime Director	No Relation
3	Uma Chidambaram Krishnan	Independent Director	No Relation
4	Saloni Sunil Kapadia	Independent Director	No Relation
5	Nutan Jha	Independent Director	No Relation

### **DURING THE YEAR NONE OF THE DIRECTORS OF THE COMPANY**

Has held or holds office as a director, including any alternate directorship, in more than twenty companies at the same time and maximum number of directorships in public companies does not exceed ten as per the provision of Section 165 of Company Act, 2013.

Has held or holds office of directorships, including any alternate directorships in more than eight listed entities as per the provision of 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Has not serve as an independent director in more than seven listed entities and whole-time director has not serve as an independent director in not more than three listed entities.

Is a Member of more than 10 (ten) Committees and Chairman / Chairperson of more than 5 (five) Committees across all the Indian public limited companies in which he / she is a Director.

### **AUDIT COMMITTEE**

Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The quorum, power, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The terms of reference of the committee inter alia include overseeing the Company's financial reporting process and disclosures of financial information. The responsibility of the committee

inter alia is to review with the management, the consolidated and standalone quarterly/annual financial statements prior to recommending the same to the Board for its approval.

The committee reviews the reports of the internal and statutory auditors and ensures that adequate follow-up action is taken by respective auditors. The management on observations and recommendations made by the respective auditors.

The Audit Committee also assures the Board about the adequate internal control procedures and financial disclosures commensurate with the size of the Company and in conformity with requirements of the new Listing Regulations. The Board has been reviewing the working of the Committee from time to time to bring about greater effectiveness in order to comply with the various requirements under the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The committee recommends to the board, the appointment or re-appointment of the statutory auditors and internal auditors of the Corporation and their remuneration. The committee and auditors discuss the nature and scope of audit approves payment of fees for other services rendered by the statutory auditors. The committee also annually reviews with the management the performance of statutory and internal auditors of the Corporation to ensure that an objective, professional and cost-effective relationship is being maintained.

During the financial year 2020-21, the meeting of the Audit committee was held at regular intervals.

The Composition of the Audit Committee as on 31st March 2021 is given herein below:

Sr. No.	Member's Name	Category	Designation
1	Saloni Sunil Kapadia	Independent Non-Executive Director	Chairman
2	Nutan Jha	Independent Non-Executive Director	Member
3	Mautik Ajit Tolia	Independent Non-Executive Director	Member

Broad terms of reference of the Audit Committee are as per following:

The role of the audit committee shall include the following:

- 1 Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 2 Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- 3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- 4 Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - (a) matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) disclosure of any related party transactions;(g)modified opinion(s) in the draft audit report;
- 5 Reviewing with the management, the quarterly financial statements before submission to the board for approval;
- 6 Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus / notice and the report submitted by the monitoring agency monitoring the utilization proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- 7 Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- 8 Approval or any subsequent modification of transactions of the listed entity with related parties;
- 9 Scrutiny of inter-corporate loans and investments;
- 10 Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- 11 Evaluation of internal financial controls and risk management systems;

- 12 Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems;
- 13 Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 14 Discussion with internal auditors of any significant findings and follow up there on;
- 15 Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- 16 Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- 17 To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- 18 To review the functioning of the whistle blower mechanism;
- 19 Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- 20 Carrying out any other function as is mentioned in the terms of reference of the audit committee.

### **NOMINATION AND REMUNERATION COMMITTEE**

The terms of reference of Nomination and Remuneration Committee include the matters specified in Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013.

The terms of reference of the committee inter alia include formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board a policy, relating to the remuneration of the directors, key managerial personnel, senior management and other employees of the Company. The committee formulates the criteria for evaluation of the Chairman, independent directors, non-executive directors, the Board as a whole and Board committee.

The committee's function includes identifying persons who are qualified to become directors of the Company, recommending their appointment or re-appointment of the existing directors to the Board, ensuring that such persons meet the relevant criteria prescribed under applicable laws including qualification, area of expertise and experience, track record and integrity and reviewing and approving the remuneration payable to the executive directors of the Company within the overall limits as approved by the shareholders.

During the financial year 2020-21, the meeting of the Nomination and Remuneration Committee was held at regular intervals.

The Composition of the Nomination and Remuneration Committee on 31st March 2021 is given herein below:

Sr. No.	Member's Name	Category	Designation
1	Uma Krishnan	Independent Non-Executive Director	Chairman
2	Nutan Jha	Independent Non-Executive Director	Member
3	Saloni Sunil Kapadia	Independent Non-Executive Director	Member

### **ROLE OF NOMINATION AND REMUNERATION COMMITTEE INTER-ALIA, INCLUDE THE FOLLOWING**

1. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;
2. Devising a policy on Board diversity;
3. Formulation of criteria for evaluation of performance of independent directors and the board of directors;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal ; and

5. Whether to extend or continue the term of appointment of the appointment of the independent director, on the basis of the report of performance evaluation of independent directors. Performance Evaluation criteria for Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee and as approved by the Board, the performance of the individual Non-Independent Directors are evaluated annually on basis of criteria such as qualifications, experience, knowledge and competency, fulfillment of functions, ability to function as a team, initiative, availability and attendance, commitment (as a Director), contribution and integrity.

Each individual Independent Director is reviewed, based on the additional criteria of independence and independent views and judgment. Similarly, the performance of the Chairman is evaluated based on the additional criteria such as effectiveness of leadership and ability to steer the meetings, impartiality, commitment (as Chairperson) and ability to keep shareholders' interests in mind.

## **REMUNERATION OF DIRECTORS**

### **REMUNERATION POLICY**

The remuneration of directors is recommended by the Nomination and Remuneration Committee of the Board in line with the Remuneration Policy of the Company and approved by Board and if required are also approved by the Shareholders and/or the Central Government as the case may be.

The remuneration paid to the Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors subject to shareholders' approval in the subsequent General Meeting. None of the Independent Directors have any pecuniary relationship with the Company other than the sitting fees received by them for attending the meeting of the Board and/or Committee thereof. Performance evaluation criteria for Independent Directors:

Independent Directors have three key roles to play; those are:

- a. Governance
- b. Control
- c. Guidance

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Nomination and Remuneration Committee has recommended the guidelines for the evaluation of performance of Independent Directors. This largely includes: The qualification and experience of Independent Directors.

The groundwork the Independent Directors perform before attending the meetings to enable them in giving valuable inputs during meetings. The exposure of Independent Directors in different areas of risks the entity faces and advices from them to mitigate the same.

## **STAKEHOLDERS' GRIEVANCE COMMITTEE**

The Company has constituted a Stakeholders Relationship Committee it comprises most independent directors. The mechanisms adopted by the terms of reference of the committee inter alia include reviewing Corporation to redress shareholder, depositor and debenture holder grievances, the status of litigations filed by/against stakeholders of the Corporation and initiatives taken to reduce the quantum of unclaimed dividends. The committee oversees adherence to service standards and standard operating procedures pertaining to investor services. The committee reviews the status of compliances with applicable corporate and securities laws.

During the financial year 2020-21, the meeting of the Stakeholders Relationship Committee was held at regular intervals.

The Composition of the Stakeholders Relationship Committee as on 31st March, 2021 is given herein below:

Sr. No.	Member's Name	Category	Designation
1	Saloni Sunil Kapadia	Independent Non-Executive Director	Chairman
2	Mautik Ajit Tolia	Independent Non-Executive Director	Member
3	Sukesh Motwani	Independent Non-Executive Director	Member

### **MEETING OF INDEPENDENT DIRECTORS**

A separate meeting of the independent directors ("Annual ID Meeting") was convened on 06<sup>th</sup> March 2021, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

### **DETAILS OF FAMILIARIZATION PROGRAMMED IMPARTED TO INDEPENDENT DIRECTORS FOR THE FINANCIAL YEAR 2020-21**

On appointment, the concerned Director is issued a Letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through an induction and familiarization program including the presentation and interactive session with the Committee Members and other Functional Heads on the Company's finance and other important aspects.

### **CORPORATE GOVERNANCE**

Your Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an Organization's corporate governance philosophy is directly linked to high performance. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholders. In terms of Regulation 34 of SEBI (LODR) Regulations, furnishing of Corporate Governance Report is not applicable to the company.

### **COMPLIANCE WITH THE SECRETARIAL STANDARDS**

The relevant Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) related to the Board Meetings and General Meeting have been complied with by the Company.

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Nomination and Remuneration Committee has adopted a policy as per Section 178(3) of the Companies Act, 2013 for determination of remuneration and the manner of selection of the Board of Directors, CS and CFO & Managing Director and their remuneration.

Criteria for selection of Non-Executive Director.

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience in the fields of Service Industry, Manufacturing, Marketing, Finance and Taxation, Law, Governance and General Management.
- In case of appointment of independent directors, the committee shall satisfy itself with regard to the criteria of independence of the directors vis-à-vis the company so as to enable the board to discharge its function and duties effectively.



- 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.
- The committee shall consider the following attributes, whilst recommending to the board the candidature for appointment as director:
- Qualification, expertise and experience of the directors in their respective fields;
- Personal, professional or business standing;
- Diversity of the Board.
- In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Directors and their engagement level.

## **REMUNERATION**

The Non-Executive Directors shall not be entitled to receive remuneration except by way of sitting fees, reimbursement of expenses for participation in the board/committee meetings and commission as approved by the Board of Directors. The independent directors of the company shall not be entitled to participate in the Stock Option Scheme of the company. The aggregate commission payable if any to the Non-Executive Directors will be within the statutory limits.

## **CRITERIA FOR SELECTION/APPOINTMENT OF MANAGING DIRECTOR, EXECUTIVE DIRECTOR, CS AND CFO**

For the purpose of selection of the Managing Director, Executive Director, CS and CFO the Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position. The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under Companies Act, 2013, or other applicable laws.

Remuneration to Managing Director and Executive Director

- At the time of appointment or re-appointment, the Executive Director and Managing Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the Committee and the Board of Directors) and the Executive Director/ Managing Director, within the overall limits prescribed under the Companies Act, 2013.
- The remuneration shall be subject to the approval of the members of the Company in General Meeting in compliance with the provisions of the Companies Act, 2013.

## **REMUNERATION POLICY FOR THE SENIOR MANAGEMENT EMPLOYEES INCLUDING CFO & CS**

In determining the remuneration of Senior Management Employees, the committee shall ensure/consider the following:

- The relationship between remuneration and performance benchmark;
- The balance between fixed and variable pay reflecting short and long-term performance appropriate to the working of the company and its goals, as mutually agreed.

The policy relating to remuneration of Directors, Key Managerial Personnel, Senior Management and other employees is available on the website of the Company.

## **BOARD EVALUATION AND ASSESSMENT**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors pursuant to the provisions of the Sections 134, 178 and Schedule IV of the Companies Act, 2013. Evaluation was done after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, performance of specific duties, independence, ethics and values, attendance and contribution at meetings etc.

The performance of the Independent Directors was evaluated individually by the Board after seeking inputs from all the directors on the effectiveness and contribution of the Independent Directors.

The performance of the Committees was evaluated by the Board after seeking inputs from the



Committee members based on the criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

The Board reviewed the performance of the individual Directors on the basis of the contribution of the individual Director during Board and Committee meetings.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, and the performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The Independent Directors also assessed the quality, frequency and timeliness of flow of information between the Board and the management that is necessary for effective performance.

#### **DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED, RESIGNED OR RE-DESIGNATED**

During the financial year under review:

- Ms. Uma Chidambaram Krishnan who was appointed on the Board as Additional Director (under Independent Category) with effect from 25<sup>th</sup> August 2020 and she was regularized as Independent Director in the Annual General Meeting held on 15<sup>th</sup> September 2020.
- Ms. Saloni Sunil Kapadia who was appointed on the Board as Additional Director (under Independent Category) with effect from 17<sup>th</sup> August 2020 and she was regularized as Independent Director in the Annual General Meeting held on 15<sup>th</sup> September 2020.
- Ms. Nutan Jha who was appointed on the Board as Additional Director (under Independent Category) with effect from 25<sup>th</sup> August 2020 and she was regularized as Independent Director in the Annual General Meeting held on 15<sup>th</sup> September 2020.
- Ms. Saloni Jain was appointed as Company Secretary & Compliance Officer of the Company by the Board in the board meeting held on 25<sup>th</sup> August 2020.
- Mr. Ravi Bhavanishankar Bhatt was appointed as Chief Financial Officer of the Company by the Board in the board meeting held on 25<sup>th</sup> August 2020.

#### **DECLARATION BY THE INDEPENDENT DIRECTORS**

During the year under review, the independent directors of the company have submitted their disclosures to the board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to be appointed as independent directors under the provisions of the Companies Act, 2013 and the relevant rules.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- i. In preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. The directors have selected such accounting policies and applied them consistently and made judgments 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 profit and loss of the company for that period ;
- iii. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The directors have prepared the annual accounts on a going concern basis;
- v. The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively;
- vi. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and effective.

Further, there are no more qualifications, reservations or adverse remarks made by the statutory auditor/secretarial auditor in their respective reports.

## **EXTRACT OF ANNUAL RETURN**

In accordance with Section 134(3) (a) of the Companies Act, 2013, an extract of the Annual Return of the company for the financial year ended 31st March, 2021 is enclosed as **ANNEXURE II**.

## **CORPORATE SOCIAL RESPONSIBILITY**

The provisions of Section 135 of the Companies Act relating to Corporate Social Responsibility are not applicable as the Company is having Net worth less than rupees Five Hundred Crore, Turnover less than rupees One Thousand Crore and Net Profit less than rupees Five Crore.

## **PARTICULARS OF EMPLOYEES**

The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is presented in a separate section forming part of this Annual Report as **ANNEXURE III**.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report for the year under review as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this annual report as **ANNEXURE IV**.

## **STATUTORY AUDITORS**

M/s S A R A & Associates, Chartered Accountants, (Firm Registration No.120927W), Mumbai, was appointed as Statutory Auditor of the Company at the 7th Annual General Meeting held on 15<sup>th</sup> September 2020, for a term of five years till the conclusion of the 11<sup>th</sup> AGM to be held in the year 2025.

## **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company have appointed, M/s Brijesh Shah & Co., Practicing Company Secretaries, Mumbai to conduct the Secretarial Audit for the financial year 2020-2021 period from 21<sup>st</sup> October, 2020 to 31<sup>st</sup> March, 2021. The Secretarial Audit Report for the year 2020-21 issued by him in the prescribed form MR-3 is attached as **ANNEXURE V** to this Report. The said Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer made by the Secretarial Auditor.

## **INTERNAL AUDITOR**

S Khasgiwala & Co Chartered Accountants, Mumbai, was appointed as Internal Auditor of the Company for the financial year 2021-2022.

## **AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT**

The statutory auditors' report and secretarial auditors' report do not contain any qualifications, reservations or adverse remarks. During the year, the statutory auditor and secretarial auditors have not reported any instances of frauds committed in the Company by its officers or employees to the Audit Committee under section 143(12) of the Companies Act, 2013.

## **INTERNAL FINANCIAL CONTROL**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Based on the audit reports your Company undertakes corrective action in their respective areas and strengthens the controls. The Board of Directors of the Company have adopted various policies like Related Party Transactions policy, Whistle Blower Policy, code of

conduct for regulating, monitoring and reporting insider trading and such other procedures for ensuring the orderly and efficient conduct of its business, prevention and detection of frauds and errors, accuracy and completeness of the accounting and timely preparation of financial information.

#### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

During the financial year under review, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in the future.

#### **VIGIL MECHANISM**

In pursuance of the provisions of Section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, 2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Policy on vigil mechanism i.e whistle blower policy may be accessed on the Company's website.

The policy provides for a framework and process, for the employees and directors to report genuine concerns or grievances about leakage of unpublished price sensitive information (UPSI), illegal and unethical behavior to the Chairman of the Audit Committee.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

##### **(A) CONSERVATION OF ENERGY**

- i) The steps taken or impact on conservation of energy: NIL
- ii) The steps taken by the company for utilizing alternate sources of energy: NIL
- iii) The capital investment on energy conservation equipments: NIL

##### **(B) TECHNOLOGY ABSORPTION**

- i) The efforts made towards technology absorption: NIL
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution:
  - Better economy, reduction in emission & clean operation
  - Optimum efficiency
- iii) In case of imported technology (imported during the last year reckoned from the beginning of the financial year): NIL
  - The details of technology imported: NIL
  - The year of import: NIL
  - Whether the technology fully absorbed: NIL
  - If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and: NIL
- iv) The expenditure incurred on Research and Development: NIL

##### **(C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

During the year under review, Foreign Exchange Earnings and Outgo are as under:-

Particulars	2021	2020
Foreign Exchange earned	Nil	Nil
Foreign Exchange used	11231342	

## **ACKNOWLEDGEMENT**

Your directors place on record their gratitude to the Central Government, various State Governments and Company's Bankers and advisors for the valuable advice, guidance, assistance, cooperation and encouragement they have extended to the Company from time to time. The Directors also take this opportunity to thank the company's customers, suppliers and shareholders for their consistent support to the Company. We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

By order of the Board  
For Bodhi Tree Multimedia Limited  
Sd/-  
Mr. Mautik Ajit Tolia  
Chairman & Managing Director  
DIN 06586383

Date: 07th September 2021  
Place: Mumbai

## ANNEXURE I OF DIRECTOR'S REPORT

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures.

Part "A": Subsidiaries Not Applicable

Part "B": Associates and Joint Ventures Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

Name of Associates/Joint Ventures	Phataka Films LLP
1. Latest audited Balance Sheet Date	31/03/2020
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	
Amount of Investment in Associates/Joint Venture	
Extend of Holding %	
3. Description of how there is significant influence	
4. Reason why the associate/joint venture is not consolidated	
5. Networth attributable to Shareholding as per latest audited Balance Sheet	
6. Profit / Loss for the year	
i. Considered in Consolidation	
i. Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations. Nil

2. Names of associates or joint ventures which have been liquidated or sold during the year. Nil

## ANNEXURE I OF DIRECTOR'S REPORT

### FORM NO. AOC - 2

**[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

Form for disclosure of particulars of contracts / arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

a) Name(s) of the related party and nature of relationship	Nil
b) Nature of contracts/arrangements/transactions	
c) Duration of the contracts / arrangements/transactions	
d) Salient terms of the contracts or arrangements or transactions including the value, if any	
e) Justification for entering into such contracts or arrangements or transactions	
f) date(s) of approval by the Board	
g) Amount paid as advances, if any	
h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at arm's length basis:

a. Name(s) of the related party and nature of relationship	Point 17 Director's Father	Nautam Tolia Director's Uncle
b. Nature of contracts/arrangements/transactions	Advisory & Liasoning	Admin Services
c. Duration of the contracts/arrangements/transactions	3 years	3 years
d. Salient terms of the contracts or arrangements or transactions including the value, if any.	Rs. 816,000 (incl taxes)	Rs. 300,000
e. Date(s) of approval by the Board, if any:	-	-
f. Amount paid as advances, if any:	Nil	Nil

By order of the Board  
For Bodhi Tree Multimedia Limited  
Sd/-  
Mr. Mautik Ajit Tolia  
Chairman & Managing Director  
DIN 06586383

Date: 07<sup>th</sup> September 2021  
Place: Mumbai



## ANNEXURE II OF DIRECTOR'S REPORT

### EXTRACT OF ANNUAL RETURN

**As on the financial year ended on 31<sup>st</sup> March, 2021**  
**[Pursuant to section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]**

#### I. Registration and Other Details:

CIN	U22211MH2013PLC245208
Registration Date	04/07/2013
Name of the Company	Bodhi Tree Multimedia Limited
Category/Sub-Category of the Company	Company limited by Shares Non-govt company
Address of the Registered office and Contact details	507, Reliable Business Centre Jogeshwari (West) Mumbai 400102.
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059, India. Tel : +91-22-62638200

#### II. Principal Business Activities Of The Company:

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Production of television programmes or television commercials	59113	99.18

#### III. Particulars of Holding, Subsidiary And Associate Companies:

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	Phataka Films LLP	AAAD-8961	Associate		

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity):

##### i). Category-wise Shareholding:

Sr No	Category of Shareholder	No. of Shares held at the beginning of the year: 02/10/2020				No. of Shares held at the end of the year :31/03/2021				% Change
		Demat	Physical	Total Shares	Total %	Demat	Physical	Total Shares	Total %	
	(A) Shareholding of Promoter and Promoter Group2									
1	Indian									
a)	Individual / HUF	8,59,995	-	8,59,995	100.00	8,59,995	-	8,59,995	68.80	(31.20)
b)	Central / State government(s)	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	-	-	-	-	-	-	-	-	-
d)	Financial Institutions /	-	-	-	-	-	-	-	-	-

	Banks									
e)	Any Others (Specify)									
1	Group Companies	-	-	-	-	-	-	-	-	-
2	Trusts	-	-	-	-	-	-	-	-	-
3	Directors Relatives	-	-	-	-	-	-	-	-	-
	Sub Total :	8,59,995	-	8,59,995	100.00	8,59,995	-	8,59,995	68.80	(31.20)
	(A) Shareholding of Promoter and Promoter Group2									
2	Foreign									
a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
b)	Individual	-	-	-	-	-	-	-	-	-
c)	Institutions	-	-	-	-	-	-	-	-	-
d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
e)	Any Others (Specify)	-	-	-	-	-	-	-	-	-
	Sub Total :	-	-	-	-	-	-	-	-	-
	(A) Shareholding of Promoter and Promoter Group2									
3	Non-institutions									
a)	Any Others (Specify)									
1	Directors Relatives	-	-	-	-	-	-	-	-	-
	Sub Total :	-	-	-	-	-	-	-	-	-
	Total Public Shareholding	8,59,995	-	8,59,995	100.00	8,59,995	-	8,59,995	68.80	(31.20)
	(B) Public shareholding									
4	Institutions									
a)	Central / State government(s)	-	-	-	-	-	-	-	-	-
b)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
c)	Mutual Funds / Uti	-	-	-	-	-	-	-	-	-
d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
e)	Insurance Companies	-	-	-	-	-	-	-	-	-
f)	Fii's	-	-	-	-	-	-	-	-	-
g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
i)	Any Others (Specify)	-	-	-	-	-	-	-	-	-
j)	Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-
k)	Alternate Investment Fund	-	-	-	-	-	-	-	-	-
	Sub Total :	-	-	-	-	-	-	-	-	-
	(B) Public shareholding									
5	Non-institutions									
a)	Bodies Corporate	-	-	-	-	9,600	-	9,600	0.77	0.77
b)	Individual									
1	(Capital Upto To Rs. 1 Lakh)	5	-	5	0.00	3,22,797	-	3,22,797	25.82	25.82
c)	Any Others (Specify)									
1	Hindu	-	-	-	-	15,600	-	15,600	1.25	1.25

	Undivided Family									
2	Trusts	-	-	-	-	-	-	-	-	-
3	Clearing Member	-	-	-	-	28,808	-	28,808	2.30	2.30
4	Non Resident Indians (Nri)	-	-	-	-	6,000	-	6,000	0.48	0.48
5	Non Resident Indians (Repat)	-	-	-	-	-	-	-	-	-
6	Non Resident Indians (Non Repat)	-	-	-	-	7,200	-	7,200	0.58	0.58
7	Directors Relatives	-	-	-	-	-	-	-	-	-
8	Employee	-	-	-	-	-	-	-	-	-
9	Overseas Bodies Corporates	-	-	-	-	-	-	-	-	-
10	Unclaimed Suspense Account	-	-	-	-	-	-	-	-	-
11	Iepf	-	-	-	-	-	-	-	-	-
d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
e)	Nbfc's Registered With RBI	-	-	-	-	-	-	-	-	-
	Sub Total :	5	-	5	0.00	3,90,005	-	3,90,005	31.20	31.20
	Total Public Shareholding	5	-	5	0.00	3,90,005	-	3,90,005	31.20	31.20
(C) Shares held by Custodians and against which Depository Receipts have been issued										
6										
f)	Shares Held By Custodians	-	-	-	0.00	-	-	-	0.00	0.00
12	Promoter And Promoter Group	-	-	-	0.00	-	-	-	0.00	0.00
13	Public	-	-	-	0.00	-	-	-	0.00	0.00
	Sub Total :	-	-	-	0.00	-	-	-	0.00	0.00
	Total Public Shareholding	-	-	-	0.00	-	-	-	0.00	0.00
	<b>Grand Total</b>	<b>8,60,000</b>	<b>-</b>	<b>8,60,000</b>	<b>100.00</b>	<b>12,50,000</b>	<b>-</b>	<b>12,50,000</b>	<b>100.00</b>	<b>(0.00)</b>

### ii) Shareholding of Promoters & Promoter Group

SL No	Shareholder's Name	Shareholding at beginning of the year 02/10/2020			Shareholding at the end of the year 31/03/2021			
		No of Shares	% of total Shares of the Company	% of Shares pledged/en cumbered to total Shares	No of Shares	% of total Shares of the Company	% of Shares pledged/en cumbered to total Shares	% Change
1	Sukesh Devdas Motwani	5,000	0.58	-	5,000	0.40	-	(0.18)
2	Mautik Ajit Tolia	8,54,995	99.42	-	8,54,995	68.40	-	31.02
Total		8,59,995	100.00	-	8,59,995	68.80	-	31.20

### iii) Change in Promoters' Shareholding

Sr No	Name	Shareholding	Date	Increase/Decrease	Reason	Cumulative Shareholding during the year
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		<b>No. of Shares At the Beginning (02/10/2020 )/ end of the year (31/03/2021 )</b>	<b>% total Shares of the Company</b>		<b>in Share holding</b>		<b>No of Shares</b>	<b>% total Shares of the Company</b>
1	Mautik Ajit Tolia	854995	68.40	02-Oct-2020			854995	68.40
		854995	68.40	31-Mar-2021			854995	68.40
2	Sukesh Devdas Motwani	5000	0.40	02-Oct-2020			5000	0.40
		5000	0.40	31-Mar-2021			5000	0.40

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

<b>Sr . No .</b>	<b>Name</b>	<b>Shareholding</b>		<b>Date</b>	<b>Increase/Decrease in Shareholding</b>	<b>Reason</b>	<b>Cumulative Shareholding during the year</b>	
		<b>No. of Shares At the Beginning.</b>	<b>% total Shares of the Company</b>				<b>No of Shares</b>	<b>% total Shares of the Company</b>
1	Shreni Shares Private Limited	-	-	02-Oct-2020			-	-
			1.63	20-Oct-2020	20,400	Buy	20,400	2
			1.82	23-Oct-2020	2,400	Buy	22,800	2
			2.69	30-Oct-2020	10,800	Buy	33,600	3
			2.78	06-Nov-2020	1,200	Buy	34,800	3
			2.30	13-Nov-2020	(6,000)	Sell	28,800	2
			2.40	11-Dec-2020	1,200	Buy	30,000	2
			2.11	25-Dec-2020	(3,600)	Sell	26,400	2
			2.21	31-Dec-2020	1,200	Buy	27,600	2
			2.11	01-Jan-2021	(1,200)	Sell	26,400	2
			0.58	08-Jan-	(19,200)	Sell	7,200	1

				2021				
			0.77	15-Jan-2021	2,400	Buy	9,600	1
			0.96	29-Jan-2021	2,400	Buy	12,000	1
			1.06	26-Feb-2021	1,200	Buy	13,200	1
			1.25	05-Mar-2021	2,400	Buy	15,600	1
			1.15	12-Mar-2021	(1,200)	Sell	14,400	1
			1.63	19-Mar-2021	6,000	Buy	20,400	2
		14,400	1.15	31-Mar-2021	-		14,400	1
			1.15	31-Mar-2021	(6,000)	Sell	14,400	1
2	Aleixo Sequeira	-	-	02-Oct-2020		Sell	-	-
			0.77	20-Oct-2020	9,600	Buy	9,600	1
		9,600	0.77	31-Mar-2021	-		9,600	1
3	Seema Manoj Somani	-	-	02-Oct-2020		Sell	-	-
			0.48	20-Oct-2020	6,000	Buy	6,000	0
			0.58	06-Nov-2020	1,200	Buy	7,200	1
			0.67	13-Nov-2020	1,200	Buy	8,400	1
		8,400	0.67	31-Mar-2021	-		8,400	1
4	Hareshkumar Jayantilal Shah	-	-	02-Oct-2020		Sell	-	-
			0.67	05-Mar-2021	8,400	Buy	8,400	1
		8,400	0.67	31-Mar-2021	-		8,400	1
5	Anju Sunil Sahani	-	-	02-Oct-2020		Sell	-	-
			0.29	26-Mar-2021	3,600	Buy	3,600	0
			0.67	31-Mar-2021	4,800	Buy	8,400	1
		8,400	0.67	31-Mar-2021	-		8,400	1
6	Naomi Dominique Dsilva	-	-	02-Oct-2020		Sell	-	-
			0.58	20-Oct-2020	7,200	Buy	7,200	1
		7,200	0.58	31-Mar-2021	-		7,200	1

7	SujataPilinja	-	-	02-Oct-2020		Sell	-	-
			0.58	20-Oct-2020	7,200	Buy	7,200	1
			0.67	20-Nov-2020	1,200	Buy	8,400	1
			0.58	27-Nov-2020	(1,200)	Sell	7,200	1
			0.67	29-Jan-2021	1,200	Buy	8,400	1
			0.58	05-Feb-2021	(1,200)	Sell	7,200	1
		7,200	0.58	31-Mar-2021	-		7,200	1
8	Misquita Engineering Limited	-	-	02-Oct-2020		Sell	-	-
			0.38	30-Oct-2020	4,800	Buy	4,800	0
			0.58	06-Nov-2020	2,400	Buy	7,200	1
		7,200	0.58	31-Mar-2021	-		7,200	1
9	Vishal Talshibhai Monpara	-	-	02-Oct-2020		Sell	-	-
			0.48	23-Oct-2020	6,000	Buy	6,000	0
		6,000	0.48	31-Mar-2021	-		6,000	0
10	Walstan Patrick D'Souza	-	-	02-Oct-2020		Sell	-	-
			0.48	08-Jan-2021	6,000	Buy	6,000	0
		6,000	0.48	31-Mar-2021	-		6,000	0
11	Manoj Rajmal Somani	-	-	02-Oct-2020		Sell	-	-
			0.38	20-Oct-2020	4,800	Buy	4,800	0
			0.48	06-Nov-2020	1,200	Buy	6,000	0
		6,000	0.48	31-Mar-2021	-		6,000	0
12	Zerodha Broking	-	-	02-Oct-2020		Sell	-	-
			0.29	23-Oct-2020	3,600	Buy	3,600	0
			0.38	30-Oct-2020	1,200	Buy	4,800	0
			0.10	06-Nov-2020	(3,600)	Sell	1,200	0
			-	13-Nov-2020	(1,200)	Sell	-	-
			0.19	25-Dec-2020	2,400	Buy	2,400	0
			0.10	31-Dec-2020	(1,200)	Sell	1,200	0
			0.19	01-Jan-2021	1,200	Buy	2,400	0
			0.10	08-Jan-2021	(1,200)	Sell	1,200	0



			-	15-Jan-2021	(1,200)	Sell	-	-
			0.10	22-Jan-2021	1,200	Buy	1,200	0
			-	29-Jan-2021	(1,200)	Sell	-	-
			0.10	26-Mar-2021	1,200	Buy	1,200	0
		6,000	0.48	31-Mar-2021	-		6,000	0
			0.48	31-Mar-2021	4,800	Buy	6,000	0
13	Altina Securities Pvt Lt	-	-	02-Oct-2020		Sell	-	-
			0.10	13-Nov-2020	1,200	Buy	1,200	0
			-	20-Nov-2020	(1,200)	Sell	-	-
			0.10	12-Feb-2021	1,200	Buy	1,200	0
			-	19-Feb-2021	(1,200)	Sell	-	-
			0.77	26-Mar-2021	9,600	Buy	9,600	1
			0.48	31-Mar-2021	(3,600)	Sell	6,000	0
		6,000	0.48	31-Mar-2021	-		6,000	0
14	Rahul Birendra Singh	1	0.00	02-Oct-2020	-		1	0
		1	0.00	31-Mar-2021	-		1	0
15	Persis Temul Siganporia	1	0.00	02-Oct-2020	-		1	0
		1	0.00	31-Mar-2021	-		1	0
16	Sunil Shantaram Chikhale	1	0.00	02-Oct-2020	-		1	0
		1	0.00	31-Mar-2021	-		1	0
17	Ravi Bhavanishankar Bhatt	1	0.00	02-Oct-2020	-		1	0
		1	0.00	31-Mar-2021	-		1	0
18	Amol Anant Chavan	1	0.00	02-Oct-2020	-		1	0
		1	0.00	31-Mar-2021	-		1	0

**(v) Shareholding of Directors and Key Managerial Personnel:**

For Each of the Directors and Key Managerial Personnel.	Shareholding at the beginning of the year.		Cumulative Shareholding during the year.	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Mautik Ajit Tolia	854995	99.42	854995	68.40
Sukesh Devdas Motwani	5000	00.58	5000	00.40

**V. INDEBTEDNESS****Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
Addition	Nil	847724	Nil	847724
Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	847724	Nil	847724
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	847724	Nil	847724
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>Nil</b>	<b>847724</b>	<b>Nil</b>	<b>847724</b>

**VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL:****A. Remuneration to Managing Director, Whole-time Directors and/or Manager.**

Sr. No.	Particulars of Remuneration	Mautik Tolia Managing Director	Sukesh Motwani Wholetime Director	Total Amount INR
1	Gross salary	25,19,355	30,00,000	55,19,355
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961.	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961.	Nil	Nil	Nil
2	Stock option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission as % of profit others (specify)	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	25,19,355	30,00,000	55,19,355
	Ceiling as per the Act	NA	NA	NA

**B. Remuneration to other Directors –**

Sr. No.	Particulars of Remuneration	Name of the Directors			Total Amount INR
1	Independent Directors	Uma Krishnan	Saloni Kapadia	Nutan Jha	
	(a) Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	(b) Commission	Nil	Nil	Nil	Nil
	(c) Others, please specify	Nil	Nil	Nil	Nil
	total (1)	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil
	(a) Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	(b) Commission	Nil	Nil	Nil	Nil
	(c) Others [Remuneration]	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)= (1+2)	Nil	Nil	Nil	Nil
	total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act.	Nil	Nil	Nil	Nil

**C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD –**

Sr.No.	Particulars of Remuneration	Key Managerial Personnel		
		Saloni Jain CS	Ravi Bhatt CFO	Total
1	Gross Salary	105,000	13,35,000	14,40,000
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961.	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961.	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission as % of profit	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	<b>105,000</b>	<b>13,35,000</b>	<b>14,40,000</b>

**VII.\*PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

\*There was no penalty, punishment, compounding of offences for the Company, directors or any other officers in default in respect of the Companies Act, 1956 & Companies Act, 2013.

## ANNEXURE III OF DIRECTOR'S REPORT

### MEDIAN REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the directors	Ratio to median remuneration
Executive Directors	
Mautik Tolia	12.44 times
Sukesh Motwani	14.81 times
Non-Executive Directors	
The company has not paid any remuneration (except sitting fee) to the Non-Executive Directors of the company during the financial year under review (i.e. FY 2020-21)	

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% Increase in remuneration in the financial year
Mautik Tolia	39.96%
Sukesh Motwani	2.58%

c. The percentage increase in the median remuneration of employees in the financial year: - 14.74%

d. The number of permanent employees on the rolls of Company: 13 (including directors)

e. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average annual increase was around: 21.27%

Increase in the managerial remuneration for the year was: 794,785/-

f. Affirmation that the remuneration is as per the remuneration policy of the Company: The Nomination and Remuneration Committee of the company has affirmed that the remuneration paid is as per the remuneration policy of the Company.

The Policy is available on the Company's Website: [www.bodhitreemultimedia.com](http://www.bodhitreemultimedia.com)

## **ANNEXURE IV OF DIRECTOR'S REPORT**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

#### **Overview**

Our Company was incorporated in the year 2013 as “Bodhi Tree Multimedia Private Limited” under the provision of the Companies Act, 1956 in Mumbai. The name of our company was subsequently changed to “Bodhi Tree Multimedia Limited” pursuant to special resolution passed by the Shareholders dated August 18, 2020 of the company and a fresh certificate of incorporation consequent upon conversion from Private Company to Public Company was issued by the Registrar of Companies, Mumbai dated September 1, 2020. Our Company was created with the main objects (As per MOA) as mentioned below: To Carry on in India and abroad the business of making of Small or Big Films either for General Public Viewing or Television, TV Serials for any TV Channels in India or abroad either alone or in collaboration with others, Creation, Manufacturing, Consultants etc. of different type of Contents like Text, Audio, Video Content used in all types of communication carriers, develop, create, conceptualize, advise any commercial dissemination of Content/ information (Content Films and/or Serials etc.) by various types of modes available now and in future based on Telephone, T.V., Cable, Mobile network and any other types of media available in India or abroad either for itself or for any other client. We operate our activities from our registered office and studios located in 507, Reliable Business Centre, Jogeshwari (West), Mumbai - 400102, Maharashtra, India. Our Company has studios obtained on rent basis whenever is require. Our list of clients includes some of the renowned names in Films, Television and OTT Industry.

#### **Business Overview**

Our business model is B2B, wherein the primary business activity includes content production for television, films and digital platforms. We have been in the forefront of creating differentiated and edgy content through its distinct line-up of shows. Our business activities operate in 3 verticals at present: TV – Hindi GEC (General Entertainment Channels), Digital Content (OTT), and Regional content in multiple languages. 1) TV – Hindi GEC: We produce contents for linear broadcast networks like Zee, Sony, Star, Disney, Viacom, Sun and others. These contents include daily soaps, reality shows etc. 2) Digital Platforms (OTT): We produce content for non-linear platforms such as Netflix, Voot, etc 3) Regional Shows: We also produce content in regional languages including Tamil, Marathi, Bengali, and Gujarati on both TV and OTT platforms. Since inception, we have produced a robust line-up of more than 30+ shows for major Broadcasters & OTT platforms. We have produced more than 1000+ hours of content on Television and OTT. The shows have encompassed all genres - drama, thriller, horror, comedy and lifestyle. The company has produced shows across multiple languages – Hindi, Tamil, Marathi, Gujarati and Bengali. The client roster includes all the major entertainment networks. Our team comprises of the most experienced minds in the entertainment content business with a proven track record of delivering successful television shows across all genres. The team skill sets cover both fiction and non-fiction content programming with combined experience of 10+ years and 100 + television shows between them.

#### **Key Cost Drivers**

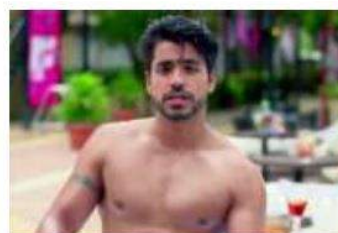
The main cost drivers in our business are the key talents (writers, directors, actors, technicians etc.) and rentals for locations, camera, lights, edit machines etc. hired for producing the content. Key Contents Produced by us:



## OUR PRODUCT PORTFOLIO







## **Our Strengths**

### **Strong Brand Value**

We believe that the name Bodhi is well established, it enjoys a strong reputation in the Indian media industry. We use the Bodhi Tree name for our Hindi and other regional language film production and distribution businesses. Through our continued efforts, both with participants and audiences, we seek to continue to benefit from the positive values associated with the brand Bodhi as a business to business (B2B) and business to consumer (B2C) name. We have worked with large number of marque clients which includes some of the renowned names in Films, Television and OTT Industry. We stand ahead of our competitors mainly due to our long term relationship with our clients and we have a proven track records of deliverables in timely and cost effective manner which has created a brand loyalty amongst our clients. Our specialization in genres like Youth, Horror, Thriller and Edgy contents has strengthen the brand Bodhi in the media industry.

### **Experienced Team**

Our team has significant industry experience and it has a significant role in the consistent growth of our Company. Our team combines expertise and experience to outline plans for future development of our Company. Our Creative team comprising of writers, artists, directors, etc. We always carry a trending outlook, optimistic nature and a confident attitude towards every assignment may it be Producing, Directing of Film or OTT based Web series. Our team possesses a deep understanding of the Indian entertainment business including an understanding of talent relationships, deal structuring and strategic content exploitation, and is therefore well-positioned to focus on the continued strengthening of our distribution network to capitalise on our competitive advantage and our expansion into new media distribution. We believe that our teams experience and expertise has been essential in adopting the appropriate strategies to source our film content in a cost effective manner and in maximising the monetisation of our content.

### **Highly effective and efficient Sales and Marketing plays catalyst in acquiring more customers and media rights**

The market is highly competitive and fragmented. We compete with a variety of Entertainment and Production houses, as well as service providers. Our management team possesses a deep experience of Indian television market and their excellent marketing skill helped company to cater more customers and media rights. Some of our competitors have the great financial, workforce, marketing, sales and other resources. However, very few of these houses are involved exclusively in a business like the business of the Company and comparable to the scale of operations. We believe that the principal competitive factors include product quality, reliability, and price that can comprehensively address varying requirements of different TV channels and OTT platforms. We believe that our ability to compete effectively is primarily dependent on ensuring consistent product quality and timely delivery at competitive prices, thereby strengthening our brand over the years. We believe that our cost-effective and integrated offerings, our focus on customer satisfaction and our reliability combined with our quality consciousness, provides us with a competitive advantage in our business.

### **Organized and Focused Business Operations**

A strong Managerial team is involved in sales and marketing pitching for prime projects at the appropriate time. The team ensures compatibility and reliability with the clients servicing their needs and requirements efficiently. This is the reason major clients continue to associate with our Company year on year. Our company also focuses on transitioning from delivering playout content using existing models to distributing that content via emerging options may have high-level work streams such as second-screen application development, modification of digital rights contracts and management systems, establishment of new relationships with content delivery networks, and integration with social media sites through APIs. While identifying projects it's needed to fulfil the organization's future-state vision, our company may also review and continue, halt or repurpose any inflight projects related to the transformation effort.

## **Wide range of production into number of languages**

The Company has experience of Scripting, Producing TV daily soaps and OTT based web series into various languages including various local languages such as Hindi, Marathi, Gujarati, Tamil, Kannada, Telugu, Bengali and Bhojpuri. We are also looking forward to adding more shows and web series into new local Indian languages as the opportunity into the market is widely spread over.

## **Our Business Strategies**

### **Exploring New Media**

In the past few years the media industry has envisage revolutionary developments, apart from TV, new media platforms like OTT has emerged as alternative source for entertainment. Therefore the scope of work has also widened in each and every section of the industry. There has been growing demand for more contents in every genres in Hindi as well as other Regional languages across all the platforms. We aim to monetize the content explosion by exploring new media platforms, we are also focusing on expanding our client base. We aim to achieve this by providing value added services to our clients through the strong story writing, best direction, and use of latest and updated technology, quality assurance, and timely delivery of results.

### **Focus on scaling up content volume**

As discussed about the growing demand, we aim to increase the volume of contents we produce. Gradually we intent to enter different states of India with regional contents, we have already completed several projects in regional languages including Tamil, Marathi and Gujarati. Our focus is to scale up the content volume with existing clients as well as with new media. Many of our existing clients broadcast multiple channels including national and regional, however, our share in their wallet is very limited, for e.g. if our client broadcast 10 different channels then we are providing contents to 2 or 3 channels. Our aim is to increase our share in their wallet. The key elements of our business strategy is to adopt a de-risking expansion strategy to expand in multiple segments of the business and scale up the business significantly in these areas.

### **To develop own IP**

We will also focus on creating our own intellectual property (IP) which can give us an opportunity to scale up the business significantly by selling format rights globally.

## **SWOT Analysis**

### **Strengths**

- Demonstrated track record over past 7 years
- In depth knowledge of Industry – Commercial & Technical
- Low overhead cost
- Specialisation in television as well as OTT content
- Vast Geographical footprint covering multiple markets
- Experienced management team
- Cordial relations across entertainment industry

### **Weaknesses**

- Fierce competition for a larger share of audience
- Change in audience media preferences
- Lack of cohesive production & distribution infrastructure, especially in the case of music industry.
- The Media and Entertainment sector in India is highly fragmented.



## **Opportunities**

- Growing acceptance by consumers in OTT market with content explosion changing habits
- Television market in India still in a growth phase.
- Opportunities of expansion in the pan-asian market
- Listing the Company under a stock exchange will open up huge avenues of capital for the Company to support
- Development of IP can open up global markets for Indian media company.
- The increasing interest of the global investors in the sector.

## **Threats**

- Piracy, violation of intellectual property rights poses a major threat to the Media and Entertainment companies.
- Industry is prone to changes in government policies, any material changes in the duty or may adversely impact our financials.
- Intense competitive pressure
- With technological innovations taking place so rapidly, the media and Entertainment sector is facing considerable uncertainty

## **Human Resource**

We believe that our employees are the key to the success of our business. Our core team comprising of producer, writers, artists, directors, editors, sound recording and mixing engineers

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has robust internal controls systems (including Internal Financial Controls) that facilitates efficiency, reliability and completeness of accounting records and timely preparation of reliable financial and management information. The internal control system ensures compliance with all applicable laws and regulations facilitates optimum utilization of resources and protect the Company's assets and investors' interests. The Company's well-defined organizational structure, documented policy guidelines, defined authority matrix and internal controls ensure efficiency of operations, compliance with internal policies and applicable laws and regulations as well as protection of resources.. The Audit Committee of the Board regularly reviews significant audit findings of the Internal Audit system covering operational, financial and other areas.

## **RISK MANAGEMENT:**

Risk Management is an ongoing process. Effective risk management is therefore critical to any organizational success. Globalization with increasing integration of markets, newer and more complex products and transactions and an increasingly stringent regulatory framework has exposed organizations to and integrated approach to risk management. Timely and effective risk management is of prime importance to our continued success. The sustainability of the business is derived from the following:

- Identification of the diverse risks faced by the Company.
- The evolution of appropriate systems and processes to measure and monitor them.
- Risk Management through appropriate mitigation strategies within the policy framework.
- Reporting these risk mitigation results to the appropriate managerial levels.

## **CAUTIONARY STATEMENT:**

Statements in the Management Discussion & Analysis, describing the Company's objectives, projections and estimates are forward looking statement and progressive within the meaning of applicable laws & regulations. Actual result may vary from those expressed or implied. Important developments that could affect the Company's operations are significant changes in political and

economic environment in India, tax laws, exchange rate fluctuation and related factors.

Date: 07<sup>th</sup> September 2021  
Place: Mumbai

For Bodhi Tree Multimedia Limited  
Sd/-  
Mr. Mautik Ajit Tolia  
Chairman & Managing Director  
DIN 06586383

## ANNEXURE V OF DIRECTOR'S REPORT

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021**  
**[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies**  
**(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
Bodhi Tree Multimedia Limited  
Registered Address:  
507, Reliable Business Centre  
Jogeshwari (West) Mumbai 400102.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bodhi Tree Multimedia Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me areas on able basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon based on my verification of the **Bodhi Tree Multimedia Limited**.

Based on my verification of the **Bodhi Tree Multimedia Limited** 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, here by report that in my opinion, the company has, during the audit period covering from date of listing i.e. **21<sup>st</sup> October, 2020 to 31st March, 2021** has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except to those mentioned below in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained **Bodhi Tree Multimedia Limited** for the **financial year ended on 31st March, 2021** according to the provisions of:

- (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) 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; - Not Applicable
- (v) The following Regulations and Guidelines prescribed under the Securities and exchange Board of India Act, 1992 ('SEBI Act');
  - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 –
  - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 –
  - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - **Not Applicable to the Company during the period under review**
  - iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - **Not Applicable to the Company during the period under review**
  - v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Company during the period under review**

- vi. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client -
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009 - **Not Applicable to the Company during the period under review**
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not Applicable to the Company during the period under review**
- ix. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Ltd.;

**During the period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreement etc. mentioned hereinabove,:**

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in the Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review, other than those mentioned in the Director Report. Adequate notice is given to all directors to schedule the Board Meetings 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.

I further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

The Company has filed certain Forms with ROC with delayed fees during the year.

**For BRIJESH SHAH& CO.**  
**Practicing Company Secretaries**  
**ACS No:A44476**  
**C P No. 23145**

**CS Brijesh Shah**  
**Proprietor**  
**(UDIN:A044476C000896063)**

**Date: 4<sup>th</sup>September, 2021**  
**Place: Mumbai**



**CERTIFICATE OF 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,  
The Members,  
Bodhi Tree Multimedia Limited  
Registered Address:  
507, Reliable Business Centre  
Jogeshwari (West) Mumbai 400102.

I have examined the relevant registers records forms returns and disclosures received from the Directors of Bodhi Tree Multimedia Limited (hereinafter referred to as 'the Company') having CIN U22211MH2013PLC245208 and having registered office at 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102, produced before me 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 my opinion and to the best of my 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 me by the Company & its officers I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March 2021 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.

Sr. No.	Name of Director	DIN
1	Mautik Ajit Tolia	06586383
2	Sukesh Devdas Motwani	06586400
3	Uma Chidambaram Krishnan	08824361
4	Saloni Sunil Kapadia	08836105
5	Nutan Jha	08848553

**For BRIJESH SHAH& CO.**  
**Practicing Company Secretaries**  
**ACS No:A44476**  
**C P No. 23145**

**CS Brijesh Shah**  
**Proprietor**  
**(UDIN:A044476C000896085)**

**Date: 4<sup>th</sup>September, 2021**  
**Place: Mumbai**

## **INDEPENDENT AUDITOR'S REPORT**

### **To The Members of Bodhi Tree Multimedia Limited (Formerly known as Bodhi Tree Multimedia Private Limited)**

#### **Report on the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of Bodhi Tree Multimedia Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and the Statement of Cash Flows for the year then ended and notes to the financial statement, including a summary of significant accounting policies and other explanatory information (herein after 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 with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report there on.

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 statement our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statement 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, 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.

#### **Management's Responsibility for the Financial Statement**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these financial statement that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards

specified under Section 133 of the Act. 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 implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statement, 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### Auditor's Responsibility for the Audit of the Financial Statement

Our objectives are to obtain reasonable assurance about whether the financial statement 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 statement. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the financial statement, 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 control 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 statement 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 statement, including the disclosures, and whether the financial statement represents the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statement.

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 the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraphs 3 and 4 of the order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

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;

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;

The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

In our opinion, the aforesaid financial statement comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;

On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act;

With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls refer to our separate report in "Annexure B";

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:

The Company does not have any pending litigations which would impact its financial position

The Company did not have any long-term contracts including derivative contracts hence the question of making a provision for any resulting material foreseeable losses does not arise; and;

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S A R A & Associates

Chartered Accountants

Firm Registration No: 120927W

Sd/-

Alok Bairagra

Partner

Membership No: 105153

Place: Mumbai

Date: 30th June, 2021

UDIN:21105153AAAAGI7752

**Bodhi Tree Multimedia Limited (Formerly Known as Bodhi Tree Multimedia Private Limited)**

**Annexure A to the Independent Auditor's Report of even date on the financials statements of Bodhi Tree Multimedia Limited**

The Annexure referred to in the Independent Auditor's Report to the members of Bodhi Tree Multimedia Limited (the "Company") on the financial statements for the year ended March 31, 2021. We report that;

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Company has a regular programme of physical verification of its fixed assets, by which all the fixed assets are verified every year. Management has carried out physical verification of the fixed assets during the year. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification; and

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company does not hold any immovable property in its name under the head fixed assets as at March 31, 2021. Accordingly, clause 3(i) (c) of the Order is not applicable to the Company.

As explained by management, the natures of the inventories of the Company are such that Clause 3(ii) of the Order is not applicable to the Company.

(a) The Company has granted loans, secured or unsecured, to the companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013 (the "Act"). In our opinion and according, to the information and explanations given to us the terms and conditions of the grant of such loans are not prejudicial to the Company's interest.

(b) The Company has granted loans that are re-payable on demand to companies covered in the register maintained under section 189 of the Act.

(c) Amount of loans granted to Companies listed in the register maintained under section 189 of the Act are overdue for more than ninety days as per information provided to us by the Company.

In our opinion and according to the information and explanations given to us, the Company has not granted any loans or made any investment, or provided any guarantees or security to the parties covered under section 185 and 186. Accordingly, clause 3(iv) of the Order is not applicable to the Company.

According to the information and explanation given to us, the company has not accepted any deposit from the public. Accordingly, clause 3(v) of the Order is not applicable to the Company.

The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the company. Accordingly, clause 3(vi) of the Order is not applicable to the Company.

(a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable were in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us, there are no dues of income tax and goods and service tax which has not been deposited with the appropriate authorities on account of any dispute.

According to the information and explanation given to us and on the basis of our examination of relevant records the company has not defaulted in repayment of loans or borrowings to financial institution, bank, government or dues to debenture holders as at the balance sheet date.

The Company has raised money by way of Initial Public Offer during the year. According to the information and explanation given to us by the Company, the amount raised by way of Initial Public Offer have been used for the purpose for which it was raised.

According to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

According to the information and explanations given by the management and audit procedures performed by us, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, clause 3(xii) of the order is not applicable.

According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

The Company has made private placement of shares during the year under audit and has complied with section 42 of the Companies Act, 2013. According to the information and explanation given to us by the Company, the amount raised by way of private placement of shares have been used for the purpose for which it was raised.

According to the information and explanation given to us and based on our examination of the records of the company, the Company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable to the Company.

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, clause 3(xvi) of the Order is not applicable to the Company.

For S A R A & Associates  
Chartered Accountants  
Firm Registration No: 120927W  
Sd/-  
Alok Bairagra  
Partner  
Membership No: 105153  
Place: Mumbai  
Date: 30th June, 2021  
UDIN: 21105153AAAAGI7752



## **ANNEXURE – B TO THE INDEPENDENT AUDITOR’S REPORT**

The Annexure referred to in paragraph 1(A)(f) under “Report on Other Legal and Regulatory Requirements” section of our report of even date,

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 Bodhi Tree Multimedia Limited (Formerly known as Bodhi Tree Multimedia Private Limited) (“the Company”) as on 31st March, 2021 in conjunction with our audit of the financial statement of the Company for the year ended on that date.

### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor’s Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statement, 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 statement 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 statement in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statement.

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

Because of the inherent limitations of internal financial controls over financial reporting,



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

#### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S A R A & Associates  
Chartered Accountants  
Firm Registration No: 120927W

Sd/-

AlokBairagra

Partner

Membership No: 105153

Mumbai, June 30, 2021

UDIN: 21105153AAAAGI7752

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>STANDALONE BALANCE SHEET AS AT MARCH 31, 2021</b>				
Particulars		Note No.	As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
I	EQUITY AND LIABILITIES			
(1)	Shareholders' funds			
	(a) Share capital	4	1,25,00,000	26,00,000
	(b) Reserves and surplus	5	5,32,93,773	(35,33,349)
	(c) Share application money pending allotment	30	-	73,900
(2)	Non-current liabilities			
	(a) Long-term borrowings	6	8,47,724	-
	(b) Other long-term liabilities	7	-	85,00,000
(3)	Current liabilities			
	(a) Short-term borrowings	8	2,67,32,122	5,30,07,056
	(b) Trade payables	9	3,98,04,563	4,34,34,178
	(c) Other current liabilities	10	4,08,06,517	4,35,83,477
	(d) Short-term provisions	11	14,06,680	-
	TOTAL		17,53,91,379	14,76,65,262
II	ASSETS			
(1)	Non-current assets			
	(a) Fixed assets	12		
	(i) Tangible assets		3,67,524	4,36,893
	(b) Deferred tax assets	28(IV)	25,85,114	51,58,156
	(c) Non-current investments	13	1,00,000	1,00,000
	(d) Long-term loans and advances	14	2,11,27,488	1,24,40,638
	(e) Other Non Current Assets	15	57,21,863	-
(2)	Current assets			
	(a) Inventories	16	3,29,75,499	5,35,97,012
	(b) Trade receivables	17	5,32,77,961	4,21,09,161
	(c) Cash and cash equivalents	18	2,50,47,654	53,49,835
	(d) Short-term loans and advances	19	30,54,001	1,20,073
	(e) Other Current Assets	20	3,11,34,275	2,83,53,494
	TOTAL		17,53,91,379	14,76,65,262
See accompanying Notes 1 to 35 to the financial statements				
In terms of our report attached				
For S A R A & Associates		For and on behalf of the Board of Directors		
Chartered Accountants		Bodhi Tree Multimedia Limited		
Firm Regn No: 120927W		CIN: U92221MH2013PTC245208		
Sd/-				
Alok Bairagra		Mautik Tolia	Sukesh Motwani	
Partner		Managing Director	Director	
Membership No. 105153		DIN: 06586383	DIN: 06586400	
Place: Mumbai				
Date: June 30, 2021		Saloni Jain	Ravi Bhatt	
UDIN No.: 21105153AAAAGI7752		Company Secretary	CFO	
		Place: Mumbai		
		Date: June 30, 2021		

BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)				
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021				
Particulars		Note No.	For the year ended	For the year ended
			March 31, 2021	March 31, 2020
			Rupees	Rupees
I	Revenue from operations	21	35,68,73,094	26,71,34,232
II	Other income	22	29,46,844	75,18,234
III	Total Revenue (I + II)		35,98,19,938	27,46,52,466
IV	Expenses:			
	(a) Cost of production	23	28,47,12,718	26,89,62,348
	(b) Change in inventories	24	2,06,21,513	(5,35,97,012)
	(c) Employee benefit expense	25	87,43,600	58,98,220
	(d) Finance cost	26	21,64,255	25,64,175
	(e) Depreciation and amortisation expense	12	1,38,856	1,49,976
	(f) Other expenses	27	1,06,32,659	1,34,71,724
	Total expenses		32,70,13,601	23,74,49,431
V	Profit before Tax - (III - IV)		3,28,06,337	3,72,03,035
VI	Tax expense:	28(IV)		
	- Current tax		53,06,280	64,53,111
	- Deferred tax		25,73,041	(51,58,155)
VII	Profit for the period / year (VII-VIII)		2,49,27,016	3,59,08,079
VIII	Profit from continuing operations		2,49,27,016	3,59,08,079
IX	Earnings per equity share (of Rs.10 each)	28(III)		
	(1) Basic (Refer Note 26(III) )		30.92	695.00
	(2) Diluted (Refer Note 26(III) )		30.92	695.00
See accompanying Notes 1 to 35 to the financial statements				
In terms of our report attached				
For S A R A & Associates		For and on behalf of the Board of Directors		
Chartered Accountants		Bodhi Tree Multimedia Limited		
Firm Regn No: 120927W		CIN: U92221MH2013PTC245208		
Sd/-				
Alok Bairagra		Mautik Tolia	Sukesh Motwani	
Partner		Managing Director	Director	
Membership No. 105153		DIN: 06586383	DIN: 06586400	
Place: Mumbai				
Date: June 30, 2021		Saloni Jain	Ravi Bhatt	
UDIN No.: 21105153AAAAGI7752		Company Secretary	CFO	
		Place: Mumbai		
		Date: June 30, 2021		

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>			
<b>STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021</b>			
Particulars		For the period ended March 31, 2021	For the period ended March 31, 2020
		Rupees	Rupees
A)	CASH FLOW FROM OPERATING ACTIVITIES :		
	Profit before Taxation	3,28,06,337	3,72,03,035
	Adjustments for:		
	Depreciation and amortisation expense	1,38,856	1,49,976
	Sundry Balance Written Off	1,77,302	7,88,511
	Interest expense on borrowing	19,72,628	18,93,169
	Sundry Balances Written Back/ Input Credit Reversal	(26,37,072)	(72,76,382)
	Operating Profit before Working Capital Changes	3,24,58,051	3,27,58,309
	Adjustments for changes in working capital:		
	Changes in Inventories	2,06,21,513	(5,35,97,012)
	(Decrease) / increase in Trade Payable	(9,92,543)	(2,23,76,925)
	(Decrease) / increase in Other Current Liabilities	(27,76,960)	(62,81,163)
	Decrease / (increase) in trade receivable	(1,13,46,102)	1,54,35,810
	Decrease / (increase) in Other Current Assets	(85,02,644)	-
	Cash generated from operations	2,94,61,315	(3,40,60,981)
	Direct taxes paid including refund and deferred tax (net)	24,25,490	(18,79,843)
	Net Cash (used in) from operating activities	3,18,86,805	(3,59,40,824)
B )	CASH FLOW FROM INVESTING ACTIVITIES :		
	Purchase of Tangible assets	(69,487)	(3,02,875)
	Interest on income tax refund	-	-
C )	CASH FLOW FROM FINANCING ACTIVITIES :		
	Proceeds from Short Term Borrowings	15,71,832	2,78,46,766
	Repayment of Short Term Borrowings	(2,78,46,766)	(30,77,116)
	Proceeds from issue of capital / share application money	4,30,50,000	2,50,73,900
	Refund Share application money	(73,900)	-
	Repayment of short term borrowings	-	-
	Repayment of Other Long Term Liabilities	(85,00,000)	
	Interim Dividend Paid	(11,75,640)	-
	Income Tax on Interim Dividend	(74,254)	-
	Loans and Advances/ Security Deposits given	(1,79,45,868)	(47,373)
	Loans and Advances received back	-	1,62,11,695
	Proceeds from long term borrowings	8,47,724	
	Repayment of long term borrowings	-	(2,31,82,802)
	Interest paid	(19,72,628)	(18,93,169)
	Net Cash generated from financing activities	(1,21,19,499)	4,09,31,900
	Net increase in Cash and Cash Equivalents (A+B+C)	2,05,52,814	46,88,201
	Cash and cash equivalents at the beginning of the period / year	53,49,835	6,61,634

	Cash and cash equivalents at the end of the period / year	2,59,02,649	53,49,835
	Notes on Cash Flow Statements:		
1	Cash and cash equivalents at the end of the period / year as per Financial Statement (Refer Note 18)		
2	The Cash Flow Statement has been prepared under the "Indirect method" as set out in Accounting Standard 3- Cash Flow Statements.		
3	Previous year's figures have been regrouped wherever necessary to conform to the current year's classifications.		
4	Cash flows in brackets indicate cash outgo.		
In terms of our report attached			
For S A R A & Associates		For and on behalf of the Board of Directors	
Chartered Accountants		Bodhi Tree Multimedia Limited	
Firm Regn No: 120927W		CIN: U922211MH2013PTC245208	
Sd/-			
Alok Bairagra		Mautik Tolia	Sukesh Motwani
Partner		Managing Director	Director
Membership No. 105153		DIN: 06586383	DIN: 06586400
Place: Mumbai			
Date: June 30, 2021		Saloni Jain	Ravi Bhatt
UDIN No.: 21105153AAAAGI7752		Company Secretary	CFO
		Place: Mumbai	
		Date: June 30, 2021	

**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**  
**STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**1. Background**

Bodhi Tree Multimedia Ltd. (formerly known as Bodhi Tree Multimedia Pvt. Ltd) ('the Company') was incorporated on July 4, 2013 under the Companies Act, 1956. The Company has established itself as a leader in television content in India particularly for Hindi language content and has also successfully ventured in the regional television content market and Internet based program. The registered office and principal place of business of the Company is at Andheri (West), Mumbai. The company was originally incorporated as Bodhi Tree Multimedia Pvt. Ltd on 4th July, 2013 under Companies Act, 1956. The company has been converted in to Public Limited Company under Section 18 of the Companies Act, 2013 w.e.f. 01.09.2020 and the name of the company has been changed into Bodhi Tree Multimedia Ltd. w.e.f 01.09.2020

**2. Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of the Financial Statements.

**A. Basis of Accounting:**

The accounts have been prepared on historical cost convention. The Company follows the accrual basis of accounting. The Financial Statements are prepared in accordance with the accounting standards notified under Companies Act 1956 (the Act) read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.

All assets and liabilities have been classified as current and non-current as per the company's normal operating cycle and other criteria's set out in the Schedule III to the Companies Act, 2013. Based on the nature of products/services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

**B. Segments reporting :**

Operating segments are reported in a manner consistent with the reporting provided to the chief operating decision maker. The chief operating decision maker of the Company consists of the managing director, chief executive officer and chief financial officer which assesses the financial performance and position of the Company, and makes strategic decisions.

**C. Foreign Currency Translation :**

**(i) Functional and presentation currency**

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). These financial statements are presented in Indian rupee (INR), which is company's functional and presentation currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit and Loss. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

**D. Inventories ( Content under development):**

Inventories of television programs and web series (content) under development are stated at lower or unamortized cost of production (including attributable / allocable production costs and expenses) or net realizable value. Cost of content production includes costs incurred during the conceptualization and pre-production phases also and are amortized on commercialization of such content.

Inventories of television programs and web series (content) under development are stated at lower or unamortized cost of production (including attributable / allocable production costs and

expenses) or net realizable value. Cost of content production includes costs incurred during the conceptualization and pre-production phases also and are amortized on commercialization of such content.

#### E Revenue Recognition:

The Company derives revenue from producing television programs, Internet series to its customers. The Company identifies and evaluate each performance obligation under the contract. Revenue recognition is based on the delivery of performance obligations and an assessment of when control is transferred to the customer. Revenue is recognized either when the performance obligation in the contract has been performed ('point in time' recognition) or 'over time' as control of the performance obligation is transferred to the customer.

Revenue generated from the commissioned television programs and Internet series produced for broadcasters is recognized over the period of time over the contract period.

Revenue excludes any taxes and duties collected on behalf of the government.

#### F Interest and Dividend Income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's carrying amount on initial recognition. Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

#### G Income Tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the country where the Company generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred Tax assets are recognised for all deductible temporary differences, unused tax losses and carry forward tax credits only if it is probable that future taxable amounts will be available to utilise those temporary differences, tax losses and tax credits.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss.

#### H Lease:

As a lessee Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases are charged to Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

#### I Cash and cash equivalents:



Cash and cash equivalents includes 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. For the purpose of Cash Flow Statement, Cash and cash equivalents are considered net of outstanding overdrafts, if any, as they are considered an integral part of Company's cash management.

#### J Trade receivable:

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

#### K Fixed Assets

All fixed assets are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the asset. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow 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 repairs and maintenance expenses are charged to Statement of Profit and Loss during the reporting period in which they are incurred. Depreciation methods, estimated useful lives and residual value Depreciation is calculated using the straight-line method to allocate the cost of the asset, net of their residual values, if any, over their estimated useful lives which are in accordance with the useful lives prescribed under Schedule II to the Companies Act, 2013 The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is higher than its estimated recoverable amount.

Advance Received from Related Party Gains or losses arising from the retirement or disposal of a tangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

#### L Impairment of assets:

Non-Financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit or Loss.

#### M Provisions and Contingent Liabilities:

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of managements best estimate of the expenditure required to settle the present obligation at the end of the reporting period. Provisions are not recognized for future operating losses.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### N Earnings Per Share:

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

O Borrowing cost:

Interest and other costs in connection with the borrowing of the funds to the extent related / attributed to the acquisition / construction of qualifying fixed assets are capitalised up to the date when such assets are ready for its intended use and all other borrowing costs are recognised as an expense in the period in which they are incurred.

### 3. Critical Estimates and Judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involve a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

Estimated useful life of Tangible Assets:

The Company reviews the useful lives and carrying amount of fixed sets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods

A Estimation of Current Tax Expense and Income Tax Payable / Receivable:

The calculation of Company's tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. The final resolution of some of these items may give rise to material adjustment to taxable profits/losses.

B Estimation of Contingent Liabilities:

The company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities which is related to pending litigation or other outstanding claims. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual liability may be different from the originally estimated as provision or contingent liability

C Recognition of Deferred Tax Assets:

The recognition of deferred tax assets is based upon whether it is probable that sufficient taxable profits will be available in the future against which the reversal of temporary differences will be offset. In assessing the realizability of deferred tax assets, the Company considers the extent to which it is probable that the deferred tax asset will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment.

D Impairment of Trade Receivables:

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to

assess the impairment loss or gain. The company uses a provision matrix and forward-looking information and an assessment of the credit risk over the expected life of the financial asset to compute the expected credit loss allowance for trade receivables. Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

E Impairment assessment of Investments carried at cost:

The Company conducts impairment review of the investments in subsidiaries, Joint venture & associates whenever events or changes in circumstances indicate their carrying amounts may not be recoverable or tests for impairment annually. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Company to estimate the value in use which is based on future cash flows and suitable discount rate in order to calculate the present value.

BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)				
STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021				
iv. Shares held by Holding / Ultimate holding company and / or Subsidiaries				
Particulars			As at March 31, 2021	As at March 31, 2020
			No. of shares	No. of shares
Equity shares			NIL	NIL
v. Shareholders holding more than 5 percent shares of the aggregate shares in the company				
Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Share Held	% of total holding	No. of Share Held	% of total holding
Equity shares of Rs. 10 each				
-Mautik Ajit Tolia	8,54,995	68.40%	2,55,000	98.08%
Note: 5 Reserves and surplus				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
(a) Securities premium account			5,56,50,000.00	2,25,00,000
(b) (Deficit)/Profit in the statement of profit and loss				
Opening Balance			(2,60,33,349.00)	(6,19,41,428)
Add: Profit/(Loss) for the year			2,49,27,016.00	3,59,08,079
Less: Interim Dividend Paid			(11,75,640.00)	-
Less: Income tax on Interim Dividend			(74,254.00)	-
Closing Balance			(23,56,227.00)	(2,60,33,349)
			5,32,93,773	(35,33,349)
Note: 6 Long-term borrowings				
Particulars			As at March 31, 2021	As at March 31, 2020

			Rupees	Rupees
Unsecured, Considered Good				
Term Loans (Refer Note-i)				
-Banks			8,47,724	-
			8,47,724	-
Note i. Term Loan from HDFC Bank (Unsecured)				
Payable in 36 Equated Monthly Instalment of Rs. 69,086 from September 2020				
Note: 7 Other-Long term Liabilities				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Advance Received from Related Party			-	85,00,000
			-	85,00,000
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
Note: 8 Short Term Borrowings				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Loans Repayable on Demand				
Secured, Considered Good				
(a) From Banks (Refer Note i below)			2,55,00,972	2,45,61,039
(b) Bill Discounting (Refer Note ii below)			-	2,43,92,144
Unsecured, Considered Good				
(c) Loans and advances from related parties, Unsecured				
(a) From Director			12,31,150	5,99,251
(b) Loan from Director's relatives (Refer Note iii below)			-	34,54,622
			2,67,32,122	5,30,07,056
Note i. Overdraft from Bank (Secured)				
Overdraft from Bank of India is secured against FDR of the Directors and their relatives				

Note ii. Bill Discounting with Bank				
The bill discounting is secured against first and exclusive hypothecation charge on all existing current assets of the Company and personal guarantee of Mr. Mautik Tolia and Mr. Sukesh Motwani				
Note iii. Loan taken from Director is interest free and repayable on demand (Refer note 28)				
Note: 9 Trade payables				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Trade payables				
(a) Micro and Small Enterprises (Including acceptance) (Refer Note i below)			-	-
(b) Others			3,98,04,563	4,34,34,178
			3,98,04,563	4,34,34,178
Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.				
Note: 10 Other current liabilities				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
(a) Current Maturities of Long Term Debts (Refer Note i below)			8,29,032	-
(b) Other payables				
-Statutory Dues			63,44,391	93,54,761
-Provision for Expenses			3,25,46,911	3,36,88,107
-Director Remuneration and Professional Fees Payable			10,86,183	5,40,609
			4,08,06,517	4,35,83,477
Note i. Term Loan from HDFC Bank (Unsecured)				
Payable in 36 Equated Monthly Instalment of Rs. 69,086 from September 2020				
Note: 11 Short-term provisions				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Provision for Income Tax (Net)			14,06,680	-

			14,06,680	-
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
Note: 13 Non-current investments				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Investment in Associates (at cost), Unquoted				
Phataka Films LLP			1,00,000	1,00,000
			1,00,000	1,00,000
Footnote: Aggregate value of unquoted investments held by the Company is Rs. 100,000 (Previous year: Rs. 100,000)				
Note: 14 Long-term loans and advances				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Unsecured, considered good				
(a) Security deposits			1,64,73,350	15,64,500
(b) Income Tax Refund			-	3,14,937
(c) MAT Credit Entitlement			10,92,396	71,02,549
(d) Loans and advances to Related Parties			35,61,742	34,58,652
			2,11,27,488	1,24,40,638
Note: 15 Other Non Current Assest				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Unsecured, Considered Good				
(a) IPO Expenses - Deferred			57,21,863	-
			57,21,863	-
Note: 16 Inventories				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees

Work In Progress				
Television Serials and Internet Series			3,29,75,499	5,35,97,012
Total			3,29,75,499	5,35,97,012
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
Note: 17 Trade receivables				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Trade Receivable outstanding for a period exceeding six months from the date they were due for payment				
- Unsecured, considered good			-	61,82,769
			-	61,82,769
- Others trade receivables, Unsecured, Considered good			5,32,77,961	3,59,26,392
			5,32,77,961	4,21,09,161
Note: 18 Cash and cash equivalents				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
(a) Cash on hand			97,913	1,73,297
(b) Balance with banks:				
(i) In current accounts			2,49,49,741	50,68,538
(ii) In earmarked accounts: - Balance with banks held as escrow account for Bill discounting			-	1,08,000
borrowings, guarantees and other- commitments				
			2,50,47,654	53,49,835
Footnote:				
The balances that meet the definition of Cash and cash equivalents as per Accounting Standard 3 Cash Flow Statements- Rs. 2,50,47,654/- (Previous year				
Rs. 53,49,835/-)				
Note: 19 Short-term loans and advances				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Unsecured, Considered Good				



(a) Loans and advances to production team			14,71,128	1,20,073
(b) Loans and Advances to Related Parties			15,82,873	-
			30,54,001	1,20,073
Note 20: Other Current Assets				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Advance to Suppliers			40,07,692	41,93,261
Unbilled Revenue			2,71,26,583	2,41,60,233
			3,11,34,275	2,83,53,494

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>										
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>										
Note: 12 Fixed assets										Amount in Rupees
Particulars	Gross carrying amount				Accumulated depreciation / amortisation				Net carrying amount	
	As at April 1, 2020	Additions	Deletion	As at March 31, 2021	As at April 1, 2020	For the Year	Deletion/ WO	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
Tangible assets:										
Computer & Laptops	5,91,061	46,440	-	6,37,501	5,14,882	29,889	-	5,44,771	92,730	76,179
Furniture & fixtures	42,400	-	-	42,400	38,324	489	-	38,813	3,587	4,076
Electrical & Fittings	16,36,832	-	-	16,36,832	13,16,280	98,054	-	14,14,334	2,22,498	3,20,552
Office Equipment's	30,884	-	-	30,884	22,736	3,166	-	25,902	4,982	8,148
Mobile Phone	96,900	-	-	96,900	91,802	206	-	92,008	4,892	5,098
Air Conditioner	2,44,980	23,047	-	2,68,027	2,22,140	7,052	-	2,29,192	38,835	22,840
Total	26,43,057	69,487	-	27,12,544	22,06,164	1,38,856	-	23,45,020	3,67,524	
Previous year	23,40	3,02,	-	26,43,	20,56	1,49,	-	22,06	4,36,	

	,182	875		057	,188	976		,164	893	
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<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>		
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>		
Note: 21 Revenue from operations		
Particulars	For the year ended March 31, 2021 Rupees	For the year ended March 31, 2020 Rupees
Sale of services:		
(a) Commissioned television programs	13,79,83,471	14,15,11,988
(b) Internet programs / Web Series	21,88,89,623	12,56,22,244
	35,68,73,094	26,71,34,232
Note: 22 Other income		
Particulars	For the year ended March 31, 2021 Rupees	For the year ended March 31, 2020 Rupees
(i) Interest on income tax refund	3,09,772	2,41,852
(ii) Liabilities no longer required written back	26,37,072	39,25,756
(iii) Reversal of Input credit (Refer Note 28)	-	33,50,626
	29,46,844	75,18,234
Note: 23 Cost of production expenses		
Particulars	For the year ended March 31, 2021 Rupees	For the year ended March 31, 2020 Rupees
Artists, directors, writes, technicians & other professional fees	14,76,67,209	12,59,05,807
Shooting and location expenses	1,79,33,174	4,14,34,002
Sets & studio maintenance charges	1,06,62,862	2,39,04,455
Location hire charges	1,25,24,708	2,03,07,461
Set properties and equipment hire charges	3,61,69,666	1,69,73,052
Food and refreshments charges	80,89,155	89,91,412
Line production cost	57,90,777	75,06,809
Sound expense	63,35,842	59,45,416
Editing, Dubbing & Subtitling	41,05,521	43,87,374
Production expenses including purchase of costumes and dresses	1,50,03,170	20,46,460
Purchase of tapes	98,500	13,83,227
Insurance expense	18,96,535	6,41,017

Other production expenses	1,38,78,670	95,35,855
Covid Expenses	45,56,928	-
	28,47,12,718	26,89,62,348
Note 24 Change in inventories		
Particulars	8,54,995	#DIV/0!
	Rupees	Rupees
Opening Balance		
Television serials, internet series	5,35,97,012	-
Closing Balance		
Television serials, internet series	3,29,75,499	5,35,97,012
Total Change in inventories	2,06,21,513	(5,35,97,012)
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>		
<b>STANDALONE NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>		
Note: 25 Employee benefit expense		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
	Rupees	Rupees
Salaries and wages - Staff	25,67,676	11,31,735
Directors Remuneration	55,19,355	47,24,532
Staff welfare expenses	6,56,569	41,953
	87,43,600	58,98,220
Note: 26 Finance cost		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
	Rupees	Rupees
(a) Interest expenses on:		
Advance Received from Related Party	19,72,628	18,93,169
(b) Others	1,91,627	6,71,006
	21,64,255	25,64,175
Note: 27 Other expenses		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
	Rupees	Rupees

Power and fuel	1,13,562	2,51,085
Rent	13,87,900	24,36,130
Repairs and maintenance	1,69,650	4,04,876
Communication expenses	1,95,509	1,82,849
Travelling and conveyance	1,28,979	1,12,257
Printing and stationery	48,441	18,683
Advertising and sales promotion	2,48,480	1,67,568
Legal and professional fees	42,46,453	43,33,746
Payments to auditors		
-As auditors - statutory audit	3,00,000	1,50,000
-For taxation matters	-	-
IPO Expenses	14,87,881	-
Sundry balance written off	1,77,302	7,88,511
Miscellaneous expenses	21,28,503	46,26,019
	1,06,32,659	1,34,71,724

BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)  
STANDALONE NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Note 28: Disclosure under accounting standards

I Disclosure under accounting standard 18 - "Related-party Disclosures" are given below:

Related Party Disclosure:

A. Relationships

(i) Enterprises where controls exists:

Associate / Joint venture

1 Phataka Films LLP (JV) from 1st April, 2020

(ii) Parties with whom transactions have taken place:

Associate / Joint venture

1 Bodhi Tree (Proprietorship firm)

2 Phataka Films LLP (JV)

Ventures in which KMPs have significant influence

1 Sumukha Bodhitree Entertainment Pvt Ltd.

2 Point 17 (Proprietorship Firm - Relative of KMP)

B. Key management personnel (KMP)

Director

1 Mautik Tolia

Director

2 Suresh Motwani

C. Relatives of Key management personnel (KMP)

1 Ajit M. Tolia

Father of Mr. Mautik Tolia

2 Anjana Tolia

Spouse of Mr. Mautik Tolia

3 Nautam Tolia

Uncle of Mr. Mautik Tolia

C. Ventures in which KMPs have significant influence

1 Bodhi Tree (Director Proprietorship firm)

2 Point 17 (Proprietorship Firm - Relative of KMP)

3 Sumukha Bodhitree Entertainment Pvt Ltd.

D Transactions with related parties

Statement of transactions for the year ended March 31, 2021

Sr. No.	Particulars	Associate / Joint venture	Key management personnel (KMP)	Relative of Key management personnel (KMP)	Enterprise in which Key Management Personnel and KMP relative have significant influence	Total
1	Remuneration / Salary					
	Mautik Tolia	-	25,19,355	-	-	25,19,355
	Suresh Motwani	-	30,00,000	-	-	30,00,000
2	Reimbursement of Exp. / Paid against services					
	Mautik Tolia	-	38,49,669	-	-	38,49,669
	Point 17 (Inc GST)	-	-	-	8,26,000	8,26,000
	Nautam Tolia	-	-	3,00,000	-	3,00,000
3	Loan / advance Taken					
	Mautik Tolia	-	24,65,389	-	-	24,65,389
4	Loan / advance repaid					
	Mautik Tolia	-	(19,33,490)	-	-	(19,33,490)
	Suresh Motwani	-	-	-	-	-
###	#DIV/0!	-	-	(23,49,656)	-	(23,49,656)
	Nautam Tolia	-	-	(5,04,966)	-	(5,04,966)
5	Payments made on behalf of the related party					
	Sumukha Bodhitree Entertainment Pvt Ltd.	-	-	-	70,04,998	70,04,998
6	Amount					
	Receivable/(Payable)					
	Mautik Tolia	-	(20,77,287)	-	-	(20,77,287)
	Suresh Motwani	-	(10,16,553)	-	-	(10,16,553)
	Phataka Films LLP	35,61,742	-	-	-	35,61,742
	Point 17	-	-	-	(2,21,000)	55,250
	Sumukha Bodhitree Entertainment Pvt Ltd.	-	-	-	15,82,873	15,82,873

BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)  
STANDALONE NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

<u>Statement of transactions for the Year ended March 31, 2020</u>		<u>(Previous Year)</u>			
Sr. No.	Particulars	Associate / Joint venture	Key management personnel (KMP)	Relative of Key management personnel (KMP)	Enterprise in which Key Management Personnel and KMP relative have significant influence
Advar	1 Remuneration / Salary				
	Mautik Tolia	-	18,00,000	-	-
	Sukesh Motwani	-	29,24,532	-	-
	2 Reimbursement of Exp. /				
	Paid against services				
	Mautik Tolia		26,37,693	-	-
	Sukesh Motwani		3,00,000		
	Point 17 (Inc GST)	-	-	-	5,00,000
	Nautam Tolia			3,00,000	
	3 Loan / advance Taken				
	Mautik Tolia	-	8,26,100	-	-
	Sukesh Motwani	-	2,23,161	-	-
	Ajit Tolia	-	-	46,49,656	-
	Anjana Tolia	-	-	8,00,000	-
	Nautam Tolia	-	-	16,79,966	-
	Bodhi Tree	-	-	-	-
	Phataka Films LLP	-	-	-	-
	Sumukha Bodhitree				2,50,000
	Entertainment Pvt Ltd.				
	4 Loan / advance repaid				
	Mautik Tolia	-	(1,99,92,063)	-	-
	Sukesh Motwani	-	-	-	-
	Ajit Tolia	-	-	(23,00,000)	-
	Anjana Tolia	-	-	(2,00,000)	-
	Nautam Tolia	-	-	(11,75,000)	-
	Bodhi Tree	-	-	-	(42,40,000)
	Phataka Films LLP	-	-	-	-
	Sumukha Bodhitree				(2,50,000)
	Entertainment Pvt Ltd.				
	5 Payments made on behalf of the related party				
	Phataka Films LLP	-	-	-	27,300
	Sumukha Bodhitree				25,000
	Entertainment Pvt Ltd.				
	5 Payments made by the related party on behalf of the Company				
	Mautik Tolia	-	5,26,100	-	-
	Sukesh Motwani	-	2,23,161	-	-
	Ajit Tolia	-	-	3,49,656	-
	Anjana Tolia	-	-	-	-
	Nautam Tolia	-	-	1,19,966	-
	Bodhi Tree	-	-	-	-
	Phataka Films LLP	-	-	-	-
	6 Amount				
	Receivable/(Payable)				
	Mautik Tolia	-	(7,41,699)	-	-
	Sukesh Motwani	-	(3,98,161)	-	-
	Ajit Tolia	-	-	(23,49,656)	-
	Anjana Tolia	-	-	(6,00,000)	-
	Nautam Tolia	-	-	(5,72,466)	-
	Bodhi Tree	-	-	-	-
	Phataka Films LLP	-	-	-	36,58,652
	Point 17	-	-	-	(2,70,000)
	Sumukha Bodhitree	-	-	-	25,000
	Entertainment Pvt Ltd.				



BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)  
STANDALONE NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Note: 30 Share application money

During the previous year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same, a right issue was offered to the existing shareholders in the ratio of 30:1 from their present holding with the right to renounce.

Company had received the share application amount of Rs. 2,50,73,800 from its shareholders. The company had issued 25,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 100. The issue is determined as per valuation report dated 31/01/2020 issued by M/s. Nagigant Corporate Advisors limited, SEBI registered category I merchant banker, SEBI registration no: INM000012243, valuer as per income tax act and provisions of FEMA/RBI and rules made thereunder

Note: 31 Share capital

During the current year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same.

Company had received the share application amount of Rs. 60,00,000 from its shareholders. The company had issued 6,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 10. The issue is determined as per valuation report dated 03/06/2020 issued by M/s. Nitin Khandelwal, IBBI registered valuer IBBI registration no: IBBI/R/V/06/2019/11980 and ICAIRVO/06/RV-P00166/2019-20.

Note: 32 During the previous year, Other income includes reversal of an amount of Rs. 33,50,626 towards input tax credit (ITC) on account of adjustment made against unutilised credit in earlier years which is duly reflected in GST reconciliation analysis & correction enabling system.

Note: 33 The outbreak of corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company's operation and revenue during the year were also impacted due to COVID-19. The Company has taken into account the possible impact of COVID-19 in preparation of audited financial results, including its assessment of recoverable value of its assets based in internal and external information upto the date of approval of these audited financial results and current indicators of future economic conditions.

Note: 34 - Interim Dividend

During the current year company had paid Interim dividend of Rs. 10 per share

Note: 35 Previous year's figures have been regrouped wherever necessary to conform to the current year's classifications.

In terms of our report attached  
For S A R A & Associates  
Firm Regn No: 120927W

For and on behalf of the Board of Directors  
Bodhi Tree Multimedia Limited  
CIN: U92221MH2013PTC245208

Alok Bairagra  
Partner  
Membership No. 105153  
Place: Mumbai  
Date: June 30, 2021  
UDIN No.: 21105153AAAAGI7752

Mautik Tolia  
Managing Director  
DIN: 06586383  
Place: Mumbai  
Date: June 30, 2021

Sukesh Motwani      Saloni Jain      Ravi Bhaat  
Director              Company Secretary CFO  
DIN: 06586400

BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)  
STANDALONE NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

II Disclosure under accounting standard - 19 - "Leases" are given below:

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
Disclosures in respect of agreement for office premises taken on lease:		
Lease payments recognised in the profit and loss account significant leasing arrangements	13,87,900	24,36,130
Under certain agreements, refundable interest free deposits / advance rent have been given.		
The agreements generally contain provision for renewal.		
Certain agreements provide for increase in rent during the tenure of the agreement.		

III Disclosure under accounting standard - 20 "Earnings Per Share":

Particulars	Units	March 31, 2021	March 31, 2020
Net Profit after taxation (As per the statement of profit and loss)	Rs.	2,49,27,016	3,59,08,079
Actual No. of Equity Shares outstanding at the end of the year	Nos.	12,50,000	2,60,000
Weighted Average number of equity shares outstanding during the period / year	Nos.	8,06,247	51,667
Basic earnings per share	Rs.	30.92	695.00
Diluted earnings per share	Rs.	30.92	695.00
Nominal value per share	Rs.	10	10

IV Disclosure under accounting standard - 22 "Accounting On Taxes":

- 1) In view of the taxable losses in the current year and from the past years, the Company had not made the provision for current tax. However provision is made as per MAT working
- 2) Deferred tax asset on unabsorbed depreciation and business losses has been recognized on the basis of business plan prepared by the management, which takes into account certain future receivables arising out of contractual obligations. The management is of the opinion that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which the deferred tax

Components of deferred tax assets/ (liabilities) (net) are as follows:

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
Deferred tax assets		
Amounts not deductible under section 40 (a) of the Income-tax Act, 1961	25,38,659	26,27,672
Business Loss and Unabsorbed Depreciation	-	24,78,767
WDV of Fixed Assets	46,455	51,717
Total deferred tax assets	25,85,114	51,58,156
Deferred tax liabilities	-	-
Total deferred tax liabilities	-	-
Deferred tax assets (net)	25,85,114	51,58,156

Note No: 29 Expenditure in Foreign Currency

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
Artists, directors, writes, technicians, Location & other professional fees	1,07,25,380	-
Legal and Professional Fees	3,30,802	-
Other production expenses	1,75,160	-

Note: 30 Share application money

During the previous year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same, a right issue was offered to the existing shareholders in the ratio of 30:1 from their present holding with the right to renounce.

Company had received the share application amount of Rs. 2,50,73,800 from its shareholders. The company had issued 25,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 100. The issue is determined as per valuation report dated 31/01/2020 issued by M/s. Nagigant Corporate Advisors limited, SEBI registered category I merchant banker, SEBI registration no: INM000012243, valuer as per income tax act and provisions of FEMA/RBI and rules made thereunder

Note: 31 Share capital

During the current year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same.

Company had received the share application amount of Rs. 60,00,000 from its shareholders. The company had issued 6,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 10. The issue is determined as per valuation report dated 03/06/2020 issued by M/s. Nitin Khandelwal, IBBI registered valuer IBBI registration no: IBBI/R/V/06/2019/11980 and ICAIRVO/06/RV-P00166/2019-20.

Note: 32 During the previous year, Other income includes reversal of an amount of Rs. 33,50,626 towards input tax credit (ITC) on account of adjustment made against unutilised credit in earlier years which is duly reflected in GST reconciliation analysis & correction enabling system.

Note: 33 The outbreak of corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company's operation and revenue during the year were also impacted due to COVID-19. The Company has taken into account the possible impact of COVID-19 in preparation of audited financial results, including its assessment of recoverable value of its assets based in internal and external information upto the date of approval of these audited financial results and current indicators of future economic conditions.

Note: 34 - Interim Dividend

During the current year company had paid Interim dividend of Rs. 10 per share

Note: 35 Previous year's figures have been regrouped wherever necessary to conform to the current year's classifications.

In terms of our report attached  
For S A R A & Associates  
Firm Regn No: 120927W

For and on behalf of the Board of Directors  
Bodhi Tree Multimedia Limited  
CIN: U92221MH2013PTC245208

Alok Bairagra  
Partner  
Membership No. 105153  
Place: Mumbai  
Date: June 30, 2021  
UDIN No.: 21105153AAAAGI7752

Mautik Tolia  
Managing Director  
DIN: 06586383  
Place: Mumbai  
Date: June 30, 2021

Sukesh Motwani  
Director  
DIN: 06586400

Saloni Jain  
Company Secretary CFO

Ravi Bhaat

**Independent Auditor's Report on Consolidated Audit Report of the Bodhi Tree Multimedia Limited**  
**Independent Auditor's Report**

**To the Board of Directors of  
Bodhi Tree Multimedia Limited**

**Opinion**

We have audited the accompanying consolidated financial statements of Bodhi Tree Multimedia Limited (hereinafter referred to as "the Company") and its one associate comprising of the consolidated Balance sheet as at 31 March 2021, the consolidated Statement of Profit and Loss and Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of associate the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company and its associate as at 31 March 2021, their consolidated profit and their consolidated cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ('the Act'). Our responsibilities under those standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

**Management's Responsibilities for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the preparation of these Consolidated financial statements in terms of the requirement of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the Company are responsible for 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; the selection and application of the 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 fair presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

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

The respective Board of Directors of the Company included in the Group are also responsible for overseeing the financial reporting process of the Company.

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

Our objective is to obtain reasonable assurance about whether the Consolidated 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, 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 consolidated 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 consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, 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.

**Other Matter**

We did not audit the financial statement of the Associates included in the consolidated financial statements which includes share of net loss of Rs.6,733/- for the year ended March,31, 2021 as considered in the statement. This financial statement has been audited by another auditor whose report has been furnished to us by the management and our opinion and conclusion on the statement is solely based on the report of the other auditor and the procedures performed by us as stated under Auditor's responsibilities as above.

Our opinion on the consolidated financial statements, and our report on other legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/ financial information certified by the management.

For S A R A & Associates  
Chartered Accountants  
Firm Registration No.120927W

Alok Bairagra  
Partner  
Membership No. 105153  
Mumbai  
June 30, 2021  
UDIN: 21105153AAAAGJ4289



<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021</b>				
<b>Particulars</b>		<b>Note No.</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>Shareholders' funds</b>			
(1)				
	(a) Share capital	4	1,25,00,000	26,00,000
	(b) Equity warrants		-	-
	(b) Reserves and surplus	5	5,32,87,040	(35,33,349)
	(c) Share application money pending allotment	30	-	73,900
	<b>Non-current liabilities</b>			
(2)				
	(a) Long-term borrowings	6	8,47,724	-
	(b) Other long-term liabilities	7	-	85,00,000
	(c) Long-term provisions	8	-	-
	<b>Current liabilities</b>			
(3)				
	(a) Short-term borrowings	8	2,67,32,122	5,30,07,056
	(b) Trade payables	9	3,98,04,563	4,34,34,178
	(c) Other current liabilities	10	4,08,06,517	4,35,83,477
	(d) Short-term provisions	11	14,06,680	-
	<b>TOTAL</b>		<b>17,53,84,646</b>	<b>14,76,65,262</b>
<b>II</b>	<b>ASSETS</b>			
	<b>Non-current assets</b>			
(1)				
	(a) Fixed assets	12		
	(i) Tangible assets		3,67,524	4,36,893
	(b) Deferred tax assets	25(IV)	25,85,114	51,58,156
	(c) Non-current investments	13	93,267	1,00,000
	(d) Long-term loans and advances	14	2,11,27,488	1,24,40,638
	(e) Other Non Current Assets	15	57,21,863	-
	<b>Current assets</b>			
(2)				
	(a) Inventories	16	3,29,75,499	5,35,97,012
	(b) Trade receivables	17	5,32,77,961	4,21,09,161
	(c) Cash and cash equivalents	18	2,50,47,654	53,49,835
	(d) Short-term loans and advances	19	30,54,001	1,20,073
	(e) Other Current Assets	20	3,11,34,275	2,83,53,494
	<b>TOTAL</b>		<b>17,53,84,646</b>	<b>14,76,65,262</b>
See accompanying Notes 1 to 35 to the financial statements				
In terms of our report attached				
For S A R A & Associates			For and on behalf of the Board of Directors	

Chartered Accountants		Bodhi Tree Multimedia Limited	
Firm Regn No: 120927W		CIN: U922211MH2013PTC245208	
Sd/-			
Alok Bairagra		Mautik Tolia	Sukesh Motwani
Partner		Managing Director	Director
Membership No. 105153		DIN: 06586383	DIN: 06586400
Place: Mumbai			
Date: June 30, 2021		Saloni Jain	Ravi Bhatt
UDIN No.: 21105153AAAAGI7752		Company Secretary	CFO
		Place: Mumbai	
		Date: June 30, 2021	

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021</b>				
<b>Particulars</b>		<b>Note No.</b>	<b>For the year ended</b>	<b>For the year ended</b>
			<b>March 31, 2021</b>	<b>March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
<b>I</b>	<b>Revenue from operations</b>	21	35,68,73,094	26,71,34,232
<b>II</b>	<b>Other income</b>	22	29,46,844	75,18,234
<b>III</b>	<b>Total Revenue (I + II)</b>		<b>35,98,19,938</b>	<b>27,46,52,466</b>
<b>IV</b>	<b>Expenses:</b>			
	(a) Cost of production	23	28,47,12,718	26,89,62,348
	(b) Change in inventories	24	2,06,21,513	(5,35,97,012)
	(c) Employee benefit expense	25	87,43,600	58,98,220
	(d) Finance cost	26	21,64,255	25,64,175
	(e) Depreciation and amortisation expense	12	1,38,856	1,49,976
	(f) Other expenses	27	1,06,32,659	1,34,71,724
	<b>Total expenses</b>		<b>32,70,13,601</b>	<b>23,74,49,431</b>
<b>V</b>	<b>before exceptional and extraordinary items and tax- (III - IV)</b>		<b>3,28,06,337</b>	<b>3,72,03,035</b>
	Exceptional Items		-	-
	Profit/(Loss) on share of associates		(6,733)	-
	<b>Profit before extraordinary items and tax</b>		<b>3,27,99,604</b>	<b>3,72,03,035</b>
	Extraordinary items		-	-
<b>VI</b>	Tax expense:	26(IV)		
	- Current tax		53,06,280	64,53,111
	- Deferred tax		25,73,041	(51,58,155)
<b>VII</b>	<b>Profit for the period / year (VII-VIII)</b>		<b>2,49,20,283</b>	<b>3,59,08,079</b>
<b>VII I</b>	<b>Profit from continuing operations</b>		<b>2,49,20,283</b>	<b>3,59,08,079</b>
<b>IX</b>	<b>Earnings per equity share (of Rs.10 each)</b>	28(III)		
	(1) Basic (Refer Note 26(III) )		30.91	695.00
	(2) Diluted (Refer Note 26(III) )		30.91	695.00
See accompanying Notes 1 to 35 to the financial statements				
In terms of our report attached				
For S A R A & Associates		For and on behalf of the Board of Directors		
Chartered Accountants		Bodhi Tree Multimedia Limited		

Firm Regn No: 120927W		CIN: U922211MH2013PTC245208	
Sd/-			
Alok Bairagra		Mautik Tolia	Sukesh Motwani
Partner		Managing Director	Director
Membership No. 105153		DIN: 06586383	DIN: 06586400
Place: Mumbai			
Date: June 30, 2021		Saloni Jain	Ravi Bhatt
UDIN No.: 21105153AAAAGI7752		Company Secretary	CFO
		Place: Mumbai	
		Date: June 30, 2021	

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>			
<b>CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021</b>			
<b>Particulars</b>		<b>For the period ended March 31, 2021</b>	<b>For the period ended March 31, 2020</b>
		<b>Rupees</b>	<b>Rupees</b>
<b>A )</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>		
	Profit before Taxation	3,27,99,604	3,72,03,035
	<b>Adjustments for:</b>		
	Depreciation and amortisation expense	1,38,856	1,49,976
	Sundry Balance Written Off	1,77,302	7,88,511
	Bad debts advances	-	-
	Interest expense on borrowing	19,72,628	18,93,169
	Profit/(Loss) on Share of Associates	6,733	-
	Sundry Balances Written Back/ Input Credit Reversal	(26,37,072)	(72,76,382)
	<b>Operating Profit before Working Capital Changes</b>	<b>3,24,58,051</b>	<b>3,27,58,309</b>
	<b>Adjustments for changes in working capital:</b>		
	Changes in Inventories	2,06,21,513	(5,35,97,012)
	(Decrease) / increase in Trade Payable	(9,92,543)	(2,23,76,925)
	(Decrease) / increase in Other Current Liabilities	(27,76,960)	(62,81,163)
	Decrease / (increase) in trade receivable	(1,13,46,102)	1,54,35,810
	Decrease / (increase) in Other Current Assets	(85,02,644)	-
	<b>Cash generated from operations</b>	<b>2,94,61,315</b>	<b>(3,40,60,981)</b>
	Direct taxes paid including refund and deferred tax (net)	24,25,490	(18,79,843)
	<b>Net Cash (used in) from operating activities</b>	<b>3,18,86,805</b>	<b>(3,59,40,824)</b>
<b>B )</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>		
	Purchase of Tangible assets	(69,487)	(3,02,875)
	<b>Net Cash generated investing activities</b>	<b>(69,487)</b>	<b>(3,02,875)</b>
<b>C )</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>		
	Proceeds from Short Term Borrowings	15,71,832	2,78,46,766
	Repayment of Short Term Borrowings	(2,78,46,766)	(30,77,116)
	Proceeds from issue of capital / share application money	4,30,50,000	2,50,73,900
	Refund Share application money	(73,900)	-
	Repayment of short term borrowings	-	-
	Repayment of Other Long Term Liabilities	(85,00,000)	
	Interim Dividend Paid	(11,75,640)	-
	Income Tax on Interim Dividend	(74,254)	-
	Loans and Advances/ Security Deposits given	(1,79,45,868)	(47,373)
	Loans and Advances received back		1,62,11,695
	Proceeds from long term borrowings	8,47,724	
	Repayment of long term borrowings	-	(2,31,82,802)
	Interest paid	(19,72,628)	(18,93,169)
	<b>Net Cash generated from financing activities</b>	<b>(1,21,19,499)</b>	<b>4,09,31,900</b>

	<b>Net increase in Cash and Cash Equivalents (A+B+C)</b>	<b>1,96,97,819</b>	<b>46,88,201</b>
	Cash and cash equivalents at the beginning of the period / year	53,49,835	6,61,634
	Cash and cash equivalents at the end of the period / year	<b>2,50,47,654</b>	<b>53,49,835</b>
	<b>Notes on Cash Flow Statements:</b>		
1	Cash and cash equivalents at the end of the period / year as per Financial Statement (Refer Note 18)		
2	The Cash Flow Statement has been prepared under the "Indirect method" as set out in Accounting Standard 3- Cash Flow Statements.		
3	Previous year's figures have been regrouped wherever necessary to conform to the current year's classifications.		
4	Cash flows in brackets indicate cash outgo.		
	In terms of our report attached	<b>For and on behalf of the Board of Directors</b>	
	<b>For S A R A &amp; Associates</b>	<b>Bodhi Tree Multimedia Limited</b>	
	Chartered Accountants	CIN: U92221MH2013PTC245208	
	Firm Regn No: 120927W		
	<b>Alok Bairagra</b>	<b>Mautik Tolia</b>	<b>Sukesh Motwani</b>
	Partner	Managing Director	Director
	Membership No. 105153	DIN: 06586383	DIN: 06586383
	Date: June 30, 2021		
	UDIN No.: 21105153AAAAGJ4289		
		<b>Saloni Jain</b>	<b>Ravi Bhaat</b>
		Company Secretary	CFO
		Place: Mumbai	
		Date: June 30, 2021	



**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd) CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**1 Background**

Bodhi Tree Multimedia Ltd. (formerly known as Bodhi Tree Multimedia Pvt. Ltd) ('the Company') was incorporated on July 4, 2013 under the Companies Act, 1956. The Company has established itself as a leader in television content in India particularly for Hindi language content and has also successfully ventured in the regional television content market and Internet based program. The registered office and principal place of business of the Company is at Andheri (West), Mumbai.

The company was originally incorporated as Bodhi Tree Multimedia Pvt. Ltd on 4<sup>th</sup> July, 2013 under Companies Act, 1956. The company has been converted into Public Limited Company under Section 18 of the Companies Act, 2013 w.e.f. 01.09.2020 and the name of the company has been changed into Bodhi Tree Multimedia Ltd. w.e.f 01.09.2020

**2 Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of the Financial Statements.

**A Basis of Accounting:**

The accounts have been prepared on historical cost convention. The Company follows the accrual basis of accounting. The Financial Statements are prepared in accordance with the accounting standards notified under Companies Act 1956 (the Act) read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.

All assets and liabilities have been classified as current and non-current as per the company's normal operating cycle and other criteria's set out in the Schedule III to the Companies Act, 2013.

Based on the nature of products/services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

**B Segments reporting:**

Operating segments are reported in a manner consistent with the reporting provided to the chief operating decision maker. The chief operating decision maker of the Company consists of the managing director, chief executive officer and chief financial officer which assesses the financial performance and position of the Company, and makes strategic decisions.

**C Foreign Currency Translation:**

**(i) Functional and presentation currency**

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). These financial statements are presented in Indian rupee (INR), which is company's functional and presentation currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using exchange rate

at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit and Loss. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

#### **d Inventories (Content under development):**

Inventories of television programs and web series (content) under development are stated at lower or unamortized cost of production (including attributable / allocable production costs and expenses) or net realizable value. Cost of content production includes costs incurred during the conceptualization and pre-production phases also and are amortized on commercialization of such content.

#### **e Revenue Recognition:**

The Company derives revenue from producing television programs, Internet series to its customers. The Company identifies and evaluate each performance obligation under the contract. Revenue recognition is based on the delivery of performance obligations and an assessment of when control is transferred to the customer. Revenue is recognized either when the performance obligation in the contract has been performed ('point in time' recognition) or 'over time' as control of the performance obligation is transferred to the customer.

Revenue generated from the commissioned television programs and Internet series produced for broadcasters is recognized over the period of time over the contract period. Revenue excludes any taxes and duties collected on behalf of the government.

#### **f Interest and Dividend Income:**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's carrying amount on initial recognition.

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

#### **g Income Tax:**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the country where the Company generates taxable income. Management periodically evaluates position taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the

financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred Tax assets are recognised for all deductible temporary differences, unused tax losses and carry forward tax credits only if it is probable that future taxable amounts will be available to utilise those temporary differences, tax losses and tax credits.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss.

#### **h Lease:**

**As a lessee**

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases are charged to Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

**As a lessor**

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

#### **i Cash and cash equivalents:**

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. For the purpose of Cash Flow Statement, Cash and cash equivalents are considered net of outstanding overdrafts, if any, as they are considered an integral part of Company's cash management.

#### **j Trade receivable:**

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

#### **k Fixed Assets**

All fixed assets are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the asset. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow 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 repairs and maintenance expenses are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-

line method to allocate the cost of the asset, net of their residual values, if any, over their estimated useful lives which are in accordance with the useful lives prescribed under Schedule II to the Companies Act, 2013

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is higher than its estimated recoverable amount.

Gains or losses arising from the retirement or disposal of a tangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

#### **l Impairment of assets:**

Non-Financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit or Loss.

#### **m Provisions and Contingent Liabilities:**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. Provisions are not recognised for future operating losses.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### **n Earnings Per Share:**

##### **(i) Basic earnings per share**

##### **Basic earnings per share is calculated by dividing:**

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year

(ii) Diluted earnings per share

**Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:**

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**o Borrowing cost:**

Interest and other costs in connection with the borrowing of the funds to the extent related / attributed to the acquisition / construction of qualifying fixed assets are capitalised up to the date when such assets are ready for its intended use and all other borrowing costs are recognised as an expense in the period in which they are incurred.

### **3 Critical Estimates and Judgments**

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involve a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumption turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

**The areas involving critical estimates and judgments are:**

**Estimated useful life of Tangible Assets:**

The Company reviews the useful lives and carrying amount of fixed assets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

**A Estimation of Current Tax Expense and Income Tax Payable / Receivable:**

The calculation of Company's tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. The final resolution of some of these items may give rise to material adjustment to taxable profits/losses.

**B Estimation of Contingent Liabilities:**

The company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities which is related to pending litigation or other outstanding claims. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual liability may be different from the originally estimated as provision or contingent liability.

**C Recognition of Deferred Tax Assets:**

The recognition of deferred tax assets is based upon whether it is probable that sufficient taxable profits will be available in the future against which the reversal of temporary differences will be offset. In assessing the realizability of deferred tax assets, the Company considers the extent to which it is probable that the deferred tax asset will be realized. The

ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment.

**▫ Impairment of Trade Receivables:**

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses expected credit loss model to assess the impairment loss or gain. The company uses a provision matrix and forward-looking information and an assessment of the credit risk over the expected life of the financial asset to compute the expected credit loss allowance for trade receivables.

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

**▫ Impairment assessment of investments carried at cost:**

The Company conducts impairment review of the investments in subsidiaries, Joint venture & associates whenever events or changes in circumstances indicate their carrying amounts may not be recoverable or tests for impairment annually. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Company to estimate the value in use which is based on future cash flows and suitable discount rate in order to calculate the present value.



<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
<b>Note 4: Share capital</b>				
<b>Particulars</b>	<b>As at March 31, 2021</b>		<b>As at March 31, 2020</b>	
	<b>No. of shares</b>	<b>Rupees</b>	<b>No. of shares</b>	<b>Rupees</b>
<b>Authorised</b>				
Equity shares of Rs 10 each	15,00,000	1,50,00,000	10,000	1,00,000
	<b>15,00,000</b>	<b>1,50,00,000</b>	<b>10,000</b>	<b>1,00,000</b>
<b>Issued, subscribed and paid-up</b>				
Equity shares of Rs.10 each fully paid up	12,50,000	1,25,00,000	2,60,000	26,00,000
	<b>12,50,000</b>	<b>1,25,00,000</b>	<b>2,60,000</b>	<b>26,00,000</b>
<b>Footnotes :</b>				
<b>i.</b> The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor bought back any shares during a period of five years immediately preceding the balance sheet date.				
<b>ii. Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year</b>				
<b>a) Equity shares</b>				
<b>Particulars</b>	<b>As at March 31, 2021</b>		<b>As at March 31, 2020</b>	
	<b>No. of shares</b>	<b>Rupees</b>	<b>No. of shares</b>	<b>Rupees</b>
At the beginning of period / year	2,60,000	26,00,000	10,000	1,00,000
Issued during the period / year	9,90,000	99,00,000	2,50,000	25,00,000
Outstanding at the end of period / year	12,50,000	1,25,00,000	2,60,000	26,00,000
<b>iii. Rights, preferences and restrictions attached to shares</b>				
<b>a) Equity shares</b>				
The Company has only one class of equity shares having par value of Rs. 10 per share. On a show of hands every member present in person shall have one vote; and upon a poll, the voting rights of members shall be in proportion to their share of the paid equity share capital of the Company. The Company in General meeting may declare dividends to be paid to members according to their respective rights, but no dividend shall exceed the amount recommended by the Board, but the Company in General Meeting may declare a smaller dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021				
<b>iv. Shares held by Holding / Ultimate holding company and / or Subsidiaries</b>				
Particulars			As at March 31, 2021	As at March 31, 2020
			No. of shares	No. of shares
<b>Equity shares</b>			NIL	NIL
<b>v. Shareholders holding more than 5 percent shares of the aggregate shares in the company</b>				
Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Share Held	% of total holding	No. of Share Held	% of total holding
<b>Equity shares of Rs. 10 each</b>				
-Mautik Ajit Tolia	8,54,995	68.40%	2,55,000	98.08%
<b>Note: 5 Reserves and surplus</b>				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
(a) Securities premium account			5,56,50,000.00	2,25,00,000
(b) (deficit) in the statement of profit and loss				
Opening Balance			(2,60,33,349.00)	(6,19,41,428)
Add: Profit for the year			2,49,20,283.00	3,59,08,079
Less: Interim Dividend Paid			(11,75,640.00)	-
Less: Income tax on Interim Dividend			(74,254.00)	-
Closing Balance			<b>(23,62,960.00)</b>	<b>(2,60,33,349)</b>
			<b>5,32,87,040</b>	<b>(35,33,349)</b>
<b>Note: 6 Long-term borrowings</b>				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Unsecured, Considered Good				
Term Loans (Refer Note-i)				
-Banks			8,47,724	-
			<b>8,47,724</b>	-
Note i. Term Loan from				

HDFC Bank (Unsecured)				
Payable in 36 Equated Monthly Instalment of Rs. 69,086 from September 2020				
<b>Note: 7 Other-Long term Liabilities</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Advance Received from Related Party			-	85,00,000
			-	<b>85,00,000</b>
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
<b>Note: 8 Short Term Borrowings</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Loans Repayable on Demand				
Secured, Considered Good				
(a) From Banks (Refer Note i below)			2,55,00,972	2,45,61,039
(b) Bill Discounting (Refer Note ii below)				2,43,92,144
Unsecured, Considered Good				
(c) Unsecured term loan from HDFC (Refer note iii below)				-
(c) Loans and advances from related parties, Unsecured				
(a) From Director			12,31,150	5,99,251
(b) Loan from Director's relatives (Refer Note iii below)			-	34,54,622
			<b>2,67,32,122</b>	<b>5,30,07,056</b>

Note i. Overdraft from Bank (Secured)				
Overdraft from Bank of India is secured against FDR of the Directors and their relatives				
Note ii. Bill Discounting with Bank				
The bill discounting is secured against first and exclusive hypothecation charge on all existing current assets of the Company and personal guarantee of Mr. Mautik Tolia and Mr. Sukesh Motwani				
Note iii. Loan taken from Director is interest free and repayable on demand (Refer note 28)				
<b>Note: 9 Trade payables</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Trade payables				
(a) Micro and Small Enterprises (Including acceptance) (Refer Note i below)			-	-
(b) Others			3,98,04,563	4,34,34,178
			<b>3,98,04,563</b>	<b>4,34,34,178</b>
Note i. There are no Micro, Small and Medium Enterprises, to whom the Company owes dues. This information, as required to be disclosed under the Micro				
Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information				
available with the Company. This has been relied upon by the auditors.				
<b>Note: 10 Other current liabilities</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
(a) Current Maturities of Long Term Debts (Refer Note i below)			8,29,032	-
(b) Other payables				
-Statutory Dues			63,44,391	93,54,761
-Provision for Expenses			3,25,46,911	3,36,88,107
-Director Remuneration and Professional Fees Payable			10,86,183	5,40,609
			<b>4,08,06,517</b>	<b>4,35,83,477</b>
Note i. Term Loan from HDFC Bank (Unsecured)				
Payable in 36 Equated Monthly Instalment of Rs. 69,086 from September				

2020				
<b>Note: 11 Short-term provisions</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
(b) Provision for Income Tax (Net)			14,06,680	-
			<b>14,06,680</b>	<b>-</b>
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
<b>Note: 13 Non-current investments</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Investment in Associates (at cost), Unquoted				
Phataka Films LLP			1,00,000	1,00,000
Less : Profit/(Loss) on share of associates			(6,733)	-
			<b>93,267</b>	<b>1,00,000</b>
<b>Note: 14 Long-term loans and advances</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Unsecured, considered good				
(a) Security deposits			1,64,73,350	15,64,500
(b) Income Tax Refund			-	3,14,937
(c) MAT Credit Entitlement			10,92,396	71,02,549
(d) Loans and advances to Related Parties			35,61,742	34,58,652
			<b>2,11,27,488</b>	<b>1,24,40,638</b>
<b>Note: 15 Other Non Current Assest</b>				

<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Unsecured, Considered Good				
(a) IPO Expenses - Deferred			57,21,863	-
			<b>57,21,863</b>	<b>-</b>
<b>Note: 16 Inventories</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
<b>Work In Progress</b>				
Television Serials and Internet Series			3,29,75,499	5,35,97,012
<b>Total</b>			<b>3,29,75,499</b>	<b>5,35,97,012</b>
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>				
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>				
<b>Note: 17 Trade receivables</b>				
<b>Particulars</b>			<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
			<b>Rupees</b>	<b>Rupees</b>
Trade Receivable outstanding for a period exceeding six months from the date they were due for payment				
- Unsecured, considered good			-	61,82,769
- Unsecured, considered doubtful			-	-
			-	61,82,769
Less: Provision for doubtful trade receivables			-	-
			-	61,82,769
- Others trade receivables, Unsecured, Considered good			5,32,77,961	3,59,26,392
			<b>5,32,77,961</b>	<b>4,21,09,161</b>
<b>Note: 18 Cash and cash equivalents</b>				

Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
(a) Cash on hand			97,913	1,73,297
(b) Balance with banks:				
(i) In current accounts			2,49,49,741	50,68,538
(ii) In earmarked accounts: - Balance with banks held as escrow account for Bill discounting			-	1,08,000
borrowings, guarantees and other- commitments				
			<b>2,50,47,654</b>	<b>53,49,835</b>
Footnote:				
The balances that meet the definition of Cash and cash equivalents as per Accounting Standard 3 Cash Flow Statements- Rs. 2,50,47,654/- (Previous year Rs. 53,49,835/-)				
<b>Note: 19 Short-term loans and advances</b>				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Unsecured, Considered Good				
(a) Loans and advances to production team			14,71,128	1,20,073
(b) Loans and Advances to Related Parties			15,82,873	-
			<b>30,54,001</b>	<b>1,20,073</b>
<b>Note: 20 Other current assets</b>				
Particulars			As at March 31, 2021	As at March 31, 2020
			Rupees	Rupees
Advance to Suppliers			40,07,692	41,93,261
Unbilled Revenue			2,71,26,583	2,41,60,233
			<b>3,11,34,275</b>	<b>2,83,53,494</b>



**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**

**CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

<b>Note: 12 Fixed assets</b>									<b>Amount in Rupees</b>		
<b>Particulars</b>	<b>Gross carrying amount</b>				<b>Accumulated depreciation / amortisation</b>					<b>Net carrying amount</b>	
	<b>As at April 1, 2020</b>	<b>Additions</b>	<b>Deletion</b>	<b>As at March 31, 2021</b>	<b>As at April 1, 2020</b>	<b>For the Year</b>	<b>Deletion/WO</b>	<b>Adjustment against Retained Earnings</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Tangible assets:</b>											
Computer & Laptops	5,91,061	46,440	-	6,37,501	5,14,882	29,889	-	-	5,44,771	92,730	76,179
Furniture & fixtures	42,400	-	-	42,400	38,324	489	-	-	38,813	3,587	4,076
Electrical & Fittings	16,36,832	-	-	16,36,832	13,16,280	98,054	-	-	14,14,334	2,22,498	3,20,552
Office Equipments	30,884	-	-	30,884	22,736	3,166	-	-	25,902	4,982	8,148
Mobile Phone	96,900	-	-	96,900	91,802	206	-	-	92,008	4,892	5,098
Air Conditioner	2,44,980	23,047	-	2,68,027	2,22,140	7,052	-	-	2,29,192	38,835	22,840
<b>Total</b>	<b>26,43,057</b>	<b>69,487</b>	<b>-</b>	<b>27,12,544</b>	<b>22,06,164</b>	<b>1,38,856</b>	<b>-</b>	<b>-</b>	<b>23,45,020</b>	<b>3,67,524</b>	
Previous year	23,40,182	3,02,875	-	26,43,057	20,56,188	1,49,976	-	-	22,06,164	4,36,893	

<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>		
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>		
<b>Note: 21 Revenue from operations</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
Sale of services:		
(a) Commissioned television programs	13,79,83,471	14,15,11,988
(b) Internet programs / Web Series	21,88,89,623	12,56,22,244
	<b>35,68,73,094</b>	<b>26,71,34,232</b>
<b>Note: 22 Other income</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
(c) Profit on redemption of current investment in mutual funds	-	-
(a) Other non-operating income:		
(i) Interest on income tax refund	3,09,772	2,41,852
(ii) Liabilities no longer required written back	26,37,072	39,25,756
(iii) Reversal of Input credit (Refer Note 28)	-	33,50,626
	<b>29,46,844</b>	<b>75,18,234</b>
<b>Note: 23 Cost of production expenses</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
Artists, directors, writes, technicians & other professional fees	14,76,67,209	12,59,05,807
Shooting and location expenses	1,79,33,174	4,14,34,002
Sets & studio maintenance charges	1,06,62,862	2,39,04,455
Location hire charges	1,25,24,708	2,03,07,461
Set properties and equipment hire charges	3,61,69,666	1,69,73,052
Food and refreshments charges	80,89,155	89,91,412
Line production cost	57,90,777	75,06,809
Sound expense	63,35,842	59,45,416
Editing, Dubbing & Subtitling	41,05,521	43,87,374
Production expenses including purchase of costumes and dresses	1,50,03,170	20,46,460
Purchase of tapes	98,500	13,83,227

Insurance expense	18,96,535	6,41,017
Other production expenses	1,38,78,670	95,35,855
Covid Expenses	45,56,928	-
	<b>28,47,12,718</b>	<b>26,89,62,348</b>
<b>Note 24 Change in inventories</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
Opening Balance		
Television serials, internet series	5,35,97,012	-
Closing Balance		
Television serials, internet series	3,29,75,499	5,35,97,012
<b>Total Change in inventories</b>	<b>2,06,21,513</b>	<b>(5,35,97,012)</b>
<b>BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)</b>		
<b>CONSOLIDATED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021</b>		
<b>Note: 25 Employee benefit expense</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
Salaries and wages - Staff	25,67,676	11,31,735
Directors Remuneration	55,19,355	47,24,532
Staff welfare expenses	6,56,569	41,953
	<b>87,43,600</b>	<b>58,98,220</b>
<b>Note: 26 Finance cost</b>		
<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
	<b>Rupees</b>	<b>Rupees</b>
(a) Interest expenses on:		
Borrowings	19,72,628	18,93,169
(b) Others	1,91,627	6,71,006
	<b>21,64,255</b>	<b>25,64,175</b>
<b>Note: 27 Other expenses</b>		

Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020
	Rupees	Rupees
Power and fuel	1,13,562	2,51,085
Rent	13,87,900	24,36,130
Repairs and maintenance	1,69,650	4,04,876
Communication expenses	1,95,509	1,82,849
Travelling and conveyance	1,28,979	1,12,257
Printing and stationery	48,441	18,683
Advertising and sales promotion	2,48,480	1,67,568
Legal and professional fees	42,46,453	43,33,746
Payments to auditors		
-As auditors - statutory audit	3,00,000	1,50,000
-For taxation matters	-	-
IPO Expenses	14,87,881	-
Sundry balance written off	1,77,302	7,88,511
Miscellaneous expenses	21,28,503	46,26,019
	<b>1,06,32,659</b>	<b>1,34,71,724</b>

**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**  
**CONSOLIDATED NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**Note 28: Disclosure under accounting standards**

**I Disclosure under accounting standard 18 - "Related-party Disclosures" are given below:**

**Related Party Disclosure:**

**A. Relationships**

**(i) Enterprises where controls exists:**

Associate / Joint venture

1 Phataka Films LLP (JV) from 1st April, 2020

**Foreign fellow subsidiary**

1 Nimbus Sport International Pte. Limited

2 Nimbus Communications Worldwide Limited – Mauritius

3 Nimbus Media Pte. Limited – Singapore

4 Nimbus Communications Limited – BVI

**(ii) Parties with whom transactions have taken place:**

Associate / Joint venture

1 Bodhi Tree (Proprietorship firm)

2 Phataka Films LLP (JV)

Ventures in which KMPs have significant influence

1 Sumukha Bodhitree Entertainment Pvt Ltd.

2 Point 17 (Proprietorship Firm - Relative of KMP)

**B. Key management personnel (KMP)**

Director

1 Mautik Tolia

Director

2 Sukesh Motwani

**C. Relatives of Key management personnel (KMP)**

1 Ajit M. Tolia

Father of Mr. Mautik Tolia

2 Anjana Tolia

Spouse of Mr. Mautik Tolia

3 Nautam Tolia

Uncle of Mr. Mautik Tolia

**C. Ventures in which KMPs have significant influence**

1 Bodhi Tree (Director Proprietorship firm)

2 Point 17 (Proprietorship Firm - Relative of KMP)

3 Sumukha Bodhitree Entertainment Pvt Ltd.

**D Transactions with related parties**

**Statement of transactions for the year ended March 31, 2021**

Sr. No.	Particulars	Associate / Joint venture	Key management personnel (KMP)	Relative of Key management personnel (KMP)	Enterprise in which Key Management Personnel and KMP relative have significant influence
1	<b>Remuneration / Salary</b>				
	Mautik Tolia	-	25,19,355	-	-
	Sukesh Motwani	-	30,00,000	-	-
2	<b>Reimbursement of Exp. / Paid against services</b>				
	Mautik Tolia	-	38,49,669	-	-
	Point 17 (Inc GST)	-	-	-	8,26,000
	Nautam Tolia	-	-	3,00,000	-
3	<b>Loan / advance Taken</b>				
	Mautik Tolia	-	24,65,389	-	-
4	<b>Loan / advance repaid</b>				
	Mautik Tolia	-	(19,33,490)	-	-
	Ajit Tolia	-	-	(23,49,656)	-
	Anjana Tolia	-	-	(6,00,000)	-
	Nautam Tolia	-	-	(5,04,966)	-
5	<b>Payments made on behalf of the related party</b>				
	Sumukha Bodhitree Entertainment Pvt Ltd.	-	-	-	70,04,998
6	<b>Amount Receivable/(Payable)</b>				
	Mautik Tolia	-	(20,77,287)	-	-
	Sukesh Motwani	-	(10,16,553)	-	-
	Phataka Films LLP	35,61,742	-	-	-
	Point 17	-	-	-	(2,21,000)
	Sumukha Bodhitree Entertainment Pvt Ltd.	-	-	-	15,82,873

**DHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**  
**NSOLIDATED NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**Statement of transactions for the Year ended March 31, 2021** (Previous Year)

Sr. No.	Particulars	Associate / Joint venture	Key management personnel (KMP)	Relative of Key management personnel (KMP)	Enterprise in which Key Management Personnel and KMP relative have significant influence	Total
<b>1</b>	<b>Remuneration / Salary</b>					
	Mautik Tolia	-	18,00,000	-	-	18,00,000
	Sukesh Motwani	-	29,24,532	-	-	29,24,532
<b>2</b>	<b>Reimbursement of Exp. / Paid against services</b>					
	Mautik Tolia		26,37,693	-	-	26,37,693
	Sukesh Motwani		3,00,000			3,00,000
	Point 17 (Inc GST)	-	-	-	5,00,000	5,00,000
	Nautam Tolia			3,00,000		3,00,000
<b>3</b>	<b>Loan / advance Taken</b>					
	Mautik Tolia	-	8,26,100	-	-	8,26,100
	Sukesh Motwani	-	2,23,161	-	-	2,23,161
	Ajit Tolia	-	-	46,49,656	-	46,49,656
	Anjana Tolia	-	-	8,00,000	-	8,00,000
	Nautam Tolia	-	-	16,79,966	-	16,79,966
	Sumukha Bodhitree Entertainment Pvt Ltd.				2,50,000	2,50,000
<b>4</b>	<b>Loan / advance repaid</b>					
	Mautik Tolia	-	(1,99,92,063)	-	-	(1,99,92,063)
	Sukesh Motwani	-	-	-	-	-
	Ajit Tolia	-	-	(23,00,000)	-	(23,00,000)
	Anjana Tolia	-	-	(2,00,000)	-	(2,00,000)
	Nautam Tolia	-	-	(11,75,000)	-	(11,75,000)
	Bodhi Tree	-	-	-	(42,40,000)	(42,40,000)
	Sumukha Bodhitree Entertainment Pvt Ltd.				(2,50,000)	(2,50,000)
<b>5</b>	<b>Payments made on behalf of the related party</b>					
	Phataka Films LLP	-	-	-	27,300	27,300
	Sumukha Bodhitree Entertainment Pvt Ltd.				25,000	25,000
<b>5</b>	<b>Payments made by the related party on behalf of the Company</b>					
	Mautik Tolia	-	5,26,100	-	-	5,26,100
	Sukesh Motwani	-	2,23,161	-	-	2,23,161
	Ajit Tolia	-	-	3,49,656		3,49,656
	Nautam Tolia	-	-	1,19,966		1,19,966
<b>6</b>	<b>Amount Receivable/(Payable)</b>					
	Mautik Tolia	-	(7,41,699)	-	-	(7,41,699)
	Sukesh Motwani	-	(3,98,161)	-	-	(3,98,161)
	Ajit Tolia	-	-	(23,49,656)	-	(23,49,656)
	Anjana Tolia	-	-	(6,00,000)	-	(6,00,000)
	Nautam Tolia	-	-	(5,72,466)	-	(5,72,466)
	Phataka Films LLP	-	-	-	36,58,652	36,58,652
	Point 17	-	-	-	(2,70,000)	(2,70,000)
	Sumukha Bodhitree Entertainment Pvt Ltd.	-	-	-	25,000	25,000

**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**  
**CONSOLIDATED NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**II Disclosure under accounting standard - 19 - "Leases" are given below:**

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
Disclosures in respect of agreement for office premises taken on lease:		
Lease payments recognised in the profit and loss account significant leasing arrangements	13,87,900	24,36,130
Under certain agreements, refundable interest free deposits / advance rent have been given.		
The agreements generally contain provision for renewal.		
Certain agreements provide for increase in rent during the tenure of the agreement.		

**III Disclosure under accounting standard - 20 "Earnings Per Share":**

Particulars	Units	March 31, 2021	March 31, 2020
Net Profit / (Loss) after taxation (As per the statement of profit and loss)	Rs.	2,49,20,283	3,59,08,079
Actual No. of Equity Shares outstanding at the end of the year	Nos.	12,50,000	2,60,000
Weighted Average number of equity shares outstanding during the period / year	Nos.	8,06,247	51,667
Basic earnings per share	Rs.	30.91	695.00
Diluted earnings per share	Rs.	30.91	695.00
Nominal value per share	Rs.	10	10

**IV Disclosure under accounting standard - 22 "Accounting On Taxes":**

- 1) In view of the taxable losses in the current year and from the past years, the Company had not made the provision for current tax. However provision is made as per MAT working
- 2) Deferred tax asset on unabsorbed depreciation and business losses has been recognized on the basis of business plan prepared by the management, which takes into account certain future receivables arising out of contractual obligations. The management is of the opinion that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which the deferred tax

**Components of deferred tax assets/ (liabilities) (net) are as follows:**

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
<b>Deferred tax assets</b>		
Amounts not deductible under section 40 (a) of the Income-tax Act, 1961	25,38,659	26,27,672
Business Loss and Unabsorbed Depreciation	-	24,78,767
WDV of Fixed Assets	46,455	51,717
<b>Total deferred tax assets</b>	<b>25,85,114</b>	<b>51,58,156</b>
Deferred tax liabilities	-	-
<b>Total deferred tax liabilities</b>	<b>-</b>	<b>-</b>
<b>Deferred tax assets (net)</b>	<b>25,85,114</b>	<b>51,58,156</b>

**Note No: 29 Expenditure in Foreign Currency**

Particulars	March 31, 2021 Rupees	March 31, 2020 Rupees
Artists, directors, writes, technicians, Location & other professional fees	1,07,25,380	-
Legal and Professional Fees	3,30,802	-
Other production expenses	1,75,160	-



**BODHI TREE MULTIMEDIA LIMITED (formerly known as Bodhi Tree Multimedia Pvt. Ltd)**  
**CONSOLIDATED NOTES TO AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

**Note: 30 Share application money**

During the previous year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same, a right issue was offered to the existing shareholders in the ratio of 30:1 from their present holding with the right to renounce.

Company had received the share application amount of Rs. 2,50,73,800 from its shareholders. The company had issued 25,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 100. The issue is determined as per valuation report dated 31/01/2020 issued by M/s. Nagigant Corporate Advisors limited, SEBI registered category I merchant banker, SEBI registration no: INM000012243, valuer as per income tax act and provisions of FEMA/RBI and rules made thereunder

**Note: 31 Share capital**

During the current year, the Company had requested the existing shareholders of the Company to infuse further funds in the Company by subscribing to the equity share capital for expansion and development of business operations of the Company and meeting the long term financial requirement of the company including the working capital requirements. Therefore, the Board was further apprised that for the same.

Company had received the share application amount of Rs. 60,00,000 from its shareholders. The company had issued 6,00,000 equity share (Face Value of Rs. 10) at issue price Rs. 10. The issue is determined as per valuation report dated 03/06/2020 issued by M/s. Nitin Khandelwal, IBBI registered valuer IBBI registration no: IBBI/R/V/06/2019/11980 and ICAIRVO/06/RV-P00166/2019-20.

**Note: 32** During the previous year, Other income includes reversal of an amount of Rs. 33,50,626 towards input tax credit (ITC) on account of adjustment made against unutilised credit in earlier years which is duly reflected in GST reconciliation analysis & correction enabling system.

**Note: 33** The outbreak of corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company's operation and revenue during the year were also impacted due to COVID-19. The Company has taken into account the possible impact of COVID-19 in preparation of audited financial results, including its assessment of recoverable value of its assets based in internal and external information upto the date of approval of these audited financial results and current indicators of future economic conditions.

**Note: 34 - Interim Dividend**

During the current year company had paid Interim dividend of Rs. 10 per share

**Note: 35**

Previous year's figures have been regrouped wherever necessary to conform to the current year's classifications.

In terms of our report attached

**For S A R A & Associates**

Chartered Accountants

Firm Regn No: 120927W

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

**Bodhi Tree Multimedia Limited**

CIN: U92221MH2013PTC245208

**Alok Bairagra**

Partner

Membership No. 105153

Place: Mumbai

Date: June 30, 2021

UDIN No.: 21105153AAAAGJ4289

**Mautik Tolia**

Managing Director

DIN: 06586383

Place: Mumbai

Date: June 30, 2021

**Sukesh Motwani Saloni Jain**

Director

DIN: 06586400

Company Secretary

**Ravi Bhaat**

CFO

**BODHI TREE MULTIMEDIA LIMITED**

CIN:U22211MH2013PLC245208

Registered Address: 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102.

Tel: +91-22-40101293 Website:www.bodhitreemultimedia.com Email: info@bodhiTreemultimedia.com

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**Attendance Slip**

To be completed and handed over at the entrance of the meeting.

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 8th Annual General Meeting of the Company held on Thursday 30th September 2021 at 11.30 am at the registered office of the Company situated at 507, Reliable Business Centre Jogeshwari (west) Mumbai 400102.

\_\_\_\_\_  
Signature of the Shareholder or Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

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**PROXY FORM**

Name of the Member(S):	
Registered Address:	
Email -id:	
Folio No. Client ID:	
DP ID:	

I/We being the member (s) of \_\_\_\_\_ shares of the above-named Company hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email-id: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email-id: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email-id: \_\_\_\_\_  
Signature: \_\_\_\_\_ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of Bodhi Tree Multimedia Limited to be held on the Thursday 30th September 2021 At 11.30 am at the registered office of the Company situated at 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Item No.	Resolutions	Optional	
		For	Against
Ordinary Business			
1	Adoption of Standalone & Consolidated financial statements		
2	To confirm the payment of Interim Dividends on Equity Shares for the financial year 2020-21.		
3 (i)	To re-appoint Mr. Mautik Ajit Tolia (DIN: 06586383) who retires by rotation & being eligible offers himself for re-appointment as Director:		
3 (ii)	To re-appoint Mr. Sukesh Devdas Motwani (DIN: 06586400) who retires by rotation & being eligible offers himself for re-appointment as Director:		

Signed this..... day of.....2021

Signature of shareholder .....

Signature of Proxy holder(s) .....

Affix  
Revenue  
Stamp

**Note:**

(i) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.

(ii) For the resolutions explanatory statements and notes please refer to the notice of Annual General Meeting.

(iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution your proxy will be entitled to vote in the manner as he / she thinks appropriate.

(iv) Please complete all details including details of member(s) in the above box before submission.

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**Assent/ Dissent Form for Voting on AGM Resolutions**

1.Name(s) & Registered Address of the sole / first named member	
2.Name(s) of the Joint-Holder(s): (if any)	
3. i)Registered Folio No: ii)DPID No & Client ID No. (Applicable to members holding shares dematerialized form)	
4. Number of Shares(s) held	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on Thursday 30th September 2021 At 11.30 am at the registered office of the Company situated at 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102 by conveying my/ our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Item No.	Resolutions	Optional	
		For	Against
Ordinary Business			
1	Adoption of Standalone & Consolidated financial statements:		
2	To confirm the payment of Interim Dividends on Equity Shares for the financial year 2020-21.		
3 (i)	To re-appoint Mr. Mautik Ajit Tolia (DIN: 06586383) who retires by rotation & being eligible offers himself for re-appointment as Director:		
3 (ii)	To re-appoint Mr. Sukesh Devdas Motwani (DIN: 06586400) who retires by rotation & being eligible offers himself for re-appointment as Director:		

Place

Date

Signature of the Shareholder Authorized Representative

**Notes:**

i) Last date for receipt of Assent/ Dissent Form is 29th September 2021 (5.00 pm IST)

ii) Please read the instructions printed overleaf carefully before exercising your vote.

**Instructions for voting physically on Assent / Dissent Form:**

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 29<sup>th</sup> September 2021. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.

2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding this Form should be completed and signed by the first named Share holder and in his absence by the next named Shareholder.

3. In respect of shares held by corporate and institutional shareholders (companies trusts societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization with the specimen signature(s) of the authorized signatory (ies) duly attested.

4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.

5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.

6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.

7. A member may request for a duplicate Assent/ Dissent Form if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.

8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.

9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

## ROUTE MAP OF THE AGM VENUE

**Venue: 507, Reliable Business Centre Jogeshwari (West) Mumbai 400102.**

