

2ND ANNUAL REPORT 2021-2022



PMC हिन्दी

घर घर में सत्य का दर्शन

BOARD OF DIRECTORS:

Ms. Alekhya Shastri	:	Managing Director
Mr. Venkata Ramaraju Pothumanchi	:	Wholetime Director
Ms. Deepthi Nadella	:	Wholetime Director
Ms. Devika Gupta	:	Director
Mr. Mahesh Shrikishan Agrawal	:	Director
Mr. Anil Bharti	:	Director
Mr. Balakrishna Gadde	:	Director
Ms. Vasantha Shastri	:	Additional Director
Mr. Anand Kumar Chedarla	:	Additional Director

AUDITORS:

Nitin Aggarwal & Co.,
Chartered Accountants, Delhi

REGISTERED OFFICE:

F-45, Basement, Block F,
Green Park (Main),
New Delhi -110016

Website: www.pmchindi.com

Email:
pmchindi@onemedianetwork.co

BANKERS:

ICICI Bank
Safdarjung Eeclave, New Delhi.

CIN AND GST DETAILS:

CIN: U74999DL2020PTC362823

GSTIN: 07AADCO1431F1ZW



ONEMEDIA NETWORK PRIVATE LIMITED

CIN: U74999DL2020PTC362823

Regd. Office: F-45, Basement, Green Park (Main), New Delhi –110016

Email: pmchindi@onemedianetwork.co, Tel: +91 9392436035

NOTICE IS HEREBY GIVEN THAT THE 2ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY ONEMEDIA NETWORK PRIVATE LIMITED WILL BE HELD ON TUESDAY, 30 DAY OF AUGUST, 2022 AT 03:00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT F-45, BASEMENT, GREEN PARK (MAIN), NEW DELHI –110016 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 and reports of Board of Director's and Auditors thereon.
2. To appoint M/s. Nitin Aggarwal & Co, Chartered Accountants (Firm Registration No. 036248N) as Statutory Auditors of the Company:

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 139 and other applicable provisions of the Companies Act, 2013 read with applicable Rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded for the appointment of M/s. Nitin Aggarwal & Co., Chartered Accountants (Firm Registration No. 036248N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of fifth consecutive Annual General Meeting of the Company to be held in the year 2027 at such remuneration and out of pocket expenses as may be mutually agreed by the Board of Directors and auditors from time to time.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution.”

SPECIAL BUSINESS

3. To Regularize the Appointment of Ms. Vasantha Shastri (DIN: 09234797) as a Director of the Company:

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

“RESOLVED THAT Ms. Vasantha Shastri (DIN: 09234797), who was appointed as an Additional Director with effect from 12th July, 2021 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and rules made there under read with regulations of Articles of Association of the Company and whose term of office expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution.”

4. To Regularize the Appointment of Mr. Anand Kumar Chedarla (DIN: 07702546) as a Director of the Company:

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

“RESOLVED THAT Mr. Anand Kumar Chedarla (DIN: 07702546), who was appointed as an Additional Director with effect from 04th March, 2022 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and rules made there under read with regulations of Articles of Association of the Company and whose term of office expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution.”

5. To Regularize the Appointment of Ms. Deepthi Nadella (DIN: 09473248) as a Wholetime Director of the Company:

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

“RESOLVED THAT pursuant to Sections 196 and all other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to the enabling provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded for the appointment of Ms. Deepthi Nadella (DIN: 09473248) as a Whole Time Director of the Company, for a term of 5 (five) years with effect from 04.03.2022 at a remuneration of Rs.60,000/- per month effective from 01st February, 2022, which may be amended from time to time at the discretion of the Board.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution.”

6. To Regularize the Appointment of Mr. Venkata Ramaraju Pothumanchi (DIN: 08724441) as a Wholetime Director of the Company:

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

“RESOLVED THAT pursuant to provisions of Section 196 and all other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to the enabling provisions of the Articles of Association of the Company, consent of the Members be and is hereby for the appointment of Mr. Venkata Ramaraju Pothumanchi (DIN: 08724441) as Whole Time Director of the Company for a term of 5 (Five) years with effect from 04.03.2022 at an existing remuneration of Rs. 60,000/- per month which may be amended from time to time at the discretion of the Board.”

“RESOLVED FURTHER THAT Directors of the Company be and are hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary to give effect to the aforesaid resolution.”

7. To convert Private Limited Company into Public Limited Company:

To consider and if thought fit to pass with or without modifications the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Section 13, 14 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and subject to the approval of Registrar of Companies and such other appropriate authorities, the consent of the members of the Company be and is hereby accorded to convert the Company from “Private Limited” to “Public Limited” and consequently the name of the Company be changed from “ONEMEDIA NETWORK PRIVATE LIMITED” to “ONEMEDIA NETWORK LIMITED” by deleting the word (PRIVATE) before (LIMITED), wherever appears in the Memorandum and Articles of Association of the Company and at all other places where the name of the Company appears.”

“RESOLVED FURTHER THAT a new set of Articles of Association as applicable to Public Company as placed before this meeting be approved and adopted as new set of Articles of Association of the company.”

“RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized on behalf of the Company, to do all such acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-Forms with Registrar of Companies.”

**By Order of the Board
For ONEMEDIA NETWORK PRIVATE LIMITED**

**Date: 15.07.2022
Place: Hyderabad**

**Sd/-
Alekhya Shastri
Managing Director
(DIN: 08724439)**

NOTES:

1. Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed to this notice.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. Such proxy need not be a Member of the Company. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total paid up share capital of the Company carrying voting rights. The instrument of proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting. Representations submitted on behalf of the Companies, Societies, Trust etc. must be supported by an appropriate resolution/ authority letter, as applicable.
3. Members are requested to notify changes in their address, if any, to the Company.
4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the venue of the 2nd Annual General Meeting.
5. The company had appointed Bigshare Services Private Limited having their office at 302, Kushal Nagar, 32-33, Nehru Place, New Delhi - 110019 as its Registrar and share transfer agent and Members who are holding shares in physical form are requested to dematerialize their equity shares through their Depository Participant(s). The ISIN in respect of equity shares is INE0LK501011
6. As part of its “green initiative in Corporate Governance”, MCA allows paperless compliances including service of a notice/document by companies to their Members through electronic mode. Therefore, members are requested to update their e-mail IDs with the Company who have not provided earlier in order to enable the company to follow the instructions of MCA and full fill the initiatives taken by Government of India in this regard in future correspondence to members.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO: 3

Ms. Vasantha Shastri, aged about 56 years was appointed as an Additional Director w.e.f. 12.07.2021 on the Board of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 and as per Articles of Association of the Company and she holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as director. The Board feels that presence of Ms. Vasantha Shastri on the Board is desirable and would be beneficial to the Company and hence recommends resolution at item no. 3 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

None of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution except Ms. Alekhya Shastri.

The matter is being placed before members for their consideration and approval.

ITEM NO: 4

Mr. Anand Kumar Chedarla, aged about 36 years was appointed as an Additional Director w.e.f. 04.03.2022 on the Board of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 and as per Articles of Association of the Company and he holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as director. The Board feels that presence of Mr. Anand Kumar Chedarla on the Board is desirable and would be beneficial to the Company and hence recommends resolution at item no. 4 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

None of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution.

The matter is being placed before members for their consideration and approval.

ITEM NO: 5

Ms. Deepthi Nadella (DIN: 09473248) aged about 45 years was appointed as an Additional Director w.e.f. 19.01.2022 and as an Wholetime Director w.e.f 04.03.2022 on the Board of the Company in accordance with the provisions of Section 161 and 196 of the Companies Act, 2013 and as per Articles of Association of the Company and she holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as Whole Time director for a period of five years with effect from 04.03.2022. The Board feels that presence of Ms. Deepthi Nadella on the Board is desirable and would be beneficial to the Company and hence recommends resolution at item no. 5 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

None of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution.

The matter is being placed before members for their consideration and approval.

ITEM NO:6

Mr. Venkata Ramaraju Pothumanchi (DIN: 08724441) aged about 45 years was appointed as an Wholetime Director w.e.f 04.03.2022 on the Board of the Company in accordance with the provisions of 196 of the Companies Act, 2013 and as per Articles of Association of the Company and he holds office up to the date of the ensuing Annual General Meeting and is eligible for appointment as Whole Time director for a period of five years with effect from 04.03.2022. The Board feels that presence of Mr. Venkata Ramaraju Pothumanchi on the Board is desirable and would be beneficial to the Company and hence recommends resolution at item no. 6 for approval.

The relevant particulars as required under SS-2 issued by Institute of Company Secretaries of India (ICSI) are annexed to this notice in Annexure – I.

None of the Directors/Key Managerial Personal or their relatives are interested or concerned in the above resolution.

The matter is being placed before members for their consideration and approval.

ITEM NO: 7

The Board feels that considering the expanding business activities of the Company, the Company should convert itself into Public Limited Company. Consequent on such conversion, the Articles which lay down certain restrictions in case of Private Limited Companies as per the provisions of the Companies Act should be deleted and certain new articles as required in case of a Public Limited Company should be inserted. Hence, the above resolution is put up for your approval.

The draft Memorandum and Articles of Association of the Company are open for inspection at the registered office of the Company on any working day excluding public holidays and Sundays, between 10.00 am to 1.00 pm and also at the venue of the Annual General Meeting.

None of the Directors and their relatives is interested or concerned in the proposed resolution.

The Board recommends passing of the resolution set out as Item No. 6 as a Special Resolution.

**By Order of the Board
For ONEMEDIA NETWORK PRIVATE LIMITED**

**Date: 15.07.2022
Place: Hyderabad**

**Sd/-
Alekhya Shastri
Managing Director
(DIN: 08724439)**

Annexure - I

Disclosure as per Secretarial Standards-2

Particulars	Item No. 3	Item No. 4	Item No. 5	Item No. 6
Name	Ms. Vasantha Shastri	Mr. Anand Kumar Chedarla	Ms. Deepthi Nadella	Mr. Venkata Ramaraju Pothumanchi
DIN	09234797	07702546	09473248	08724441
DOB and Age	28/05/1966; 56 yrs	18/04/1986; 36 yrs	08/01/1977; 45 yrs	20/12/1976; 45 yrs
Date of first Appointment on the Board	12/07/2021	04/03/2022	19/01/2022	16/03/2020
Qualifications	MA	MBA	MBA	Graduate
Experience	13 years of Professional experience	16 years of Professional Experience	8 Years of Professional experience	14 Years of Professional experience
Terms and Conditions of Appointment /Re-appointment	Appointment as Director	Appointment as Director	Appointment as Wholetime Director	Appointment as Wholetime Director
Details of remuneration sought to be paid	NA	NA	60,000	60,000
Last drawn remuneration	NA	NA	60,000	60,000
Relationship with other Directors and Key Managerial Personnel	Mother of Ms. Alekhya Shastri, Managing Director	NA	NA	NA
Directorship in Companies	1	4	1	
No. of Shares held in the Company	50,000	NIL	100	500
Number of meetings of the Board attended during the year	5	-	1	2

Onemedia Network Private Limited

(U74999DL2020PTC362823)

Regd Off: F-45, Basement, Block F, Green Park (Main) New Delhi - 110016.

Member's Folio Number _____

No. of Shares held _____

ATTENDANCE SLIP

(To be handed over at the Entrance of the Meeting Hall)

I hereby record my presence at the 2nd Annual General Meeting of the Company being held on Tuesday, 30th day of August, 2022 at 03 PM at F-45, Basement, Block F, Green Park (Main) New Delhi -110016 .

Name of the Attending Member (in Block Letters): _____

Name of the Proxy: _____

(To be filled in if the proxy attends instead of the member)

Signature of the Member/Proxy: _____

*To be signed at the time of handing over this slip

Note:

Shareholders/Proxy holders are requested to bring the attendance slip with them duly filled in when they come to the meeting and hand it over at the gate after affixing the signature on it.

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U74999DL2020PTC362823

Name of the Company: Onemedia Network Private Limited

Registered office: F-45, Basement, Block F, Green Park (Main) New Delhi-110016.

Name of the member (s):

Registered address:

E-mail Id:

Folio No:

I/We, being the member (s) of _____, shares of the above named Company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature: _____, or failing him

2. Name:
Address:
E-mail Id:
Signature: _____, or failing him

3. Name:
Address:
E-mail 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 2nd Annual General Meeting of the Company, to be held on the Tuesday, 30th day of August, 2022 at 03:00 P.M at F-45, Basement, Block F, Green Park (Main) New Delhi-110016 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No	Resolution	For	Against
1.	To receive, consider and adopt Audited Financial Statements of the Company for Financial Year ended 31 st March, 2022 and reports of Board of Director's and Auditors thereon.		
2.	To appoint M/s. Nitin Aggarwal & Co as Statutory Auditors of the Company.		
3.	To Regularize the Appointment of Ms. Vasantha Shastri (DIN: 09234797) as a Director of the Company.		
4.	To Regularize the Appointment of Mr. Anand Kumar Chedarla (DIN: 07702546) as a Director of the Company.		
5.	To Regularize the Appointment of Ms. Deepthi Nadella (DIN: 09473248) as a Wholetime Director of the Company.		
6.	To Regularize the Appointment of Mr.Venkata Ramaraju Pothumanchi (DIN: 08724441) as a Wholetime Director of the Company.		
7.	To convert Private Limited Company into Public Limited Company		

Signed this day of 2022.

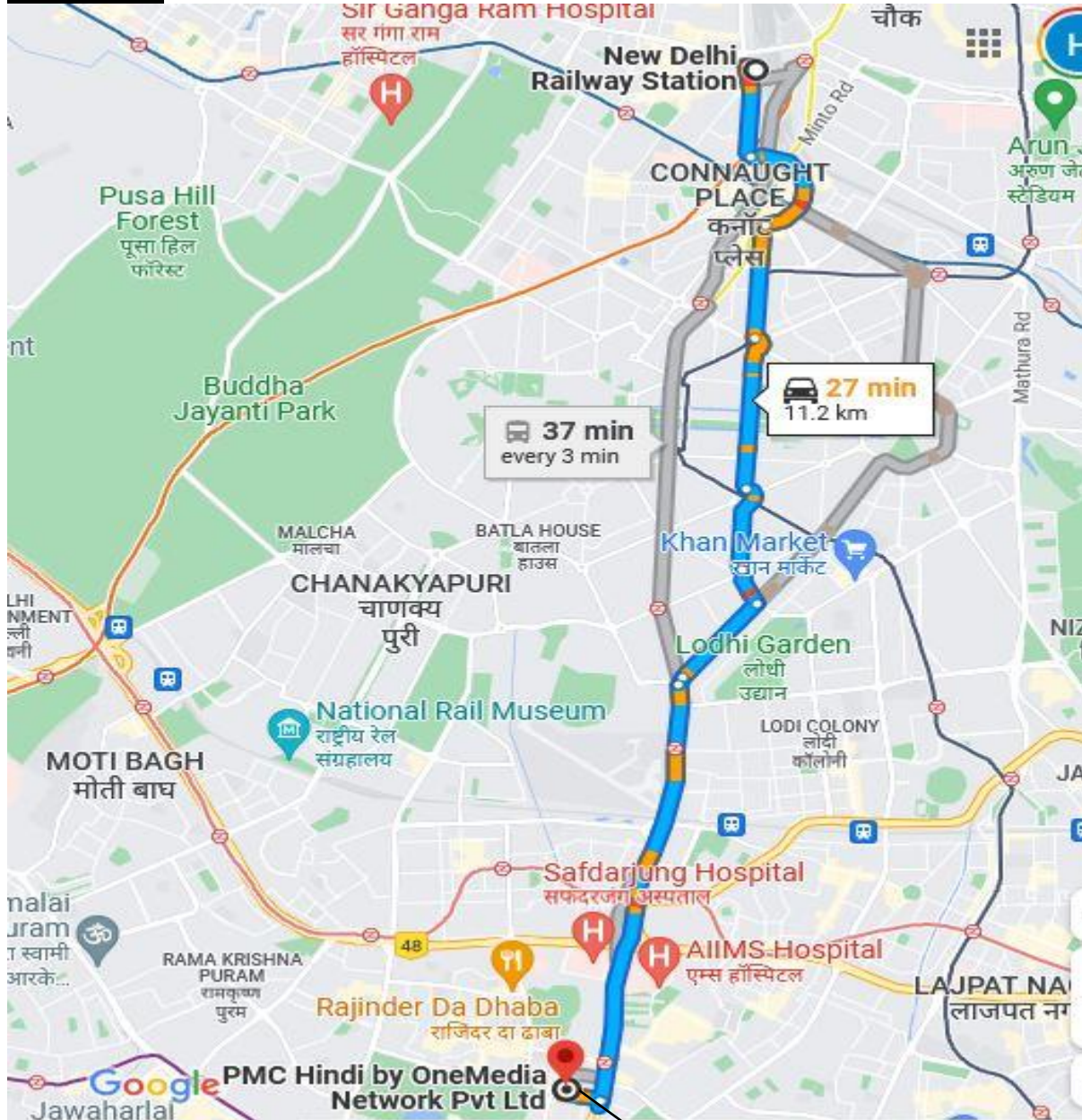
Signature of shareholder: _____

Signature of Proxy holder(s): _____

Affix
Revenue
stamp

Note: 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.

Route Map:



AGM Venue:
H F-45, Basement,
Block F, Green Park
(Main) New Delhi
110016



ONEMEDIA NETWORK PRIVATE LIMITED

CIN: U74999DL2020PTC362823

Regd. Office: F-45, Basement, Green Park (Main), New Delhi –110016

Email: pmchindi@onemedianetwork.co, Tel: +91 9392436035

DIRECTORS' REPORT

To,
The Members,
ONEMEDIA NETWORK PRIVATE LIMITED
New Delhi

Your Directors hereby present the 2nd Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended 31st March, 2022. The summarized financial results for the year ended 31st March, 2022 are as under:

FINANCIAL RESULTS

(Amount in Rupees)

Particulars	2021-22	2020-21
Net Sales / Income from Operations	4,92,361	6,37,317
Other income	2,00,714	7,957
Expenses	1,50,65,653	23,19,786
Net Profit (+) / (Loss) before Tax for the Period	(1,43,72,578)	(16,74,512)
Current Tax (Current Tax – MAT Credit Entitlement) / Deferred tax	76,082	35,343
Net Profit (+) / (Loss) for the Period	(1,44,48,660)	(16,39,169)

REVIEW OF OPERATIONS:

During the period under review, revenue from operations of the Company is Rs. 4,92,361/- and other income is Rs. 2,00,714/-. The Net Loss during the financial year is Rs. 1,44,48,660 /-.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors confirm that in the preparation of Profit & Loss Account for the year end and Balance Sheet as at that date ("Financial Statements") that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had 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;

- (c) the directors had 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;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the Company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURES UNDER SECTION 134 OF THE COMPANIES ACT, 2013

1. State of affairs of the company:

The Company is engaged in the business of Spiritual Science content production and distribution under the brand name “PMC Hindi”. Positioned as India’s very first New-Age Spiritual Science Channel in the National language, the objective of this channel is to promote the benefits of Meditation, Vegetarianism, power of Pyramid energy and Spiritual Science wisdom. The Company is currently functioning as a web-based channel and envisages launching a satellite channel by next financial year.

2. Amounts, if any, they proposed to carry to any reserves:

No Amounts are proposed to be carried to reserves.

3. Dividend:

No Dividend was declared during the current financial year.

4. Deposits:

The Company has not accepted any deposits during the year under review.

5. Details of the board meetings held during the year:

Secretarial Standards as applicable have been complied with. The Board of Directors met Seven (7) times during the financial year ended March 31, 2022 in accordance with the Provisions of the Companies Act, 2013 and rules made there under which are as follows:

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% Attendance
1.	12.06.2021	10	4	40.00%
2.	12.07.2021	10	5	50.00%
3.	25.08.2021	11	5	45.45%
4.	19.10.2021	11	5	45.45%
5.	20.12.2021	11	5	45.45%
6.	19.01.2022	11	5	45.45%
7.	04.03.2022	11	9	81.81%

6. Material changes and commitments, if, any, affecting the financial position of the company which have occurred between the end of financial year of the company to which the financial statements relate and the date of the report:

There are no material changes and commitments affecting the financial position of the Company occurred between and at the end of the financial year to which these financial statements relate on the date of this report.

7. A statement on declaration given by independent directors under Sub-Section (6) of Section 149:

The provisions of Section 149(6) relating to Independent Directors are not applicable to the Company.

8. Company's policy relating to directors appointment, payment of remuneration and discharge of their duties:

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

9. Disclosure of composition of Audit Committee and providing vigil mechanism:

The provisions of Section 177(1) relating to constitution of Audit Committee are not applicable to the Company.

10. Disclosure of composition of Nomination and Remuneration Committee:

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company.

11. Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by the auditor in his report:

There were no qualifications, reservations or adverse remarks made by the Auditors in their audit report.

12. The details about the policy developed and implemented by the company on corporate social responsibility initiatives taken during the year:

The Company has not developed and implemented any Corporate Social Responsibility policy and initiatives, as the said provisions are not applicable.

13. Particulars of Loans, Guarantees or Investments Under Section 186 of the Companies Act, 2013:

There were no Loans, guarantees or investments made under Section 186 during the year.

14. Particulars of contracts or arrangements made with related parties Under Section 188 of the Companies Act, 2013:

During the period under review, there are no related party transactions that were entered into by the company.

15. The change in the nature of business, if any:

There was no change in the nature of Business.

16. The details of directors or key managerial personnel who were appointed or have resigned during the year:

During the period under review, the following changes were occurred in the Board:

Sl. No	Name of the Director	Appointment/ Change Designation/ Cessation	in	Designation	Date
1.	Mr. Durbha Lakshminarasima Shastri	Cessation		Director	03/05/2021
2.	Mr. Mahesh Shrikishan Agrawal	Change Designation	in	Director	10/07/2021
3.	Mr. Surendra Mohan Mangaldas Chadda	Change Designation	in	Director	10/07/2021
4.	Mr. Anil Bharti	Change Designation	in	Director	10/07/2021
5.	Mr. Arjun Kamboj	Change Designation	in	Director	10/07/2021
6.	Mr. Dhiren Sareen	Change Designation	in	Director	10/07/2021
7.	Mr. Navakanth Mgadda	Change Designation	in	Director	10/07/2021
8.	Mr. Balakrishna Gadde	Change Designation	in	Director	10/07/2021
9.	Ms. Vasantha Shastri **	Appointment		Additional Director	12/07/2021
10.	Mr. Arjun Kamboj	Cessation		Director	03/01/2022
11.	Ms. Deepthi Nadella	Appointment		Additional Director	19/01/2022
12.	Ms. Deepthi Nadella **	Change Designation	in	Wholetime Director	04/03/2022
13.	Mr. Anand Kumar ** Chedarla	Appointment		Additional Director	04/03/2022
14.	Mr. Navakanth Mgadda	Cessation		Director	04/03/2022
15.	Mr. Surendra Mohan Mangaldas Chadda	Cessation		Director	04/03/2022
16.	Mr. Dhiren Sareen	Cessation		Director	04/03/2022
17.	Mr. Venkata Ramaraju Pothumanchi **	Change Designation	in	Wholetime Director	04/03/2022

** All these Directors' appointment is proposed to be regularized at the ensuing Annual General Meeting.

17. The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year:

There are no companies which have become or ceased to be the Subsidiaries, joint ventures or associate companies during the year.

18. Statement indicating development and implementation of a risk management policy for the company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company:

No elements of risk were identified by the Company, which in the opinion of the Board might threaten the existence of the company.

19. The 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:

There are no material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

20. Adequacy of internal financial controls with reference to financial statements:

Provisions pertaining to laying down disclosure of internal financial controls are not applicable to the Company.

21. Particulars of Employees:

None of the employees whether employed through the period or part of the period were in receipt of the remuneration exceeding limits specified in Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

22. Disclosure as per Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013:

Your company has zero tolerance for sexual harassment at work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment at work place in line with the provision of Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013 and rules framed there under. No complaints have been received by the company on sexual harassment during the year under review.

23. Auditors:

M/s. Nitin Aggarwal & Co., Chartered Accountants (Firm registration number 036248N) were appointed as Statutory Auditors of the company due to the casual vacancy of M/s. Ambani & Associates LLP, Chartered Accountants who has resigned on August 25, 2021. Further, M/s. Nitin Aggarwal & Co., are proposed to be appointed as Statutory Auditors from this Annual General Meeting till the conclusion of the consecutive fifth Annual General Meeting which will be held in the year 2027.

24. Details in respect of frauds reported by auditors under 143(12) of Companies Act 2013:

During the period under review there were no instances of fraud reported by the auditors in the Company.

25. Extract of Annual Return:

Extracts of annual return in Form MGT-9 is annexed to this report.

26. Maintenance of Cost Records:

Maintenance of cost records is not specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 to our Company.

27. Issue of Equity Shares:

During the year under review, members of the Company granted the approval for issue of equity shares on private placement basis. Pursuant to which the Board of Directors of the company has allotted 41,27,311 Equity Shares at Rs.10/- each at par, aggregating to Rs. 4,12,73,110/-, on Private Placement Basis.

28. Conservation of energy, technology absorption, foreign exchange earnings and outgo:

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as under.

- (A) Conservation of energy : NIL
- (B) Technology absorption : NIL
- (C) Foreign exchange earnings : Rs.4,82,741/-
- (D) Foreign exchange outgo : NIL

29. The details of Application made or any Proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the Financial Year:

During the period under review, there was neither any application made nor any proceedings initiated or pending under the Insolvency and Bankruptcy Code, 2016.

30. The details of difference between amount of the Valuation done at the time of One Time Settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof:

During the period under review, there was no "One Time Settlement" with any Bank.

31. Acknowledgement:

Your Directors wish to place on record their gratitude to shareholders and thank the customers, bankers, vendors, State and Central Government Authorities for their continued support to your Company's growth. Your Directors also wish to place on record, their appreciation for the contribution made by the employees at all levels, who, through their competence, sincerity, hard work, solidarity and dedicated support enabled to your company to make continued progress.

**For and on behalf of the Board of
Onemedia Network Private Limited**

Date: 15.07.2022

Place: Hyderabad

Sd/-
Alekhya Shastri
Managing Director
(DIN: 08724439)

Sd/-
Deepthi Nadella
Whole Time Director
(DIN: 09473248)

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2022
of

ONEMEDIA NETWORK PRIVATE LIMITED

[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:

- i) **CIN** :U74999DL2020PTC362823
- ii) **Registration Date** : 16/03/2020
- iii) **Name of the Company** : Onemedia Network Private Limited
- iv) **Category / Sub Category of the Company** : Private company having share capital
- v) **Address of the Registered office and contact details**: F-45, Basement, Block F, Green Park (Main), New Delhi –110016.
- vi) **Whether listed company (Yes / No)** : No
- vii) **Name, Address and Contact details of Registrar and Transfer Agent, if any**: Bigshare Services Private Limited having their office at 302, Kushal Nagar, 32-33, Nehru Place, New Delhi – 110019; Mukesh Kumar- 7045600446, 7838389295

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:-

SL.NO.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Telecommunication, Broadcasting and Information supply Services	9984	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-
NIL

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	%of Total Shares	Demat	Physical	Total	%of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/ HUF	0	1,60,000	1,60,000	37.38%	0	1,62,500	1,62,500	3.56%	(33.82)%
(b) Central	0	0	0	0	0	0	0	0	0

Govt.									
(c) State Govt(s).	0	0	0	0	0	0	0	0	0
(d) Bodies Corp.	0	0	0	0	0				
(e) Banks / FI	0	0	0	0	0	0	0	0	0
(f) Any other.....	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	0	1,60,000	1,60,000	37.38%	0	1,62,500	1,62,500	3.56%	(33.82) %
(2) Foreign	0	0	0	0	0	0	0	0	0
(a) NRIs – Individuals									
(b) Other – Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other.....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A) (1)+(A) (2)	0	1,60,000	1,60,000	37.38%	0	1,62,500	1,62,500	3.56%	(33.82) %
B. Public Shareholding	0	0	0	0	0	0	0	0	0
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s).	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	0	0	0	0	0	0	0	0	0

h) Foreign Venture	0	0	0	0	0	0	0	0	0
i) Capital Funds	0	0	0	0	0	0	0	0	0
j) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (1):-	0	0	0	0	0	0	0	0	0
2. Non – Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	10,00,000	10,00,000	21.95%	21.95%
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	0	2,30,000	2,30,000	53.74%	0	5,55,000	5,55,000	12.19%	(41.55%)
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	0	38,000	38,000	8.88%	0	28,37,811	28,37,811	62.30%	53.42%
c) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (2):-	0	2,68,000	2,68,000	62.62%	0	43,92,811	43,92,811	96.44%	33.82%
Total Public Shareholding (B) = (B) (1)+ (B) (2)	0	2,68,000	2,68,000	62.62%	0	43,92,811	43,92,811	96.44%	33.82%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	4,28,000	4,28,000	100%	0	45,55,311	45,55,311	100%	0

ii. Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Shareholding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / emcumbered to total shares	
1.	Alekhya Shastri	7,400	1.73%	0	9,800	0.21%	0	(1.52)
2.	Devika Gupta	2,100	0.49%	0	2,100	0.04%	0	(0.45)
3.	Pothumanchi Venkata Ramaraju	500	0.12%	0	500	0.01%	0	(0.11)
4.	Anil Bharti	50,000	11.68%	0	50,000	1.10%	0	(10.58%)
5.	Surendra Mohan Mangaldas Chadda	50,000	11.68%	0	50,000	1.10%	0	(10.58%)
6.	Vasantha Shastri	0	0	0	50,000	1.10%	0	1.10%
7.	Durbha Lakshminarasima Shastri	50,000	11.68%	0	0	0	0	(11.68%)
8.	Deepthi Nadella	0	0	0	100	0	0	0
TOTAL		1,60,000	37.38%	0	1,62,500	3.56%	0	(33.82)%

iii. Change in Promoters' Shareholding:

Sl.no	Name of the share holder	Shareholding at the beginning of the year		Increase/Decrease in the shareholding during the year			Shareholding at the end of the year	
		No of shares	% in total share Holding	Date	No of shares	Reason	No of shares	% in total share Holding
1.	Alekhya Shastri	7,400	1.73%	25.08.2021	2,500	Allotment	9,800	0.21%
				19.01.2022	(100)	Transfer to Ms. Deepthi Nadella		
2.	Devika Gupta	2,100	0.49%	-	-	-	2,100	0.04%
3.	Pothumanchi Venkata Ramaraju	500	0.12%	-	-	-	500	0.12%
4.	Anil Bharti	50,000	11.68%	-	-	-	50,000	1.10%
5.	Surendra Mohan Mangaldas Chadda	50,000	11.68%	-	-	-	50,000	1.10%
6.	Vasantha Shastri	-	-	12.07.2021	50,000	Transmission	50,000	1.10%
7.	DurbhaLakshminarasima Shastri	50,000	11.68%	12.07.2021	(50,000)	Transmission	0	0

8.	Deepthi Nadella	-	-	19.01.2022	100	Transfer from Ms. Alekhya Shastri	100	0
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iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SI No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	PSSM Media Ltd	-	-	10,00,000	21.95%
2.	Chandrasekhar Pulamarasetti	-	-	50,000	1.10%
3.	Kalpana Patel	-	-	50,000	1.10%
4.	Kiran Mahi	-	-	50,000	1.10%
5.	Rakesh M Pandya	-	-	50,000	1.10%
6.	Sunita Gauba	-	-	50,000	1.10%
7.	Vidushi Bubna	-	-	50,000	1.10%
8.	Mahender Choudhary	-	-	40,000	0.90%
9.	Gaurika	-	-	32,500	0.70%
10.	Chanda Devi	-	-	31,000	0.70%

v. Shareholding of Directors and Key Managerial Personnel:

SI No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	Alekhya Shastri	7,400	1.73%	9,800	0.21%
2.	Devika Gupta	2,100	0.49%	2,100	0.04%
3.	Pothumanchi Venkata Ramaraju	500	0.12%	500	0.01%
4.	Anil Bharti	50,000	11.68%	50,000	1.10%
5.	Vasantha Shastri	-	-	50,000	1.10%
6.	Mahesh Shrikishan Agrawal	-	-	-	-
7.	Balakrishna Gadde	-	-	-	-
8.	Anand Kumar Chedarla	-	-	-	-
9.	Deepthi Nadella	-	-	100	0
Total		60,000	14.02%	1,12,500	2.46%

V INDEBTEDNESS: NIL

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (in Rs.)
		Ms. Alekhya Shastri, Managing Director	Ms. Deepthi Nadella, Wholetime Director	Mr. Venkata Ramaraju Pothumanchi Wholetime Director	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,00,000/-	1,20,000/-	7,20,000/-	20,40,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--			
2.	Stock Option	--			
3.	Sweat Equity	--			
4.	Commission	--			
	- As % of Profit				
	- If Others				
5.	Others, Please Specify	--			
	Total (A)	12,00,000/-	1,20,000	7,20,000	20,40,000/-
	Ceiling as per the Act				Not Applicable

B. Remuneration to other directors: NIL

C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD: Nil

vii. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board of
Onemedia Network Private Limited

Place: Hyderabad

Date: 15.07.2022

Sd/-
Alekhya Shastri
Managing Director
(DIN: 08724439)

Sd/-
Deepthi Nadella
Whole Time Director
(DIN: 09473248)



NITIN AGGARWAL & CO.

(Chartered Accountants)

Independent Auditor's Report

To the Members of **Onemedia Network Private Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of Onemedia Network Private Limited ("the Company"), which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2022, its profit/loss 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with 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 the auditor's professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in

accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements 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.

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the other matters to be included in the Auditor's report in accordance with the requirements of Sec 197(16) of the Act as amended, we report that Section 197 is not applicable to a private company. Hence reporting as per Section 197(16) is not required.

For Nitin Aggarwal & Co.
Chartered Accountants
FRN: 036248N

Sd/-

Place: NEW DELHI
Date: 15/07/2022
UDIN:22554622AMWXJJ3954

NITIN AGGARWAL
(PROPRIETOR)
Membership No. 554

ONEMEDIA NETWORK PRIVATE LIMITED

BALANCE SHEET AS ON 31ST MARCH 2022

PARTICULARS	NOTES No	Amount In (Rs.) 31.03.2022	Amount In (Rs.) 31.03.2021
<u>I. EQUITIES & LIABILITIES</u>			
<u>1.SHAREHOLDERS FUND</u>			
Share Capital	3	4,55,53,110	42,80,000
Reserves & Surplus	4	(1,60,87,828)	(16,39,169)
<u>2. NON CURRENT LIABILITIES</u>			
Long Tem Borrowings		-	-
Deferred Tax Liability	8	40,739	-
Other long-term liabilities		-	-
Long-term provisions		-	-
<u>3. CURRENT LIABILITIES</u>			
Short Term Borrowings		-	-
Trade Payable	5	5,63,361	9,600
Other Current Liabilities	6	25,15,640	2,06,813
Short-term provisions		-	-
TOTAL		3,25,85,021	28,57,244
<u>II. ASSETS</u>			
<u>1) NON CURRENT ASSETS</u>			
<u>Property,Plant and Equipment</u>			
Tangible/Intangible Assets	7	52,96,590	19,24,274
Non Current Investments		-	-
Deferred tax Assets	8	-	35,343
Long-term loans and advances		-	-
Other non-current assets		-	-
<u>2. CURRENT ASSETS</u>			
Current Investments		-	-
Inventories		-	-
Trade Recievables	11	729	-
Cash & Cash Equivalents	9	2,46,32,031	6,83,166
Short Term Loans & Advances	10	3,81,400	1,86,900
Other Current Assets	11	22,74,271	27,561
Significant accounting policies	1		
Notes to Accounts	2		
TOTAL		3,25,85,021	28,57,244

Notes Referred Above form an Integral part of financial Statements

FOR Nitin Aggarwal & Co.
CHARTERED ACCOUNTANTS
FRN: 036248N

For and on behalf of the board
ONEMEDIA NETWORK PRIVATE LIMITED

Sd/-
Nitin Aggarwal
Proprietor
M.NO 554622

Sd/-
Deepthi Nadella
Whole Time Director
DIN: 09473248

Sd/-
Alekhya Shastri
Managing Director
DIN: 08724439

Place : New Delhi
Date : 15/07/2022

Place: Hyderabad

Place: Hyderabad

ONEMEDIA NETWORK PRIVATE LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2022

PARTICULARS	NOTES No	Amount (in Rs.) 31.3.2022	Amount (in Rs.) 31.3.2021
INCOME			
Revenue From Operations/ Sales	12	4,92,361	6,37,317
Other Income	13	2,00,714	7,957
Total Revenue		6,93,075	6,45,274
EXPENSES			
Direct Cost	14	42,58,493	2,52,404
Employee Benefit Expenses	15	59,90,338	4,59,070
Finance Cost		5,486	-
Depreciation & Amortisation expense	16	12,92,833	3,68,132
Other Expenses	17	35,18,504	12,40,179
Total Expenses		1,50,65,653	23,19,786
Profit Before Tax		(1,43,72,578)	(16,74,511)
Less: Amortisation of Fixed Assets			-
Less: Tax Expense			-
Current Tax		-	-
Deferred Tax	8	76,081.59	35,343
Profit for the period		(1,44,48,660)	(16,39,169)
Earning Per Equity Share:			
1) Basic	18	(3.17)	(3.83)
2) Diluted		(3.17)	(3.83)

Notes Referred Above form an Integral part of financial Statements

FOR Nitin Aggarwal & Co.
CHARTERED ACCOUNTANTS
FRN: 036248N

For and on behalf of the board
ONEMEDIA NETWORK PRIVATE LIMITED

Sd/-
Nitin Aggarwal
Proprietor
M.NO 554622

Sd/-
Deepthi Nadella
Whole Time Director
DIN: 09473248

Sd/-
Alekhya Shastri
Managing Director
DIN: 08724439

Place : Delhi
Date : 15/07/2022

Place: Hyderabad

Place: Hyderabad

ONEMEDIA NETWORK PRIVATE LIMITED
Notes to Financial Statements for the year ended 31 March 2022

NOTE- I

ONEMEDIA NETWORK PRIVATE LIMITED

F -45 Basement Green Park Main South West Delhi, New Delhi - 110016, India

A Basis of preparation of financial statements

These financial statements have been prepared and presented on the accrual basis of accounting and comply with the Accounting Standards referred in section 133 of Companies Act, 2013 read with rule 7 of Companies (accounts) Rules 2014, the relevant provisions of the Companies Act, 2013, pronouncements of the Institute of Chartered Accountants of India and other accounting principles generally accepted in India, to the extent applicable. The financial statements are presented in Indian rupees.

B Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenditure and the disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Examples of estimates include useful life of fixed assets, retirement benefits, etc. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods.

C Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. Property, plant and equipment cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal with the carrying amount of Property, Plant and Equipment and are determined by comparing the proceeds from disposal with the carrying amount of Property, Plant and Equipment and are recognised net within "other income/other expenses" in the Statement of Profit and Loss. Given below is a list of certain assets where life of the assets have been considered different by the management from the one as per the Companies Act, 2013

S. No.	Name of asset	Life of asset as per management
1	Computers and software	3/5/6 years
2	Plant & Machinery	3/5/13 years

Subsequent Cost

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is de-recognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit and Loss.

Depreciation on tangible Assets is provided on written down method as per rates corresponding to useful life specified in Schedule II to the Companies Act, 2013 read with notification dated 29 August 2014 of the Ministry of Corporate Affairs.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

D Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Revenue

Revenue from sale of services has been recognised when provision of services are completed or substantially completed and there is no uncertainty of its ultimate collection. Revenue from sale of goods is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services adjusted for discount (net), GST.

The revenue earned from advertisements through Youtube, is booked on cash basis. All the advance and part payments have been received as per the agreed terms.

Investment

The company has made investments in fixed deposits.

E Taxes

Income tax expense for the year comprises of current tax and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent it relates to a business combination or to an item which is recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. Interest income/ expenses and penalties, if any, related to income tax are included in current tax expense.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

F Other Income

Interest income is recognised on accrual basis.

G Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

H Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered an integral part of the Company's cash management.

I Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

J Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The contingent liability is not recognized in books of account but its existence is disclosed in financial statements.

A contingent assets, where an inflow of economic benefits is probable, an entity shall disclose a brief description of the nature of the contingent assets at the end of the reporting period, and, where practicable, an estimate of their financial effect, measured using the principles set out for provisions in Ind AS 37.

ONEMEDIA NETWORK PRIVATE LIMITED

NOTES ANNEXED TO & FORMING PART OF ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH 2022

PARTICULARS	Amount (in Rs.) As on 31.3.2022	Amount (in Rs.) As on 31.3.2021
NOTE-3		
SHARE CAPITAL		
Authorised Share Capital (60,00,000 Equity Shares of Rs. 10/- Each)	6,00,00,000	50,00,000
	6,00,00,000	50,00,000
Issued, Subscribed & Paid-up Share Capital		
Equity share capital (45,55,311 Equity Shares of Rs. 10/- Each)	4,55,53,110	42,80,000
	4,55,53,110	42,80,000
NOTE-4		
RESERVES & SURPLUS		
General Reserve	(16,39,169)	-
Profit & Loss Account		
As per last balance sheet	(16,39,169)	-
Add: Profit for the year	(1,44,48,660)	(16,39,169)
Less: Dividend & DDT	-	-
	(1,60,87,828)	(16,39,169)
TOTAL	(1,60,87,828)	(16,39,169)
NOTE- 5		
TRADE PAYABLES		
(A) Micro enterprises and small enterprises	-	-
(B) Others	5,63,361	9,600
TOTAL	5,63,361	9,600
NOTE- 6		
OTHER CURRENT LIABILITIES		
Provisions	-	-
Audit Fees Payable	54,000	1,100
Director Remuneration Payable - Alekhya Shastri	8,53,000	1,20,000
Director Remuneration Payable - P V Ramaraju	3,07,840	75,000
Director Remuneration Payable Deepti Nadella	60,000	-
TDS Payable	6,000	10,713
Duties & Taxes	-	-
Salary Payable	4,54,253	-
Expenses Payable	7,80,547	-
TOTAL	25,15,640	2,06,813

NOTE- 9		
<u>CASH & CASH EQUIVALENTS</u>		
Cash In hand	1,931	1,675
Cash In Bank	1,36,871	1,73,584
FDR Deposit with ICICI Bank	2,44,93,229	5,07,906
TOTAL	2,46,32,031	6,83,166
NOTE- 10		
<u>SHORT TERM LOANS & ADVANCES</u>		
BSES Rajdhani Security	51,900	51,900
Deepak Kumar - Lease Rental Security	-	15,000
Goswami Infradevelopers-Lease Rental Security	3,20,000	1,20,000
Reliance Retail - Security Deposit	3,500	-
Advance to employees	6,000	-
TOTAL	3,81,400	1,86,900
NOTE-11		
<u>OTHER CURRENT ASSETS</u>		
Receivable from Suppliers	729	1,713
GST Receivable	17,65,346	25,848
TDS Receivable	44,969	-
Prepaid Expense	4,63,955	-
TOTAL	22,75,000	27,561

ONEMEDIA NETWORK PRIVATE LIMITED

NOTE- 7

Depreciation Chart as per Companies Act 2013 as on 31st March, 2022

Property, Plant and Equipment as at 31st March 2022

Assets	Useful Life (In Years)	Shift	Gross Block					Accumulated Depreciation/ Amortisation				Net Block		
			Balance as at 1st April 2021	Additions during the year	Deletion during the year	Increase (Decrease) through net exchange difference	Other Adjustment (Gross Block)	Balance as at 31st March 2022	Balance as at 1st April 2021	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2022	Balance as at 31st March 2022	Balance as at 31st March 2021
A Tangible assets														
Own Assets														
Plant & Machinery														
Audio Equipment and Accessories	13	Single	33,800.00	-	-	-	-	33,800	4,231	6,090	-	10,321	23,479	29,569
Camera & Camera Accessories	13	Single	10,31,653.00	7,25,365	-	-	-	17,57,018	64,526	2,15,879	-	2,80,405	14,76,613	9,67,127
Video Production Equipments			-	2,82,413	-	-	-	2,82,413	-	46,619	-	46,619	2,35,794	-
Computer														
Computer	3	Single	2,54,500.00	7,27,498	-	-	-	9,81,998	78,794	3,17,997	-	3,96,791	5,85,207	1,75,706
Hard Drives	3	Single	25,796.00	7,25,965	-	-	-	7,51,761	5,518	59,239	-	64,758	6,87,003	20,278
Teleprompter	3	Single	35,000.00	-	-	-	-	35,000	11,386	14,953	-	26,339	8,661	23,614
Server			-	16,43,831	-	-	-	16,43,831	-	3,01,943	-	3,01,943	13,41,888	-
Computer Accessories			-	3,46,180	-	-	-	3,46,180	-	1,07,538	-	1,07,538	2,38,642	-
Furniture & Fixture														
Furniture & Fixture	10	Single	3,53,880.26	95,427	-	-	-	4,49,307	38,854	96,325	-	1,35,180	3,14,128	3,15,026
Buildings														
Studio Fabrication & Sound Proofing	3	Single	5,04,787.00	-	-	-	-	5,04,787	1,55,480	92,823	-	2,48,303	2,56,484	3,49,307
Office Equipment														
Television	5	Single	42,990.00	-	-	-	-	42,990	7,379	16,051	-	23,430	19,560	35,611
Water Purifier	5	Single	10,000.00	-	-	-	-	10,000	1,963	3,628	-	5,591	4,409	8,037
INVERTER			-	86,700	-	-	-	86,700	-	4,604	-	4,604	82,096	-
SAFE			-	5,508	-	-	-	5,508	-	1,932	-	1,932	3,576	-
MOBILE			-	17,788	-	-	-	17,788	-	4,064	-	4,064	13,724	-
ROUTER			-	8,474	-	-	-	8,474	-	3,150	-	3,150	5,324	-
Total			22,92,406	46,65,149	-	-	-	69,57,555	3,68,132	12,92,833	-	16,60,965	52,96,590	19,24,274

FOR Nitin Aggarwal & Co.
CHARTERED ACCOUNTANTS
FRN: 036248N

For ONEMEDIA NETWORK PRIVATE LIMITED

Sd/-
Nitin Aggarwal
Proprietor
M.NO 554622

Sd/-
Deepthi Nadella
Whole Time Director
DIN: 09473248

Sd/-
Alekhya Shastri
Managing Director
DIN: 08724439

Place : New Delhi
Date : 15/07/2022

Place: Hyderabad

Place: Hyderabad

ONEMEDIA NETWORK PRIVATE LIMITED

NOTE-8

NOTES ANNEXED TO & FORMING PART OF ACCOUNTS FOR THE YEAR

CALCULATION OF DEFERRED TAX AS ON 31ST MARCH 2022

	31-03-2021	31-03-2022
W.D.V OF FIXED ASSETS AS PER COMPANIES ACT	19,24,274	12,92,832.95
LESS: W.D.V OF FIXED ASSETS AS PER I.T. ACT	20,60,208	13,13,586.72
DIFFERENCE	(1,35,934)	(20,753.77)
Opening Timing Difference	-	(1,35,933.86)
Addition	(1,35,934)	(20,753.77)
Deletion	-	-
Closing Balance of timing difference	(1,35,934)	(1,56,687.63)
Deferred Tax@ 26%	(35,342.80)	(40,738.78)
Already created		(35,342.80)
ASSETS/(LIABILITY) TO BE CREATED	(35,343)	(76,081.59)

For ONEMEDIA NETWORK PRIVATE LIMITED

Sd/-
Deepthi Nadella
Whole time Director
DIN: 09473248

Sd/-
Alekhya Shastri
Managing Director
DIN: 08724439

Place: Hyderabad

Place: Hyderabad

ONEMEDIA NETWORK PRIVATE LIMITED
NOTES ANNEXED TO & FORMING PART OF ACCOUNTS FOR THE YEAR ENDED
ON 31ST MARCH 2022

PARTICULARS	Amount (in Rs.) As on 31.3.2022	Amount (in Rs.) As on 31.3.2021
<u>NOTE- 12</u>		
<u>REVENUE FROM OPERATIONS</u>		
Advertisement Revenue	4,82,742	4,81,001
Sponsorship	-	1,56,316
Discount Received on Direct Cost	9,619	-
TOTAL	4,92,361	6,37,317
<u>NOTE- 13</u>		
<u>OTHER INCOME</u>		
Interest on FDR	2,00,390	7,957
Miscellaneous Receipts	324	-
TOTAL	2,00,714	7,957
<u>NOTE- 14</u>		
<u>Direct Cost</u>		
Camera Operator Cost	26,000	68,000
Consumables	1,21,730	35,798
Production Cost	5,02,995	1,48,606
Channel Placement Charges	34,89,968	-
Graphic Designing Charges	21,800	-
Network Set up & Distribution Charges	96,000	-
	42,58,493	2,52,404
<u>NOTE- 15</u>		
<u>EMPLOYEE BENEFIT EXPENSES</u>		
Salary Expense	59,80,284	4,44,000
Staff Welfare	10,054	15,070
TOTAL	59,90,338	4,59,070
<u>NOTE- 16</u>		
<u>DEPRECIATION & AMORTISATION EXPENSE</u>		
Depreciation	12,92,833	3,68,132
TOTAL	12,92,833	3,68,132

<u>NOTE- 17</u>		
<u>OTHER EXPENSES</u>		
Audit Fees	60,000	1,100
Bank Charges	5,486	505
Branding Expenses	-	97,438
Electrical Consumables	-	95,024
Electricity Charges	2,41,422	35,360
Equipment Rent	-	25,200
Event Management Fees	-	23,000
Internet & Telephone Charges	1,52,801	39,954
Marketing Exps	3,11,364	14,000
Misc Exp	18,328	50,234
Office Expenses	49,367	23,366
Legal & Professional Fees	9,29,351	1,85,475
Rent	11,78,337	4,57,500
Travelling Exp	1,78,415	1,34,724
Website Development Charges	49,276	8,446
Fine & Penalties	6,932	1,097
License & Subscription fees	1,82,086	47,756
Computer Accessories	43,237	-
Courier Charges	1,17,588	-
TOTAL	35,23,989	12,40,179

(18) Earning per share

Amount Rs. in lacs

The following reflects the income and share data used in the basic and

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Profit attributable to equity holders of the parent for basic earnings	(1,44,48,660)	(16,39,169)
Weighted average number of equity shares for basic and diluted EPS	45,55,311	4,28,000
Basic and diluted earning per share	(3.17)	(3.83)
Diluted earning per share	(3.17)	(3.83)

(19) Leases:

The Company has not entered into operating leases arrangements primarily for the office premises and residential premises.

(20) a) In the opinion of the management, current assets, loans and advances have a value on realisation in the ordinary course of the business at least equal to the amount at which they are stated in the balance sheet. The provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably stated.

b) Balances of certain trade receivables, trade payables, short term loans and advances and long term loans and advances are subject to confirmation and reconciliation if any. The management does not expect any material difference affecting the financial statements on such reconciliation / confirmation.

(21) Impairment of Assets

The company carries out a periodic review of all its assets with a view to identify any impairment. Impairment of assets, if any identified on the basis of each review is accounted for in the books as required by the Accounting Standards on Impairment of Assets (AS-28) issued by the Institute of Chartered Accountants of India. There is no impairment of assets which have not been accounted.

(22) Transaction related to Foreign Exchange

(a) Inflow in Foreign Exchange

Date	Exchange rate	Amount in \$	Amount in INR
12-04-2021	74.08	129.70	9,607.53
26-04-2021	73.98	712.16	52,682.04
28-05-2021	71.56	797.59	57,077.53
23-06-2021	73.43	657.34	48,266.83
26-07-2021	73.57	430.78	31,691.41
23-08-2021	73.38	467.78	34,326.87
27-09-2021	72.86	374.23	27,266.40
01-11-2021	74.08	618.95	45,854.91
24-11-2021	73.47	626.04	45,993.59
23-12-2021	74.52	477.85	35,609.38
28-01-2022	74.15	456.48	33,849.13
28-02-2022	74.40	387.19	28,808.29
29-03-2022	75.08	422.31	31,707.03
Total		6,558.40	4,82,740.94

(b) Outflow in Foreign Exchange

(c) Earning in Foreign Exchange

(23) Other Related Notes

(a) Contingent Liabilities: Nil

(b) Expenditure & Earnings in Foreign Exchange

(c) Licenses and Installed capacity: Licensed Capacity: NA

(d) Previous year figures have been rearranged wherever necessary

(e) In the opinion of the board, current assets, loans & advances are

appropriately of the value estimated, if realized in the ordinary course of

(f) Credit/ Debit balances of the parties are subject to confirmations

(g) All amounts are in INR

(24) Events after the end of the reporting year

No subsequent event has been observed which may required an adjustment to the statement of financial position.

ONEMEDIA NETWORK PRIVATE LIMITED
Notes to Financial Statements for the year ended 31 March 2022

25.A Related Party Disclosure in accordance with Accounting Standards

Related Party Disclosure as required by AS 18 issued by Institute of Chartered Accountants of India are given below:

Name of Related Party	Relationship
Alekhya Shastri	Managing Director
P V Ramaraju	Whole time Director
Deepti Nadella	Whole time Director

25. B Related party relationships and transactions

B. 1 Related companies transactions:

Particulars	Firm in which Co. is a partner	Key Managerial Person	Promoters	Total
Transaction with related party Salary/ Remuneration				
- Alekhya Shastri		12,00,000		12,00,000
- Deepti Nadella		1,20,000		1,20,000
- P V Ramaraju		7,20,000		7,20,000
Reimbursement of expenses				
- Alekhya Shastri		7,49,630		7,49,630

Significant accounting policies - see note 1
See accompanying notes to the financial statements

FOR Nitin Aggarwal & Co.
CHARTERED ACCOUNTANTS

For and on behalf of the board
ONEMEDIA NETWORK PRIVATE LIMITED

Sd/-

Sd/-

Sd/-

Nitin Aggarwal
Proprietor
M.NO 554622

Deepti Nadella
Whole Time Director
DIN: 09473248

Alekhya Shastri
Managing Director
DIN: 08724439

Place : New Delhi
Date : 15/07/2022

Place: Hyderabad

Place: Hyderabad