

**INDEPENDENT AUDITOR'S REPORT**

To the Members of B4U Media Ventures Private Limited

Report on the Audit of the Financial Statements

**Opinion**

We have audited the accompanying financial statements of B4U Media Ventures Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss and Statement of Cash Flows for the year then 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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and 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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 obtained by us is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. The other information obtained at the date of this auditor's report is Director's report but does not include the financial statements and our auditor's report thereon.

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

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

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





## Responsibilities of Management and Board of Directors for Financial Statements

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

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

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

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Financial Statements.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books .
  - c. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow 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.





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- e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - b. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - c. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material mis-statement.
  - v. The Company has neither declared nor paid any dividend during the year.
  - vi. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company only w.e.f. April 1, 2023, reporting under this clause is not applicable.



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3. In our opinion, according to information, explanations given to us, the provisions of Section 197 of the Act and the rules thereunder are not applicable to the Company as it is a private Company.

For M S K A & Associates  
Chartered Accountants  
ICAI Firm Registration No. 105047W

  
Vaijayantimala Belsare  
Partner  
Membership No. 049902  
UDIN: 23049902BGXVPO9314



Place: Mumbai  
Date: July 19, 2023



## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE FINANCIAL STATEMENTS OF B4U MEDIA VENTURES PRIVATE LIMITED

### Auditor's Responsibilities for the Audit of the 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal financial control with reference to financial statements.
- 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.



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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.

For M S K A & Associates  
Chartered Accountants  
ICAI Firm Registration No. 105047W

  
Vaijayantimala Belsare  
Partner  
Membership No. 049902  
UDIN: 23049902BGXVPO9314  
Place: Mumbai  
Date: July 19, 2023





## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF B4U MEDIA VENTURES PRIVATE LIMITED FOR THE YEAR ENDED 31<sup>st</sup> March 2023

- i. The Company had no Property, Plant and Equipment and Intangible assets, as on March 31, 2023 nor at any time during the year ended March 31, 2023. Accordingly, the provisions stated in paragraph 3(i) (a) to (e) of the Order are not applicable to the Company.
- ii.
  - a. The Company is involved in the business of rendering services. Accordingly, the provisions stated in paragraph 3(ii) (a) of the Order are not applicable to the Company.
  - b. The Company has not been sanctioned any working capital limits during the year. Accordingly, the requirements under paragraph 3(ii)(b) of the Order is not applicable to the Company.
- iii. According to the information and explanation provided to us, the Company has not made any investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) of the Order are not applicable to the Company.
- iv. According to the information and explanations given to us, the Company has neither, directly or indirectly, granted any loan, or provided guarantee or security to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of Section 185 of the Act nor made investments through more than two layers of investment companies in accordance with the provisions of Section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.
- vi. The provisions of sub-Section (1) of Section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products of the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the Order are not applicable to the Company.
- vii.
  - (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues have been subsumed into GST.

According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess, and other statutory dues have been regularly deposited by the Company with appropriate authorities in all cases during the year.

There are no undisputed amounts payable in respect of Goods and Services tax, provident fund, employees' state insurance, income-tax, cess, and other statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

According to the information and explanation given to us and the records of the Company examined by us, there are no dues relating to Goods and Services Tax, Provident Fund,





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Employees State Insurance, Income-Tax, cess or other statutory dues which have not been deposited on account of any dispute.

- viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provisions stated in paragraph 3(viii) of the Order are not applicable to the Company.
- ix. The Company does not have any loans or borrowings and repayment to lenders during the year. Accordingly, the provision stated in paragraph 3(ix)(a) to (c) and sub-Clause (e) and (f) of the Order is not applicable to the Company.
- x.
- (a) In our opinion and according to the information explanation given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence, the provisions stated in paragraph 3 (x)(a) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly, or optionally convertible debentures during the year. Hence, the provisions stated in paragraph 3 (x)(b) of the Order are not applicable to the Company.
- xi.
- (a) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we report that no material fraud by the Company nor on the Company has been noticed or reported during the course of our audit.
- (b) We have not come across of any instance of material fraud by the Company or on the Company during the course of audit of the financial statement for the year ended March 31, 2023, accordingly the provisions stated in paragraph (xi)(b) of the Order are not applicable to the Company.
- (c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into transactions with the related parties as stated in the provisions of the Sections 177 and 188 of the Act. Hence, provisions stated in paragraph 3(xiii) of the Order are not applicable to the Company.
- xiv.
- (a) In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act.
- (b) The Company did not have an internal audit system for the period under audit.





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- xv. According to the information and explanations given to us, in our opinion, during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of Section 192 of the Act are not applicable to Company.
- xvi.
- (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph 3 (xvi)(a) of the Order are not applicable to the Company.
  - (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph 3 (xvi)(b) of the Order are not applicable to the Company.
  - (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph 3 (xvi)(c) of the Order are not applicable to the Company.
  - (d) The Group does not any CIC as a part of its group. Hence, the provisions stated in paragraph 3 (xvi)(d) of the Order are not applicable to the Company.
- xvii. Based on the overall review of the financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph 3 (xviii) of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Act are not applicable to the Company. Hence, reporting under paragraph (xx)(a) to (b) of the Order is not applicable to the Company.






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- xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For M S K A & Associates  
Chartered Accountants  
ICAI Firm Registration No. 105047W

  
Vaijayantimala Belsare  
Partner  
Membership No.049902  
UDIN: 23049902BGXVPO9314



Place: Mumbai  
Date: July 19, 2023



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## ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF B4U MEDIA VENTURES PRIVATE LIMITED

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of **B4U Media Ventures Private Limited** on the Financial Statements for the year ended March 31, 2023]

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

### Opinion

We have audited the internal financial controls with reference to financial statements of **B4U Media Ventures Private Limited** ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to financial statements 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) (the "Guidance Note").

### 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 with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 Act.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.





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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 with reference to financial statements.

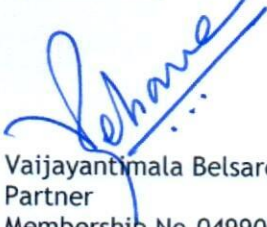
## Meaning of Internal Financial Controls With reference to Financial Statements

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

## Inherent Limitations of Internal Financial Controls With reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For M S K A & Associates  
Chartered Accountants  
ICAI Firm Registration No. 105047W

  
Vaijayantimala Belsare  
Partner

Membership No.049902  
UDIN: 23049902BGXVPO9314  
Place: Mumbai  
Date : July 19, 2023





## Balance Sheet as at 31 March, 2023

(Amount Rs. in '000)

Particulars		Note No.	As At 31st March, 2023	As At 31st March, 2022
<b>I.</b>	<b><u>EQUITY AND LIABILITIES</u></b>			
1	<b>Shareholders funds</b>			
	(a) Share capital	3	1,000.00	1,000.00
	(b) Reserves and surplus	4	3,711.82	3,640.65
2	<b>Non-current liabilities</b>		-	-
3	<b>Current liabilities</b>			
	(a) Trade payables			
	(i) Total outstanding dues of Micro Enterprises and Small Enterprises	5	-	-
	(ii) Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		45.00	45.00
	(b) Other current liabilities	6	5.00	5.00
	(c) Short term provisions	7	6.75	3.32
	<b>TOTAL</b>		<b>4,768.57</b>	<b>4,693.97</b>
<b>II.</b>	<b><u>ASSETS</u></b>			
1	<b>Non-current assets</b>		-	-
2	<b>Current assets</b>			
	(a) Cash and Bank Balances	8	4,758.57	4,683.97
	(b) Other current assets	9	10.00	10.00
	<b>TOTAL</b>		<b>4,768.57</b>	<b>4,693.97</b>

Significant accounting policies  
Notes to Financial Statements

2  
3 to 22

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For M S K A & Associates  
Chartered Accountants  
Firm Registration No. 105047W

*Vaijayantimala Belsare*  
Vaijayantimala Belsare  
Partner  
Membership No. 049902  
Place: Mumbai  
Date: 19.07.2023  
UDIN : 23049902BGXVPO9314



For and on behalf of the Board of Directors

*Santosh Garg*  
Santosh Garg  
Director  
(DIN: 07262936)

Date: 19.07.2023

*Harshil Shah*  
Harshil Shah  
Director  
(DIN: 08686163)





## Statement of Profit and Loss for the year ended 31 March, 2023

(Amount Rs. In '000)

Particulars	Note No.	For the Year Ended 31st March, 2023	For the Year Ended 31st March, 2022
<b>I. Income</b>			
Other income	10	183.49	166.82
<b>II. Total Revenue</b>		<b>183.49</b>	<b>166.82</b>
<b>III. Expenses</b>			
Finance cost	11	-	0.19
Other expenses	12	87.31	90.27
<b>IV. Total expenses</b>		<b>87.31</b>	<b>90.46</b>
<b>V. Profit before tax (II-IV)</b>		<b>96.18</b>	<b>76.36</b>
<b>VI. Tax expense:</b>			
(1) Current tax		25.10	19.81
(2) Adjustment of tax relating to earlier years		(0.09)	(0.16)
<b>VII. Profit after tax (V-VI)</b>		<b>71.17</b>	<b>56.71</b>
<b>VIII. Earnings per equity share:</b>			
(1) Basic ( Amount in Rs.)	15	0.71	0.57
(2) Diluted ( Amount in Rs.)	15	0.71	0.57

Significant accounting policies  
Notes to Financial Statements

2  
3 to 22

The accompanying notes are an integral part of the financial statements

As per our report of even date

For M S K A & Associates  
Chartered Accountants  
Firm Registration No. 105047W

*Vaijayantimala Belsare*  
Vaijayantimala Belsare  
Partner  
Membership No. 049902  
Place: Mumbai  
Date: 19.07.2023  
UDIN : 23049902BGXVPO9314



For and on behalf of the Board of Directors

*Santosh Garg*  
Santosh Garg  
Director  
(DIN: 07262936)

Date: 19.07.2023

*Harshil Shah*  
Harshil Shah  
Director  
(DIN: 08686163)





## Cash Flow Statement for the year ended 31 March, 2023

(Amount Rs. IN '000)

Particulars		For the Year Ended 31st March, 2023	For the Year Ended 31st March, 2022
<b>A</b>	<b>Cash flows from operating activities</b>		
	Net profit before tax	96.18	76.36
	<b>Adjustments for:</b>		
	Interest income	(183.49)	(166.82)
	<b>Operating Profit before working capital changes</b>	<b>(87.31)</b>	<b>(90.46)</b>
	<b>Working capital changes:</b>		
	Increase / (decrease) in trade payables	-	(24.38)
	Increase / (decrease) in other current liabilities	-	(0.79)
	(Increase) / decrease in short term loans & advances	-	8.00
	<b>Cash generated from operations</b>	<b>(87.31)</b>	<b>(107.63)</b>
	Direct taxes paid (net of refund)	(21.58)	(19.39)
	<b>Net cash flow from operating activities</b>	<b>(108.89)</b>	<b>(127.02)</b>
<b>B</b>	<b>Cash flows from investing activities</b>		
	Interest income	183.49	166.82
	<b>Net cash flow from investing activities</b>	<b>183.49</b>	<b>166.82</b>
	Net increase/(decrease) in cash and cash equivalents (A+B)	74.60	39.80
	Cash and cash equivalents at beginning of period	4,683.97	4,644.17
	<b>Cash and cash equivalents at end of the year</b>	<b>4,758.57</b>	<b>4,683.97</b>

## Cash and cash equivalents

Particulars	As at 31st March, 2023	As at 31st March, 2022
	Amount (Rs.)	Amount (Rs.)
<b>Balances with banks</b>		
On current account	4,758.29	4,683.68
Cash on hand	0.28	0.29
<b>Total</b>	<b>4,758.57</b>	<b>4,683.97</b>

## Notes:

- (i) The Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 - Cash Flow Statement as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
- (ii) Figures for the previous year have been regrouped / rearranged wherever found necessary.

As per our report of even date attached

**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No. 065047W

*Vaijayantimala Belsare*  
**Vaijayantimala Belsare**  
Partner  
Membership No. 049902  
Place: Mumbai  
Date: 19.07.2023  
UDIN : 23049902BGXVPO9314



For and on behalf of the Board of Directors

*Santosh Garg*  
**Santosh Garg**  
Director  
(DIN: 07262936)

*Harshil Shah*  
**Harshil Shah**  
Director  
(DIN: 08686163)

Date: 19.07.2023





**Note 1 Corporate information**

B4U Media Ventures Private Limited is a private Company domiciled in India and incorporated under the provisions of the Companies Act, 2013. The Company is formed with an objective of acting as advertising agency for television channels in India. The Company is a wholly owned subsidiary of B4U Television Network India Limited.

**Note 2 Significant accounting policies****a Basis of accounting and use of estimates**

- i The financial statements are prepared under historical cost convention, on accrual basis of accounting in accordance with the accounting principles generally accepted in India and the provision of the Companies Act, 2013. The Company has prepared these financial statements to comply in all material respects with the mandatory Accounting Standards notified under Section 133 of the companies Act 2013, read together with relevant Rules there under.
- ii The preparation of financial statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reported period. Difference between the actual result and estimates are recognized in the period in which the results are known/materialized.
- iii All assets and liabilities are classified as current or non-current as per Company's normal operating cycle and other criteria set out in schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current/non current classification of assets and liabilities.

**b Revenue Recognition**

- i Revenue from sales of services is recognized when the service is completed.  
Interest Income is recognised on a time proportion basis taking into consideration the amount outstanding and the rate applicable.

**c Foreign Currency transactions**

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the date of transaction. Monetary items denominated in foreign currency outstanding at the period end are translated at rates prevailing as on year end. The exchange differences arising on settlement / translation or at the year end are recognised in the Statement of Profit and Loss.

**d Earnings per share**

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20, "Earnings per Share" as notified by MCA. Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year.

**e Accounting for taxes**

Provision for Current tax is made based on the liability computed in accordance with the relevant tax laws. Deferred tax is recognized on the basis of timing differences arising between the taxable incomes and accounting incomes computed using the tax laws that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets are recognized depending upon the certainty of its realization and reviewed for the appropriateness of their carrying values at each balance sheet date.

**f Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits would be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the balance sheet date. Provisions are reviewed at each balance sheet date and are adjusted to effect the current best estimation. A contingent liability is disclosed if the possibility of an outflow of resources embodying the economic benefits is remote or a reliable estimate of the amount of obligation cannot be made.

**g Cash and Cash Equivalents**

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

**Note 3 Share Capital**

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
<b>Authorised</b>		
1,00,000 Equity Shares (previous year 1,00,000 equity share) of Rs. 10 each	1,000.00	1,000.00
<b>Issued</b>		
1,00,000 Equity Shares (previous year 1,00,000 equity share) of Rs. 10 each	1,000.00	1,000.00
<b>Subscribed &amp; paid up</b>		
1,00,000 Equity Shares (previous year 1,00,000 equity share) of Rs. 10 each	1,000.00	1,000.00
<b>Total</b>	<b>1,000.00</b>	<b>1,000.00</b>

**a Reconciliation of the no. of equity shares outstanding at the beginning and at the end the reporting year**

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	No. of Shares	No. of Shares
Shares outstanding at the beginning of the year	1,00,000	1,00,000
Shares issued during the year	-	-
Shares bought back during the year	-	-
<b>Shares outstanding at the end of the year</b>	<b>1,00,000</b>	<b>1,00,000</b>





**b Terms/Rights attached to equity share**

The Company has only one class of shares i.e. equity shares having par value of Rs.10/- per share. Each shareholder of the equity share is entitled to one vote per share. In the event of the liquidation of the Company, the holder of the equity share will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in the proportion of number of equity shares held by the shareholders. In case the dividend is proposed by the Board of Director the same is subject to the approval of share holders in the ensuing Annual General Meeting.

**c Share held by holding/ultimate holding Company**

1,00,000 Equity Shares ( previous year 1,00,000 equity share) are held by holding Company B4U Television Network India Limited and its nominee.

d No class of shares have been issued as Bonus shares or for consideration other than cash by the Company during the period of five years immediately preceding the current year end.

e No class of shares have been bought back by the Company during the period of five years immediately preceding the current year end.

**f Details of shareholders holding more than 5% shares in the Company**

Name of Shareholder	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% Holding	No. of Shares held	% Holding
B4U Television Network India Limited	1,00,000	100.00%	1,00,000	100.00%

**g Details of Shares held by Promoters at the end of the year**

Promoter name	As at 31st March 2023			As at 31st March 2022		
	No. of Shares held	% Holding	% Change during the year	No. of Shares held	% Holding	% Change during the year
B4U Television Network India Limited	1,00,000	100%	-	1,00,000	100%	-

**Note 4 Reserves & Surplus**

Particulars	As at 31st March, 2023	As at 31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
<b>Surplus</b>		
Opening balance	3,640.65	3,583.94
Add: Net profit for the current year	71.17	56.71
<b>Total</b>	<b>3,711.82</b>	<b>3,640.65</b>

**Note 5 Trade Payables**

Particulars	As at 31st March, 2023	As at 31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
(i) Total outstanding dues of Micro Enterprises and Small Enterprises	-	-
(ii) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	45.00	45.00
<b>Total</b>	<b>45.00</b>	<b>45.00</b>

The information as required to be disclosed as defined in the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of the information available with the Company. There are no Micro, Small and Medium Enterprises (MSME) to whom the Company owes which are outstanding for more than 45 Days as at 31st March, 2023.

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Principal amount remaining unpaid at the end of the year	-	-
Interest due thereon	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSME Development Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSME Development Act	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the MSME Development Act	-	-

**Trade Payables ageing schedule**

Particulars	As at 31st March 2023					
	Payables Not Due	Outstanding for following periods from due date of Payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed trade payables :</b>						
(i) Micro enterprises and	-	-	-	-	-	-
(ii) Others	45.00	-	-	-	-	45.00
<b>Disputed trade payables :</b>						
(i) Micro enterprises and	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
<b>Total</b>	<b>45.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45.00</b>





## Trade Payables ageing schedule

Particulars	As at 31st March 2022					
	Payables Not Due	Outstanding for following periods from due date of Payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed trade payables :</b>						
(i) Micro enterprises and	-	-	-	-	-	-
(ii) Others	45.00	-	-	-	-	45.00
<b>disputed trade</b>						
(i) Micro enterprises and	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
<b>Total</b>	<b>45.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>45.00</b>

## Note 6 Other current liabilities

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
TDS Payable	5.00	5.00
<b>Total</b>	<b>5.00</b>	<b>5.00</b>

## Note 7 Short term provisions

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Provision for tax (Net of advance tax of Rs. Nil, (Previous year Rs. Nil))	6.75	3.32
<b>Total</b>	<b>6.75</b>	<b>3.32</b>

## Note 8 Cash and Bank Balances

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
<b>Cash and Cash Equivalents</b>		
Balances with banks		
On current account	4,758.29	4,683.68
Cash on hand	0.28	0.29
<b>Total</b>	<b>4,758.57</b>	<b>4,683.97</b>

## Note 9 Other current assets

Particulars	As at	As at
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Security deposits	10.00	10.00
<b>Total</b>	<b>10.00</b>	<b>10.00</b>

## Note 10 Other Income

Particulars	For the Year ended	For the Year ended
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Interest on short term bank deposits	183.49	166.82
<b>Total</b>	<b>183.49</b>	<b>166.82</b>

## Note 11 Finance Cost

Particulars	For the Year ended	For the Year ended
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Interest on income tax	-	0.19
<b>Total</b>	<b>-</b>	<b>0.19</b>

## Note 12 Other Expenses

Particulars	For the Year ended	For the Year ended
	31st March, 2023	31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Rates and taxes	15.31	22.27
Legal and professional fees	22.00	18.00
Payment to auditors *	50.00	50.00
<b>Total</b>	<b>87.31</b>	<b>90.27</b>



## \* Details of Payment to Auditors

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
	Amount (Rs. in '000)	Amount (Rs. in '000)
Audit fees	50.00	50.00
<b>Total</b>	<b>50.00</b>	<b>50.00</b>

**Note 13 Contingent Liabilities**

There is no contingent liability as at Balance Sheet date.

**Note 14 Capital and Other Commitments**

- a Estimated amount of contracts remaining to be executed on capital account and not provided for are Rs. Nil ( Previous year Rs. Nil)  
b Estimated amount of other commitments not provided for, as they are not due, are Rs. Nil ( Previous year Rs. Nil).

Additional information required to be given pursuant to Part II of Schedule III of the Companies Act, 2013 is as follows:

**Note 15 The Earning per Share – Basic & Diluted for the year calculated as under**

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
	Amount (Rs.)	Amount (Rs.)
Profit used as numerator for the calculation of basic & diluted earnings per share	71,170	56,706
Weighted average number of shares used in Computing Basic & Diluted Earnings Per Share	1,00,000	1,00,000
<b>Earning per Shares (Rs.) (Basic &amp; Diluted)</b>	<b>0.71</b>	<b>0.57</b>

**Note 16 Related Party Disclosures****a Particulars of holding, subsidiary and associate companies****Name of the Related Party**

B4U Television Network India Limited  
B4U Broadband (India) Private Limited

**Nature of Relationship**

Holding Company  
Fellow Subsidiary

**b Key Managerial Personnel****Name of the Related Party**

Mr. Anar Dixit  
Mr. Harshil Shah  
Mr. Santosh Garg

**Nature of Relationship**

Director ( up to 2nd Sept 2022)  
Director ( from 2nd Sept 2022)  
Director

c No transaction was carried out during the year with related parties during the year.

d No amount is outstanding with the related parties as at 31 March, 2023.

**Note 17** In the opinion of the management and to the best of its knowledge and belief, the value on realization of current assets and payment of current liabilities and provisions in the ordinary course of business would not be less/ more than the amount at which they are stated in the Balance Sheet.

**Note 18** The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued.

The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.





## Note 19 Ratio

S No.	Ratio	Formula	Particulars	31 March 2023	31 March 2022	Ratio as on 31 March 2022	Ratio as on 31 March 2023	Variation	Reason (If variation is more than 25%)
(a)	Current Ratio	$\frac{\text{Current Assets} + \text{Current Liabilities}}{\text{Current Assets} + \text{Current Liabilities}}$	Current Assets = Inventories + Current Investment + Trade Receivable + Cash & Cash Equivalents + Other Current Assets + Contract Assets + Assets held for Sale	4,768.57	56.75	86.04	84.03	-5%	
(b)	Debt-Equity Ratio	$\frac{\text{Debt} + \text{Equity}}{\text{Debt} + \text{Equity}}$	Debt = long term borrowing + Short-term borrowings	NA	NA	NA	NA	NA	
(c)	Debt Service Coverage Ratio	$\frac{\text{Net Operating Income} + \text{Debt Service}}{\text{Debt Service}}$	Net Operating Income = Net profit after taxes + Non-cash operating expenses + Finance cost	NA	NA	NA	NA	NA	
(d)	Return on Equity Ratio	$\frac{\text{Profit after tax less pref. Dividend} \times 100}{\text{Shareholder's Equity}}$	Net Income = Net Profits after taxes - Preference Dividend	71.17	1,003.71	0.06	0.07	25%	Due to Increase in Profit
(e)	Inventory Turnover Ratio	$\frac{\text{Cost of Goods Sold} + \text{Average Inventory}}{\text{Inventory}}$	Cost of Goods Sold	NA	NA	NA	NA	NA	
(f)	Trade Receivables Turnover Ratio	$\frac{\text{Net Credit Sales} + \text{Average Trade Receivables}}{\text{Trade Receivables}}$	Net Credit Sales	NA	NA	NA	NA	NA	
(g)	Trade Payables Turnover Ratio	$\frac{\text{Net Credit Purchases} + \text{Average Trade Payables}}{\text{Trade Payables}}$	Net Credit Purchases	NA	NA	NA	NA	NA	
(h)	Net Capital Turnover Ratio	$\frac{\text{Revenue} + \text{Average Working Capital}}{\text{Net Profit} + \text{Net Sales}}$	Revenue	NA	NA	NA	NA	NA	
(i)	Return on Capital Employed	$\frac{\text{EBIT} + \text{Capital Employed}}{\text{Capital Employed}}$	EBIT = Earnings before interest and taxes	96.18	4,711.82	0.02	0.02	24%	
(k)	Return on Investment	$\frac{\text{Net Profit} + \text{Net Investment}}{\text{Net Investment}}$	Net Profit	71.17	4,711.82	0.01	0.02	24%	



**Note 20 Other Statutory Information**

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

**Note 21** Balances of some of the trade payables are subject to reconciliation / confirmation from the respective parties and the consequential adjustments, if any. The management, however, is of the view that there will be no material adjustments in this regard.

**Note 22** Previous year figures have been regrouped / rearranged wherever necessary to confirm to current years classification.

As per our report of even date attached

For M S K A & Associates  
Chartered Accountants  
Firm Registration No. 105047W

Vaijayantimala Belsare  
Partner  
Membership No. 049902  
Place: Mumbai  
Date: 19.07.2023  
UDIN : 23049902BGXVPO9314



For and on behalf of the Board of Directors

Santosh Garg Director (DIN: 07262936)  
Harshil Shah Director (DIN: 08686163)

Date: 19.07.2023

