

11th Annual Report

Financial Year
2019-20

VALUE 360 COMMUNICATIONS PRIVATE LIMITED
CIN: U22222DL2009PTC189466

Directors

Kunal Kishore (DIN: 00634724)
Gaurav Patra (DIN: 02551958)
Manisha Chaudhary (DIN: 00634739)

Statutory Auditor

Raj K. Sri & Co.
202A, Arunachal Building, Barakhambha Road,
New Delhi, 110001, India

Registered Office

43A, Okhla Industrial Estate, Phase III,
South Delhi, New Delhi, 110020, India

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Eleventh Annual General Meeting of the members of Value 360 Communications Private Limited will be held on Thursday, the 31st Day of December, 2020 at 11:00 A.M. at the Registered Office of the Company at 43A, Okhla Industrial Estate, Phase III New Delhi-110020 In to transact the following businesses:

Ordinary Business:

1. To receive, consider, approve and adopt the audited Balance Sheet as at March 31, 2020 and Statement of Profit and Loss Account for the year ended on that date together with the reports of the Directors and the Auditors thereon.

Place: New Delhi
Date: 07/12/2020

By Order of the Board of Directors
For Value 360 Communications Private Limited



KUNAL KISHORE
(Managing Director)
DIN: 00634724



GAURAV PATRA
(Director)
DIN: 02551958

Value 360 Communications Pvt. Ltd.

Head Office: 43-A, Ground Floor, Okhla Industrial Estate, Phase-3 New Delhi- 110020 T:+91 11 4665 8888

E: info@value360india.com CIN: U22222DL2009PTC189466 GSTIN/UIN: 07AADCV0015E1ZX

MUMBAI BRANCH: 401, Shivraj Heights, 14th Road Off Linking Road, Behind Rajkumar Jewelers, Khar West, Mumbai - 400052
GSTIN/UIN-27AADCV0015E1ZV

BANGALORE BRANCH: 5th Floor, Cobalt Building, 46/1, Church St, Shanthala Nagar, Ashok Nagar, Bengaluru, Karnataka 56000
GSTIN/UIN-29AADCV0015E1ZR

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.
2. THE INSTRUMENT APPOINTING A PROXY, SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

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BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting the first Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2020.

1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY:

(Amount in INR)

PARTICULARS	STANDALONE		CONSOLIDATED	
	2019-20	2018-019	2019-20	2018-19
Net Revenue from operations	26,27,04,503.00	22,93,67,762.00	28,51,83,615.00	25,02,34,827.00
Other Income	-	12,84,836.00	19,201.00	13,66,441.00
Total Income	26,27,04,503.00	23,06,52,598.00	28,52,02,816.00	25,16,01,268.00
Expenses	23,01,68,049.00	21,07,49,598.00	24,67,87,019.00	22,97,44,961.00
Profit Before Depreciation and Tax	3,25,36,454.00	1,99,03,000.00	3,84,15,797.00	2,18,56,307.00
Depreciation	15,95,348.00	18,65,341.00	17,21,075.00	20,71,666.00
Profit Before Tax (PBT)	3,09,41,106.00	1,80,37,659.00	3,66,94,722.00	1,97,84,641.00
Current Tax	1,14,98,874.00	76,87,291.00	1,30,15,487.00	83,89,299.00
Deferred Tax	(61,760.00)	(1,03,947.00)	(69,110.00)	(1,27,141.00)
Profit After Tax	1,95,03,992.00	1,04,54,315.00	2,37,48,345.00	1,15,22,483.00
Balance Carried forward to Balance Sheet	1,95,03,992.00	1,04,54,315.00	2,37,48,345.00	1,15,22,483.00

2. OPERATIONS

The Company has reported ₹ 26,27,04,503 total income for the financial year ended on 31st March, 2020 as compared to ₹ 23,06,52,598 in previous year and has incurred a Net profit of ₹ 1,95,03,992 during the current financial year as compared to profit ₹ 1,04,54,315 in previous year.

3. TRANSFER TO RESERVES

The Company has transferred ₹ 1,95,03,992 to Reserves and Surplus.

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GSTIN/UIN-29AADCV0015E1ZR

4. DIVIDEND

No dividend has been recommended for the year under review.

5. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR 2019-20.

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the present report.

6. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year under review, there has been no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

7. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

Smartube Entertainment Private Limited and Popkorn PR Plus Communication Private Limited both are Subsidiaries of Value 360 communications Private limited.

8. RISK MANAGEMENT POLICY

Risk Management is an integral part of the Company's business strategy. The Board reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The Board nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Company.

9. STATUTORY AUDITOR & AUDIT REPORT

The Members of the Company at its 08th Annual General Meeting of the Company held on 29/09/2017, approved the appointment of M/s. Raj K Sri & Co, Chartered Accountants, having Firm Registration No. 014141N as Statutory Auditors of the Company to hold office till the conclusion of Annual General Meeting of the Company to be held in the year 2022.

Further, there are no qualifications or observations or remarks made by the Auditors in their Report for the financial year ended on 31st March, 2020.

10. CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company.

11. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL (KMPs)

During the year under review, there has been no change in Directorship of the Company:

12. DEPOSITS

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2020. There were no unclaimed or unpaid deposits as on March 31, 2020.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "**Annexure A**".

14. CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

15. NUMBER OF MEETING OF THE BOARD

During the financial year 2019-20, the Board of Directors met 6 times viz. on 17/06/2019, 04/09/2019, 03/10/2019, 18/11/2019, 15/01/2020 and 02/02/2020.

16. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) In the preparation of the annual accounts for the financial year ended on 31st March, 2020, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) 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 as at March 31, 2020 and of the profit and loss of the Company for that period;

- (iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors had prepared the annual accounts on a going concern basis; and
- (v) 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.

17. FRAUD REPORTING

There was no fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013 to the Board of Directors during the year under review.

18. DECLARATION BY INDEPENDENT DIRECTORS

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

19. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178;

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There was no material contract or arrangement made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

During the year under review, the Company has not advanced any loans/ given guarantees/ made investments under Section 186 of Companies Act, 2013.

22. PARTICULARS OF EMPLOYEES

None of the employees has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

23. INTERNAL CONTROL SYSTEMS AND INTERNAL FINANCIAL CONTROL

The Company has an Internal Financial Control that are adequate and were operating effectively, internal financial control means the policies and procedures adopted by the company 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.

24. COMPLAINTS RELATING TO SEXUAL HARASSMENT

During the year under review, no complaint/cases have been received or reported pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

25. MAINTAINENCEOF COST RECORDS

The Company was not required to maintain Cost records as specified by the Central Government as Section 148(1) of the Companies Act, 2013 is not applicable to the Company.

26. EXTRACT OF ANNUAL RETURN

Pursuant to provisions of Section 134(1) of the Companies Act, 2013, extract of annual return as provided under Section 92(3) is appended as in "Annexure-B".

27. APPRECIATION

Your Directors wish to place on record their deep appreciation for the continued support of Clients, bankers, staff of the Company and other government authorities.

Place: New Delhi

Date: 07/12/2020

By Order of the Board of Directors
For Value 360 Communications Private Limited



KUNAL KISHORE
(Managing Director)
DIN: 00634724



GAURAV PATRA
(Director)
DIN: 02551958

ANNEXURE – A

Information under Section 134(3) (m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors

A. Conservation of energy-

1. the steps taken or impact on conservation of energy:

The Company undertakes on regular basis, steps suggested by the staff of the Company and workers for optimizing production as a measure of Conservation of Energy.

2. the steps taken by the Company for utilizing alternate sources of energy: NIL

3. the capital investment on energy conservation equipments: NIL

B. Technology absorption-

1. the efforts made towards technology absorption

The Company is having continuous access to latest technologies to keep abreast with the latest developments taking place and update the technology to meet the ever changing needs of the markets.

2. the benefits derived like product improvement, cost reduction, product development or import substitution: N.A.

3. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.

4. the expenditure incurred on Research and Development: NIL

C. Foreign exchange Earnings - NIL

D. Foreign exchange Outgo-NIL

Place: New Delhi

Date: 07/12/2020

By Order of the Board of Directors
For Value 360 Communications Private Limited


KUNAL KISHORE
(Managing Director)
DIN: 00634724


GAURAV PATRA
(Director)
DIN: 02551958

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U22222DL2009PTC189466
2	Registration Date	17/04/2009
3	Name of the Company	VALUE 360 COMMUNICATIONS PRIVATE LIMITED
4	Category/Sub-category of the Company	Private Limited Company Company Limited by Shares
5	Address of the Registered office & contact details	252 - L, Second Floor, Sant Nagar, East of Kailash, New Delhi-110065
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

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)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	To carry on the business of Telecommunication.	6420	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	POPKORN PR PLUS COMMUNICATION PRIVATE LIMITED Regd. Off.: L-252, SANT NAGAR, EAST OF KAILASH S.F. NEW DELHI-110065	U64200DL2013PTC255082	Subsidiary	91	Section 2(87)(ii)
2	SMARTUBE ENTERTAINMENT PRIVATE LIMITED Regd. Off.: L-252, SANT NAGAR, F.F., EAST OF KAILASH, NEW DELHI-110065	U92490DL2013PTC256792	Subsidiary	99.99	Section 2(87)(ii)

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 [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/ HUF	-	10,000	10,000	100.00%	-	10,000	10,000	100.00%	-	0.00%
b) Central Govt			-	0.00%			-	0.00%		0.00%
c) State Govt(s)			-	0.00%			-	0.00%		0.00%
d) Bodies Corp.			-	0.00%			-	0.00%		0.00%
e) Banks / FI			-	0.00%			-	0.00%		0.00%
f) Any other			-	0.00%			-	0.00%		0.00%
Sub Total (A) (1)	-	10,000	10,000	100.00%	-	10,000	10,000	100.00%	-	0.00%
(2) Foreign										
a) NRI Individuals			-	0.00%			-	0.00%		0.00%
b) Other Individuals			-	0.00%			-	0.00%		0.00%
c) Bodies Corp.			-	0.00%			-	0.00%		0.00%
d) Any other			-	0.00%			-	0.00%		0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	-	0.00%

TOTAL (A)	-	10,000	10,000	100.00%	-	10,000	10,000	100.00%	0.00%
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B. Public Shareholding									
1. Institutions									
a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI			-	0.00%			-	0.00%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)			-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FII's			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian			-	0.00%			-	0.00%	0.00%
ii) Overseas			-	0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh			-	0.00%			-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh			-	0.00%			-	0.00%	0.00%
c) Others (specify)									
Non Resident Indians			-	0.00%			-	0.00%	0.00%
Overseas Corporate Bodies			-	0.00%			-	0.00%	0.00%
Foreign Nationals			-	0.00%			-	0.00%	0.00%
Clearing Members			-	0.00%			-	0.00%	0.00%
Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies - D R			-	0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public (B)	-	-	-	0.00%	-	-	-	0.00%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%				0.00%	0.00%
Grand Total (A+B+C)	-	10,000	10,000	100.00%	-	10,000	10,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	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/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Kunal Kishore	3,400	34.00%	0.00%	3,400	34.00%	0.00%	0.00%
2	Manisha Chaudhary	3,200	32.00%	0.00%	3,200	32.00%	0.00%	0.00%
3	Gaurav Patra	3,400	34.00%	0.00%	3,400	34.00%	0.00%	0.00%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	At the beginning of the year	01.04.2019		10,000	100.00%	10,000	100.00%
2	Changes during the year	N.A.		-	0.00%	-	0.00%
3	At the end of the year	31.03.2020		10,000	100.00%	10,000	100.00%

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

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name						
	At the beginning of the year	01.04.2019		-	0.00%	-	0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year	31.03.2020		-	0.00%	-	0.00%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Kunal Kishore						
	At the beginning of the year	01.04.2019		3,400	34.00%	3,400	34.00%
	Changes during the year	N.A.		-	0.00%	-	0.00%
	At the end of the year	31.03.2020		3,400	34.00%	3,400	34.00%
2	Manisha Chaudhary						
	At the beginning of the year	01.04.2019		3,200	32.00%	3,200	32.00%
	Changes during the year	N.A.		-	0.00%	-	0.00%
	At the end of the year	31.03.2020		3,200	32.00%	3,200	32.00%
3	Gaurav Patra						
	At the beginning of the year	01.04.2019		3,400	34.00%	3,400	34.00%
	Changes during the year	N.A.		-	0.00%	-	0.00%
	At the end of the year	31.03.2020		3,400	34.00%	3,400	34.00%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/acrued but not due for payment.

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,117,817.00	51,142,359.00	-	57,260,176.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,117,817.00	51,142,359.00	-	57,260,176.00
Change in Indebtedness during the financial year				
* Addition	-	32,834,325.00	-	32,834,325.00
* Reduction	2,307,080.00	-	-	2,307,080.00
Net Change	2,307,080.00	32,834,325.00	-	35,141,405.00
Indebtedness at the end of the financial year				
i) Principal Amount	3,810,737.00	83,976,684.00	-	87,787,421.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,810,737.00	83,976,684.00	-	87,787,421.00

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Name	Designation	(Rs/Lac)
1	Gross salary	N.A.		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(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			-
	- others, specify			-
5	Others, please specify			-
	Total (A)	-	-	-
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors	-	-	-	-
	Fee for attending board committee	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	KUNAL KISHORE	MANISHA CHAUDHARY	GAURAV PATRA	
		-	-	-	-
	Fee for attending board committee	-	-	-	-
	Commission	-	-	-	-
	(Others) Managerial Ramuneration	5,400,000.00	5,400,000.00	3,600,000.00	14,400,000.00
	Total (2)	5,400,000.00	5,400,000.00	3,600,000.00	14,400,000.00
	Total (B)=(1+2)	5,400,000.00	5,400,000.00	3,600,000.00	14,400,000.00
	Total Managerial Remuneration	5,400,000.00	5,400,000.00	3,600,000.00	14,400,000.00
	Overall Ceiling as per the Act	-	-	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Name			(Rs/Lac)
		CEO	CFO	CS	
1	Gross salary	N.A.			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(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				-
	- others, specify				-
5	Others, please specify				-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty		N.A.	N.A.	N.A.	N.A.
Punishment		N.A.	N.A.	N.A.	N.A.
Compounding		N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty		N.A.	N.A.	N.A.	N.A.
Punishment		N.A.	N.A.	N.A.	N.A.
Compounding		N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty		N.A.	N.A.	N.A.	N.A.
Punishment		N.A.	N.A.	N.A.	N.A.
Compounding		N.A.	N.A.	N.A.	N.A.

RAJ K. SRI & CO.
Chartered Accountants

202A, Arunachal Building, Barakhambha Road, New Delhi-110001

Tel.:011-41511319

INDEPENDENT AUDITOR'S REPORT

To the Members of
VALUE 360 COMMUNICATIONS PRIVATE LIMITED.

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of VALUE 360 COMMUNICATIONS PRIVATE LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2020, and the statement of profit and loss, (*statement of changes in equity*) for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information [hereinafter referred to as "the Financial Statements"].

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit/loss, (*changes in equity*) and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements 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.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the [information included in the X 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, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Management's Responsibility for the Financial 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, (changes in equity) 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, 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.

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

- a. 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.
- b. 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
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. 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.



- e. 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.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) Planning the scope of our audit work and in evaluating the results of our work; and
(ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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.

Report on Other Legal and Regulatory Requirements

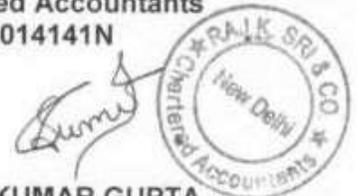
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent 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 [and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.]
 - (c) *The reports on the accounts of the branch offices of the Company have been properly dealt with by us in preparing this report.*
 - (d) The Balance Sheet, the Statement of Profit and Loss, (the Statement of Changes in Equity) and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (e) 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.
 - (f) On the basis of the written representations received from the directors as on 31st March,



2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

- (g) Since the Company's turnover as per last audited Financial Statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company 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.

for **RAJ K SRI AND CO**
Chartered Accountants
0014141N



SUMIT KUMAR GUPTA
M.No. 529461

Place : NEW DELHI
Date : 06/12/2020

UDIN- 20529461AAAAIF5113

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of VALUE 360 COMMUNICATIONS PRIVATE LIMITED for the year ended 31st March, 2020.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. No inventory with the company.
3. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
(a) All terms and conditions are as per the benefits of company and are not prejudicial to the company's Interest.
(b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.
(c) There is no such amount which is overdue more than 90 Days of above mentioned loan.
4. In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
5. The company has not accepted any deposits.
6. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
7. (a) The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
(b) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.
8. The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. The company doesn't raise any money by way of initial public offer or further public offer (including debt instruments)
10. Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.



11. Managerial remuneration has been paid or provided in accordance with the requisite approvals Mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. The company hasn't made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. The company hasn't entered into any non-cash transactions with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

for **RAJ K SRI AND CO**
Chartered Accountants



SUMIT KUMAR GUPTA
202 A, ARUNACHAL BUILDING,
BARAKHAMBA ROAD, NEW DELHI-110001
DELHI

Place : **NEW DELHI**
Date : **06/12/2020**

VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

Note	Particulars														
1 Corporate Information	The company is engaged in Public Relation Services.														
2 Significant Accounting Policies															
2.1 Basis of Accounting and Preparation of Financial Statements	The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention.														
2.2 Use of Estimates	The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / realized.														
2.3 Cash and Cash Equivalents (for Purposes of Cash Flow Statement)	Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.														
2.4 Depreciation and Amortisation	Depreciation on fixed assets has been provided on Straight Line method, pro-rata to the period of use, as per the useful lives of the assets estimated by the management or at the rates prescribed in the Schedule XIV of the Companies Act, 1956, whichever is higher. The estimated useful lives of the assets are as under:														
	<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Description</th> <th style="text-align: left;">Estimated Useful Life</th> </tr> </thead> <tbody> <tr> <td>Buildings</td> <td>20 years</td> </tr> <tr> <td>Furniture & Fittings</td> <td>5-7 years</td> </tr> <tr> <td>Plant & Machinery</td> <td>5-7 years</td> </tr> <tr> <td>Office Equipments</td> <td>5-7 years</td> </tr> <tr> <td>Vehicles</td> <td>4-5 years</td> </tr> <tr> <td>Computers including softwares</td> <td>3-4 years</td> </tr> </tbody> </table>	Description	Estimated Useful Life	Buildings	20 years	Furniture & Fittings	5-7 years	Plant & Machinery	5-7 years	Office Equipments	5-7 years	Vehicles	4-5 years	Computers including softwares	3-4 years
Description	Estimated Useful Life														
Buildings	20 years														
Furniture & Fittings	5-7 years														
Plant & Machinery	5-7 years														
Office Equipments	5-7 years														
Vehicles	4-5 years														
Computers including softwares	3-4 years														
	Leasehold Land is amortized over the remaining period of primary lease.														
	Assets costing less than Rs. 5,000 each are fully depreciated in the year of purchase.														
2.5 Revenue Recognition	Sale of Services Revenue from sales is recognized on the sales entered with customers.														
2.6 Other Income	Other incomes are accounted for on accrual basis except where the receipt is uncertain.														
2.7 Tangible Fixed Assets	Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.														



Fixed assets acquired and put to use for project purpose are capitalised and depreciation thereon is included in the project cost till commissioning of the project.

2.8 Employee Benefits

i) Provident Fund

The company has no obligations to the Provident Fund.

ii) Gratuity

The company's gratuity benefit scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation as at the Balance Sheet date using the Projected Unit Credit Method.

2.9 Borrowing Costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is

2.10 Segment Reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly. However, there is only one reporting segment during the year under review.

2.11 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

2.12 Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Current and deferred tax relating to items directly recognised in equity are recognised in equity and not in the Statement of Profit and Loss.



2.13 Impairment of Assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.14 Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transaction. Gains and losses arising out of subsequent fluctuations are accounted for on actual payment or realisation. Monetary items denominated in foreign currency as at the Balance Sheet date are converted at the exchange rates prevailing on that date. Exchange differences are recognised in the Statement of Profit and Loss.

2.15 Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.



VALUE 360 COMMUNICATIONS PVT. LTD.
BALANCE SHEET AS ON 31ST March 2020
CIN NO.U22222DL2009PTC189466

(Currency: INR)

Particulars	Note No.	As at 31 March 2020.	As at 31 March, 2019
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share Capital	3	1,00,000	1,00,000
(b) Reserves and Surplus	4	4,45,15,816	2,50,11,823
2 Non-Current Liabilities			
(a) Long-Term Provisions	5	8,77,87,421	5,72,60,176
3 Current liabilities			
(a) Trade Payables	6	1,86,86,917	1,48,24,552
(b) Other Current Liabilities	7	3,48,71,369	4,56,31,055
(c) Short-Term Provisions	8	1,14,98,874	76,87,291
TOTAL		19,74,60,396	15,05,14,897
B ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	9	41,20,122	45,73,578
(ii) Intangible Assets			
(b) Non-current Investment		51,11,831	51,11,831
(c) Deferred Tax Assets (net)	20	8,39,522	7,77,762
(c) Other Non-Current Assets	10		
2 Current assets			
(a) Trade Receivables & Security Deposited	11	8,12,63,267	6,36,78,872
(b) Cash and Cash Equivalents	12	2,17,27,556	59,40,326
(c) Short-Term Loans and Advances	13	8,43,98,098	7,04,32,528
TOTAL		19,74,60,396	15,05,14,897

As per our audit report of even date attached.

For RAJ K SRI & CO.

Chartered Accountants

0014141N



Singh Kumar Gupta

Partner

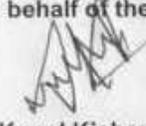
M.No. 529461

Place : New Delhi

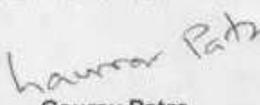
Date : 06.12.2020

UDIN No! - 20529461AAAAIF5113.

On behalf of the Board of Directors


Kunal Kishore
Director

Din No.00634724


Gaurav Patra
Director

Din No.02551958

VALUE 360 COMMUNICATIONS PVT. LTD.
Statement of Profit and Loss for the year ended 31 March 2020
CIN NO.U22222DL2009PTC189466

(Currency: INR)

Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
1 Revenue from Operations	14	26,27,04,503	22,93,67,762
2 Other Income	15	-	12,84,836
3 Total Revenue (1+2)		26,27,04,503	23,06,52,598
4 Expenses			
(a) Employee Benefits Expense	16	12,96,60,682	11,61,95,400
(b) Finance Costs	17	85,29,727	1,70,03,638
(c) Marketing\Business Promotion Expense	18	93,49,424	1,00,77,786
(d) Other Expenses	19	8,26,28,216	6,74,72,774
(e) Depreciation and Amortisation Expense	9	15,95,348	18,65,341
Total Expenses		23,17,63,397	21,26,14,939
5 Profit / (Loss) before Exceptional and Extraordinary Items and Tax (3 - 4)		3,09,41,106	1,80,37,659
6 Exceptional Items			
7 Profit / (Loss) before Extraordinary Items and Tax (5 + 6)		3,09,41,106	1,80,37,659
8 Extraordinary Items			
9 Profit / (Loss) before Tax (7 + 8)		3,09,41,106	1,80,37,659
10 Tax expense:			
(a) Current Tax Expense for Current Year		1,14,98,874	76,87,291
(b) Current Tax Expense Relating to Prior Years			
(c) Deferred Tax		(61,760)	(1,03,947)
Total Tax Expenses		1,14,37,114	75,83,344
11 Profit / (Loss) From Continuing Operations (9 +10)		1,95,03,992	1,04,54,315
12 Earnings per share (of Rs.10/- each): Basic and Diluted		1,950	1,045

As per our audit report of even date attached.

For RAJ K SRI & CO.
Chartered Accountants



Place : New Delhi
Date : 06.12.2020

UDIN No.:- 20529461AAAAIF5113.

On behalf of the Board of Directors

Kunal Kishore
Kunal Kishore
Director

Din No.00634724

Gaurav Patra
Gaurav Patra
Director

Din No.02551958

VALUE 360 COMMUNICATIONS PVT. LTD.
Statement of Cash Flows for the year ended 31 March, 2020
CIN NO. U22222DL2009PTC189466

(Currency: INR)

	Year ended 31-Mar-2020	Year ended 31-Mar-2019
A. Cash flow from Operating activities		
Profit before tax	30,941,105	18,037,659
Adjustments for:		
Depreciation and amortisation expense	1,595,348	1,865,341
Interest expense	8,529,727	17,001,638
Operating Profit before working capital changes	41,066,181	36,906,638
Adjustments for:		
(Increase)/Decrease in trade and other receivables	(17,584,395)	(7,018,358)
Increase/(Decrease) in trade and other payables	(6,897,321)	17,836,924
Cash generated from Operations	16,584,465	53,725,204
Direct taxes paid (net)	(18,694,741)	(8,395,998)
Net cash flow from/(used in) Operating activities	(A) (2,110,276)	50,329,206
B. Cash flow from Investing activities		
Purchase of fixed assets	(1,141,892)	(383,959)
Rent security & others	(2,958,120)	(2,192,610)
Non Current Investment	-	(5,011,811)
Net cash flow from/(used in) Investing activities	(B) (4,100,012)	(7,588,400)
C. Cash flow from Financing activities		
Proceeds from long term loan	305,72,245	(22,387,206)
Interest paid	(8,529,727)	(17,001,638)
Net cash flow from/(used in) Financing activities	(C) 21,997,518	(39,390,844)
Net Cash flow / (outflow) during the year	(A+B+C) 15,787,230	3,349,962
Cash and Cash equivalents at the beginning of the year	5,940,326	2,590,364
Cash and Cash equivalents at the end of the year	21,727,556	5,940,326
Add: Fixed deposits having maturity exceeding three months		
Cash and Bank balances at the end of the year	21,727,556	5,940,326

Note:

1. Cash and Bank balances include the following balance sheet amounts:

Particulars	31-Mar-20	31-Mar-19
Cash in hand	1,791,130	2,907,412
(Balances with bank in current account)	19,936,426	3,032,914
Cash and Bank balances at the end of the year	21,727,556	5,940,326

2. Previous year's figures are regrouped, rearranged or recast, wherever considered necessary to conform to current year's classification.

As per our audit report of even date attached.

For RAJ K SRI & CO.

Chartered Accountants



On behalf of the Board of Directors

(Signature)
 Runal Kishore
 Director
 Din No.00634724

(Signature)
 Gaurav Patra
 Director
 Din No.02551958



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

Note 3 Share Capital

(Currency: INR)

Particulars	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	10,000	1,00,000
(b) Issued Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	10,000	1,00,000
(c) Subscribed and Fully Paid Up Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	10,000	1,00,000
TOTAL	10,000	1,00,000	10,000	1,00,000



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

Note 3 Share Capital (contd.)

Particulars						
Notes:						
(i) Reconciliation of the Number of Shares and Amount Outstanding at the Beginning and at the End of the Reporting Period:						
Particulars	Opening Balance	Fresh Issue	ESOP	Conversion	Buy back	Closing Balance
Equity Shares with Voting rights						
Year ended 31 Mar, 2020						
- Number of Shares	10,000	-	-	-	-	10,000
- Amount (Rs. 10/ each)	1,00,000	-	-	-	-	1,00,000
Year Ended 31 March, 2019						
- Number of Shares	10,000	-	-	-	-	10,000
- Amount (Rs. 10/ each)	1,00,000	-	-	-	-	1,00,000



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

Note 3 Share Capital (contd.)

(Currency: INR)

Particulars				
Notes:				
Details of shares held by each shareholder holding more than 5% shares:				
Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Kunal Kishore	3,400	34%	3,400	34%
Gaurav Patra	3,400	34%	3,400	34%
Manisha Chaudhary	3,200	32%	3,200	32%
	10,000	100%	10,000	100%



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

(Currency: INR)

Particulars	As at 31 March 2020	As at 31 March, 2019
Note 4 Reserves and Surplus		
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	2,50,11,823	1,45,57,509
Add: Profit / (Loss) for the year	1,95,03,992	1,04,54,315
Closing Balance	4,45,15,816	2,50,11,823
TOTAL	4,45,15,816	2,50,11,823
Note 5 Long-Term Borrowings		
(i) Car Loan	38,10,737	61,17,817
(ii) U/S Loan from Banks	1,22,01,539	1,24,35,779
(iii) U/S Loan form NBFC	5,30,33,352	2,63,47,728
(iv) Loan form Director Manisha Chaudhary	25,00,000	2,00,000
(v) Loan form Director Kunal Kishore	41,55,591	5,65,478
(vi) Joginder Kumar		
(vii) Popcorn Pr Plus Communications Private Limited	1,20,86,202	1,15,93,374
TOTAL	8,77,87,421	5,72,60,176
Note 6 Trade Payables		
Trade payables:		
Acceptances		
Other than Acceptances including Branches	1,86,86,917	1,48,24,552
TOTAL	1,86,86,917	1,48,24,552
Note 7 Other Current Liabilities		
Other Payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	2,94,88,009	3,75,93,734
(ii) Others (specify nature)	1,00,000	1,00,000
(iii) Audit Fees Payable	3,37,025	1,87,025
(iv) Staff Salary Payable	49,46,335	77,50,296
TOTAL	3,48,71,369	4,56,31,055
Note 8 Short-Term Provisions		
Provision - Others:		
(i) Provision for Tax	1,14,98,874	76,87,291
TOTAL	1,14,98,874	76,87,291
Notes : Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)		
(i) Service Tax	94,33,325	94,33,325
(ii) PF	13,36,301	19,83,819
(iii) ESIC	1,02,083	70,881
(iv) TDS 94-C	1,12,154	1,05,173
(v) TDS 94-J	2,67,000	1,34,994
(vi) TDS 94-H		
(vii) TDS 94-I	4,78,309	7,78,450
(viii) TDS 192	1,16,33,459	46,26,182
(ix) TDS-194A	2,20,758	7,02,988
(x) GST	59,04,620	76,72,499
TOTAL	2,94,88,009	2,55,08,311



VALUE 360 COMMUNICATIONS PRIVATE LIMITED
FIXED ASSETS

F.Y. 2018-20

Block of Assets / Asset Group	Gross Block						Depreciation						Net Block	
	01-04-2019		31-03-2020		01-04-2019		For the Year		Residual Value		31-03-2020		31-03-2019	
	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs
COMPUTERS AND DATA PROCESSING UNITS														
COMPUTER	74,09,894.51	2,92,388.12	0	77,02,282.63	69,77,844.00	1,72,558.00	0	0	71,50,403.00	5,51,696.63	4,32,042.81			
COMPUTER	34,258.00	0	0	34,258.00	25,150.00	5,826.00	0	0	30,816.00	3,282.00	8,908.00			
MICRO SOFTWARE	10,92,841.00	0	0	10,92,841.00	8,70,685.00	87,306.00	0	0	9,57,993.00	1,34,448.00	2,22,156.00			
Total (Block)	85,26,993.51	2,92,388.12	0	88,29,391.63	78,73,879.00	2,65,490.00	0	0	81,39,372.00	6,90,918.63	6,63,114.81			
FURNITURE AND FITTINGS														
FURNITURE AND FIX	17,49,275.00	0	0	17,49,275.00	13,07,817.93	1,18,877.00	0	0	16,23,894.00	3,33,380.07	4,42,257.07			
MOTOR VEHICLES	87,60,250.00	0	0	87,60,250.00	38,73,746.00	7,21,427.00	0	0	48,95,173.00	20,66,660.00	27,96,587.00			
CAR														
OFFICE EQUIPMENT	8,22,519.00	7,81,960.00	0	16,04,612.00	6,10,700.00	3,16,185.00	0	0	8,27,688.00	6,77,524.00	2,11,918.00			
OFFICE EQUIPMENTS	2,44,328.00	67,500.00	0	3,11,828.00	25,355.00	1,25,207.00	0	0	1,50,562.00	1,61,268.00	2,18,973.00			
Total (Block)	10,66,847.00	8,49,460.00	0	19,16,440.00	6,36,055.00	4,41,392.00	0	0	16,77,650.00	8,38,796.00	4,30,889.00			
PLANT AND MACHINERY														
AIR-CONDITIONER	6,90,216.00	0	0	6,90,216.00	4,68,076.17	39,206.00	0	0	5,27,262.17	1,62,033.83	2,02,019.83			
MACHINERY AND PLANT	1,79,829.00	0	0	1,79,829.00	1,31,566.00	8,753.00	0	0	1,39,811.00	40,018.00	48,771.00			
Total (Block)	8,70,045.00	0	0	8,70,045.00	5,99,642.17	47,959.00	0	0	6,67,193.17	2,02,051.83	2,50,790.83			
Grand Total	1,85,83,513.51	11,41,891.12	0	2,01,25,604.63	1,44,09,535.10	18,95,348.00	0	0	1,60,06,283.30	41,20,121.57	45,73,278.41			



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

(Currency: INR)

Particulars	As at 31 March 2020	As at 31 March, 2019
Note 10 Other Non-Current Assets		
Preliminary Exp		
Prepaid Expenses		
TOTAL	-	-
Note 11 Trade Receivables		
Other Trade Receivables		
Unsecured, Considered Good including Branch Devision	8,12,63,267	6,36,78,872
TOTAL	8,12,63,267	6,36,78,872
Note 12 Cash and Cash Equivalents		
Balances with Banks		
(i) In Current Accounts	1,99,36,426	30,37,914
ii) Cash on hand including foreign currency	17,91,130	29,02,412
TOTAL	2,17,27,556	59,40,326
Note 13 Short-Term Loans and Advances		
(a) Security Deposits		
Secured, Considered Good		
(b) Loans and Advances to Smartube Entertainment Pvt Ltd	3,32,00,781	3,32,00,781
Advance To Staff	2,25,000	2,25,000
(c) Prepaid Expenses - Unsecured, considered good (For e.g. Insurance premium, Annual maintenance contracts, etc.)	-	0
(d) Balances with Government Authorities		
TDS-13-14	3,66,947	3,66,947
TDS-15-16	1,14,664	1,14,664
TDS-16-17	-	-
TDS-18-19	73,99,021	1,50,86,312
TDS-17-18	1,24,06,265	1,24,06,265
IGST Refundable	12,57,299	12,57,299
TDS -19-20	1,86,94,741	-
(e) Others (specify nature)		
Rent Security	93,90,000	73,39,000
Internet Security Deposited	-	77,880
Security Deposited for Tender	13,43,380	3,58,380
TOTAL	8,43,98,098	7,04,32,528



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

(Currency: INR)

Note	Particulars	For the Year Ended 31 March 2020	For the Year Ended 31 March, 2019
Note 14 Revenue from Operations			
(a)	Sale of Services after GST	26,27,04,503	22,93,67,762
	TOTAL	<u>26,27,04,503</u>	<u>22,93,67,762</u>
Note 15 Other Income			
	Net gain on foreign currency transactions and translation		
(a)	(other than considered as finance cost)		
	Other non-operating income (net of expenses directly attributable to such income)		12,84,836
	TOTAL	<u>-</u>	<u>12,84,836</u>
Note 16 Employee Benefits Expense			
(a)	Salaries and Wages	11,15,00,503	10,33,13,920
(b)	Incentive to Business Development Team	-	-
(c)	Director Salary	1,44,00,000	93,60,000
(d)	Contributions to Provident and Other Funds	27,29,104	25,65,724
(e)	Staff Welfare Expenses	9,25,560	8,52,527
(f)	Admin Charges	1,05,515	1,03,229
	TOTAL	<u>12,96,60,682</u>	<u>11,61,95,400</u>
Note 17 Finance Costs			
(a)	Interest Expense on:		
	- Interest on delayed / deferred payment of income tax and tax deduction at source/GST	5,33,945	49,90,728
(b)	Other Borrowing costs including bank charges	79,95,782	1,20,12,910
	TOTAL	<u>85,29,727</u>	<u>1,70,03,638</u>
Note 18 Marketing\Business Promotion Expense			
(a)	Google Campaign Exp.	21,32,875	23,16,443
	Business Promotion Exp	25,03,111	23,50,566
(b)	Press Confrance\Sponsorship \Promotion Exp	47,13,438	54,10,777
	TOTAL	<u>93,49,424</u>	<u>1,00,77,786</u>
Note 19 Other Expenses			
1	Amc Charges	-	46,000
2	Car Running & Maint. Exp	9,51,731	4,62,013
3	Commission Exp.	82,950	9,35,166
4	Convaynce, Cab & Traveling Exp.	73,20,306	65,30,824
5	Computer Runing & Maintenance Exp	7,33,745	5,80,831
6	Difference in Foregin Exchange	80,795	(2,89,152)
7	Donation Exp	5,000	-
8	Diwali Exp	2,37,172	1,65,247
9	Electricity Exp	24,22,899	18,37,616
10	Entertainment Exp	21,58,602	18,86,916
11	Event Exp.	45,750	41,100
12	Misc Exp	6,06,606	6,44,055
13	News Paper and Books of Periodicals Exp	13,80,313	8,74,351
14	Office Repair & Maintenance Exp	71,72,435	30,58,287



15	Photocopy Exp	2,10,173	62,470
16	Photography Exp	1,03,000	9,900
17	Postage and Courier Exp	8,79,260	2,95,399
18	Press Release Exp	2,26,12,426	2,21,31,174
19	Printing & Stationery Exp	8,39,503	3,86,863
20	Professional Exp	33,73,465	42,96,640
21	Rent Exp (All)	1,78,50,579	1,25,26,625
22	Short and Excess	4,60,595	28,265
23	Tender Fee	2,000	-
24	Stamp Duity Exp	2,69,500	-
25	Telephone & Internet Exp	19,63,557	15,82,534
26	Language Translation Exp	17,06,202	12,73,719
27	Tours and Traveling Exp	56,35,950	48,58,795
28	VMM Charges	19,54,097	16,16,810
29	Audit Fee	1,50,000	1,50,000
30	Gen -Set Charges	30,000	1,20,000
31	Hotel Charges	7,36,540	9,23,396
32	Insurance	-	1,63,473
33	Medical Exp	-	2,457
34	Website Maint. Exp	6,53,065	2,71,000
		8,26,28,216	6,74,72,774

Notes:

(i) Payments to the Auditors Comprises (Net of Service Tax Input Credit, where Applicable):

As auditors - Statutory Audit	1,50,000	1,50,000
TOTAL	1,50,000	1,50,000



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

(Currency: INR)

Note	Particulars	For the Year Ended 31 March, 2020	For the Year Ended 31 March, 2019
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Note 20 Additional Information to the Financial Statements

19.1 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The company has not received information from vendors/ suppliers regarding their status under "The Micro Small and Medium Enterprises Development Act, 2006" and hence disclosures relating to amount unpaid as at the year end together with interest paid/payable under this Act have not been given.

19.2 Expenditure in Foreign Currency
Traveling Including Boarding & Lodging
Communication Including Internet

19.3 Earnings in Foreign Exchange
Consultancy Services

Note 21 Disclosures under Accounting Standards

20.1 Employee benefit plans

20.2 Segment Information

The company is engaged in trading in building material and cement and other related products. The company does not carry out any other business. There are no other separate reportable segments as defined by the Accounting Standard (AS-17) "Segment Reporting" issued by the Institute Of Chartered Accountants Of India.

20.3 Related Party Transactions

20.3.1 Details of related parties:

Holding Company	NA
Key Management Personnel	Mr. Kunal Kishore Sinha Director
	Mr. Gaurav Patra Director
	Mrs. Manisha Chaudhary Director

20.3.2 Transaction with Holding Company	NIL	NIL
Nature Of Transaction	NA	NA
20.3.3 Transaction with Key Management Personnel		
Salary Fixed/Variable		
— Mr. Kunal Kishore	54,00,000	37,20,000
— Mr. Manisha Chaudhary	54,00,000	37,20,000
— Mr. Gaurav Patra	36,00,000	19,20,000
20.4 Earnings per share		
Basic		
Continuing operations		
Net profit / (loss) for the year from continuing operations	1,95,03,992	1,04,54,315
Weighted average number of equity shares	10,000	10,000
Earnings per share from continuing operations - Basic/Diluted	1,950	1,045
20.5 Deferred tax (liability) / asset		



Tax effect of items constituting deferred tax liability		
On difference between Depreciation as per Income Tax Act & Company Act	2,39,846	4,03,677
Tax effect of items constituting deferred tax liability	61,760	1,03,947
Tax effect of items constituting deferred tax assets		
Provision for compensated absences, gratuity and other employee benefits	-	-
Tax effect of items constituting deferred tax assets	-	-
Charges/(Credit) during the Year	61,760	1,03,947
Net deferred tax (liability) / asset	8,39,522	7,77,762



VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

(Currency: INR)

Note	Particulars
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Note 22 Previous Year's Figures

Previous Year's Figures have been Regrouped / Reclassified Wherever Necessary to Correspond with the Current Year's Classification / Disclosure.

Notes Forming Part of the Financial Statements

As per our audit report of even date attached.

For RAJ K SRI & CO.

Chartered Accountants



Sumit Kumar Gupta

M.No. 529461

Place : New Delhi

Date : 06.12.2020

On behalf of the Board of Directors

Kunal Kishore
Director
Din No.00634724

Gaurav Patra
Director
Din No.02551958

VALUE 360 COMMUNICATIONS PRIVATE LIMITED

CALCULATION SHEET FOR DEPRECIATION ON FIXED ASSETS

BLOCK WISE SUMMARY

Block	Rate	Opening WDV	Addition	Deduction	Depreciation	Closing WDV	Block Nil	Capital Gain / (Loss)	Expenses	Net Capital Gain / (Loss)
FURNITURE AND FITTINGS	10.00%	10,36,347	0	0	1,03,635	9,32,712	Nil	Nil	Nil	Nil
MACHINERY AND PLANT	15.00%	92,10,737	6,49,403	0	8,80,956	91,79,184	Nil	Nil	Nil	Nil
MACHINERY AND PLANT	40.00%	8,82,990	2,92,378	0	3,69,811	6,13,179	Nil	Nil	Nil	Nil
Grand Total		99,92,074	9,41,781	0	13,54,402	87,37,873	0	0	0	0



RAJ K. SRI & CO.
Chartered Accountants

202A, Arunachal Building, Barakhamba Road, New Delhi-110001
Tel.:011-41511319

INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF
VALUE 360 COMMUNICATIONS PRIVATE LIMITED.**

I. Report on the Audit of the Financial Statements

1. Opinion

- A. We have audited the accompanying Consolidated financial statements of VALUE 360 COMMUNICATIONS PRIVATE LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in equity and the Consolidated Statement of Cash flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date

2. Basis for Opinion

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

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated 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.



4. Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

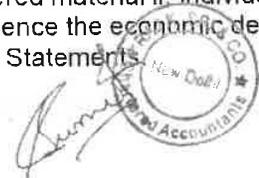
- A. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon. Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon
- B. In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

5. Management's Responsibility for the Financial Statements

- A. The Holding 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 Consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- B. In preparing the Consolidated financial statements, management of the Group and of its associates and jointly controlled entities is responsible for assessing the Group and of its associates and jointly controlled entities 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 Group or to cease operations, or has no realistic alternative but to do so.
The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

6. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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



- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- i) Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
 - iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
 - v) Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation
- C. Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in
- i) planning the scope of our audit work and in evaluating the results of our work; and
 - ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.
- D. 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.
- E. 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.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated 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

II. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit 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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in equity and the Consolidated Statement of Cash flow dealt with by this Report are in agreement with the relevant books of account
 - D. In our opinion, the aforesaid Consolidated financial statements comply with the Ind AS 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 March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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 consolidated financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to consolidated financial statements.
 - G. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.



- H. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its consolidated Financial Statements
 - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Place : NEW DELHI
Date : 07/12/2020

for **RAJ K SRI & CO.**
Chartered Accountants
0014141N

Sumit Kumar Gupta
Partner
M.NO. 529461



UDIN : 21529461AAAABS3028

VALUE 360 COMMUNICATIONS PVT. LTD.
CONSOLIDATED BALANCE SHEET
As at 31-03-2020

Particulars	Notes No.	As at 31/03/2020	As at 31/03/2019
		Rs.	Rs.
(A) EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	100000	100000
(b) Reserves and surplus	2	3960075	15617463
2 Minority investments		870758	593237
3 Non-current liabilities			
(a) Deferred tax liabilities (net)			
(b) Long term borrowings	3	8538000	59950349
(c) Other long-term liabilities			
4 Current liabilities			
(a) Short-term borrowings			
(b) Trade payables	4	19803734	15126733
(c) Other current liabilities	5	19603626.38	5245621.39
(d) Short-term provisions	6	13015487	1389299
	TOTAL	198636583	150135570
(B) ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10	4416903	49,06,067
(ii) Intangible assets		25682620	25682620
(iii) Capital work-in-progress			
(b) Non-current investments			
(c) Deferred tax assets		313258	844355
(d) Other non-current assets			
1) Deposits			
2) Unamortised expenses			
2 Current assets			
(a) Inventories			
(b) Trade receivables	7	88358613.44	60008829
(c) Cash and cash equivalents	8	23665582.17	8755168
(d) Short-term loans and advances	9	35199706	40048522
(e) Other current assets			
	TOTAL	198636585	130133370

As per the audit report of even date attached

For RAJ R SR & CO.

Chartered Accountants

FRN - 00142434

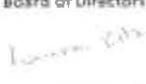

 Sumit Kumar Gupta
 Partner
 M.No. 529461

Place: New Delhi

Date: 07.12.2020

UDIN :21529461AAAA83028

On behalf of the Board of Directors



 Kunal Mishra Gaurav Petra
 Director Director
 Din No.00634724 Din No.02551958

VALUE 360 COMMUNICATIONS PVT. LTD.
CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE PERIOD ENDED 31.03.2020

Particulars	Note No	For the year ended	For the year ended
		31/03/2020	31/03/2019
		Rs.	Rs.
(A) REVENUE			
I. Revenue from operations	12	28,51,83,615	25,02,34,827
II. Other Income	13	19,201	13,66,441
Total Revenue		28,52,02,816	25,16,01,268
(B) Expenses:			
Cost of materials consumed			
Purchase of Stock-in-Trade			
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade			
Employee benefit expense	14	13,76,76,245	12,39,88,468
Financial costs	15	1,15,50,318	2,00,02,818
Marketing/Business Promotion Expense	16	1,03,70,427	1,00,77,786
Other Expenses	17	8,71,90,031	7,56,75,889
Depreciation and amortization expense		17,21,075	20,71,666
Total Expenses		24,85,08,094	23,18,16,627
(C) Profit before exceptional and extraordinary items and tax		3,66,94,722	1,97,84,641
(D) Exceptional Items			
(E) Profit before extraordinary items and tax		3,66,94,722	1,97,84,641
(F) Extraordinary Items			
(G) Profit before tax		3,66,94,722	1,97,84,641
(F) Tax expense:			
(I) Current tax		1,30,15,487	83,89,299
(II) Deferred tax		(69,110)	(1,27,141)
(III) MAT credit			
(H) PROFIT AFTER TAX		2,37,48,345	1,15,22,483
(I) Earning per equity share:			
(I) Basic			
(II) Diluted			

As per our audit report of even date attached.

For **RAJ K SRI & CO.**

Chartered Accountants

FAN - 0014141N


Sumit Kumar Gupta
Partner

M.No. 529461

Place : New Delhi

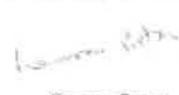
Date: 07.12.2020

UDIN : 21529461AAAA853028

On behalf of the Board of Directors


Nunal Kishore
Director

Din No.00634724


Gaurav Patra
Director

Din No.02551958

VALUE 360 COMMUNICATIONS PVT. LTD.

Statement of Consolidated Cash Flows for the year ended 31 March, 2020

CIN NO. U22222DL2009PTC189466

(Currency: INR)

		Year ended 31-Mar-2020	Year ended 31-Mar-2019
Cash flow from Operating activities			
Profit before Tax		36,694,721	19,784,641
Adjustments for:			
Depreciation and amortisation expense		1,721,075	2,071,667
Interest expense		11,550,316	20,002,818
Other Non operating Adjustments		-	41,859,126
Operating Profit before working capital changes		49,966,112	41,859,126
Adjustments for:			
(Increase)/Decrease in trade and other receivables		(18,549,787)	(2,707,485)
Increase/(Decrease) in trade and other payables		(6,118,000)	16,618,227
Cash generated from Operations		25,298,325	55,769,868
Direct taxes paid (net)		(20,180,355)	(4,294,333)
Net cash flow from/(used in) Operating activities	A	5,117,970	51,475,535
Cash flow from Investing activities			
Purchase of fixed assets		(1,141,892)	(383,959)
loan & advances given/received		(100,000)	(11,593,375)
Rent security & others		(2,958,120)	(2,192,610)
Non Current Investment		-	(5,011,831)
Net cash flow from/(used in) Investing activities	B	(4,200,012)	(19,181,775)
Cash flow from Financing activities			
Proceeds from long term loan		30,034,418	(8,203,759)
Repayment of long term loan		(4,491,636)	-
Interest paid		(11,550,316)	(20,002,818)
Net cash flow from/(used in) Financing activities	C	13,992,466	(28,206,577)
Net Cash flow / (outflow) during the year	A+B+C	14,910,424	4,087,184
Cash and Cash equivalents at the beginning of the year		8,755,158	4,667,974
Cash and Bank balances at the end of the year		23,665,582	8,755,158

As per our audit report of even date attached.

For RAJ K SRI & CO.

Chartered Accountants

FRN: 0074141N



Sumit Kumar Gupta

Partner

M.No. 529461

Place : New Delhi

Date : 07.12.2020

On behalf of the Board of Directors

Kunal Kishore

Director

Din No.00634724

Gaurav Patra

Director

Din No.02551958

VALUE 360 COMMUNICATIONS PVT. LTD.

Note 1 Share Capital

Particulars	Number of shares	As at 31 March, 2020 Amount	As at 31 March, 2019 Amount
(a) Authorized Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	1,00,000
(b) Issued Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	1,00,000
(c) Subscribed and Fully Paid Up Equity Shares of Rs.10/- Each With Voting Rights	10,000	1,00,000	1,00,000
TOTAL	10,000	1,00,000	1,00,000

Note 2 Reserves and Surplus

Particulars	As at 31 March, 2020	As at 31 March, 2019
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	1,56,17,465	33,69,720
Add: Profit / (Loss) for the year	19503992.5	1,04,54,315
Add: Post Acquisition Smartube Ent Pvt Ltd	(50,719)	(55,624)
Add: Post Acquisition Popcorn PA plus communication Pvt Ltd	39,08,380	10,22,656
Consolidation Reconciliation	701655	8,26,398
Closing balance	3,96,60,973	1,56,17,465
TOTAL	3,96,60,973	1,56,17,465

Note 3 Long-Term Borrowings

Particulars	As at 31 March, 2020	As at 31 March, 2019
(i) Un Secured Loan		3,87,81,507
(ii) Car loans	38,10,737	81,27,817
(iii) Bank Loan	1,77,08,020	57,17,685
(iv) NBFC Loan	5,72,18,682	84,65,762
(v) Loan from Director Mamika Chaudhary	25,00,000	1,00,000
(vi) Loan from Director Kunal Mishra	41,58,390	5,65,420
(vii) Tejinder Kumar		
(viii) Popcorn PA Plus Communication		
TOTAL	8,51,93,030	5,98,50,289

Note 4 Trade Payables

Particulars	As at 31 March, 2020	As at 31 March, 2019

Trade payables		
Acceptances		
Other than Acceptances	1,98,03,714	1,51,26,718
TOTAL	1,98,03,714	1,51,26,718

Note 5 Other Current Liabilities	As at 31 March, 2020	As at 31 March, 2019
Other Payables		
(i) Statutory remittances (Contributions to PF and ESI/C, Withholding Taxes, Excise Duty, VAT,	31923943	4,16,00,736
(ii) Others (specify nature)	1031113	3,70,903
(iii) Audit Fees Payable	432025	1,87,025
(iv) Director Salary Payable	600000	-
(v) Staff Salary Payable	5756545	82,99,958
TOTAL	39663626	5,04,58,622

Note 6 Short-Term Provisions	As at 31 March, 2020	As at 31 March, 2019
Provision - Others		
(i) Provision for Tax	1,30,15,487	83,89,299
TOTAL	1,30,15,487	83,89,299

Note:7 Trade receivables	As at 31 March, 2020	As at 31 March, 2019
Other Trade Receivables		
Unsecured, Considered Good	8,83,58,613	6,98,08,829
TOTAL	8,83,58,613	6,98,08,829

Note :8 Cash and cash equivalent	As at 31 March, 2020	As at 31 March, 2019
Balances with Banks		
(i) In Current Accounts	11819955	17,18,243
(ii) Cash on hand including foreign currency	1849627	50,36,910
TOTAL	2968583	67,55,153

Note:9 Short terms- loans and advances	As at 31 March, 2020	As at 31 March, 2019
(a)		
Secured, Considered Good	100000	
Advance To Staff	2,23,000	2,23,000
(c) Prepaid Expenses - Unsecured, considered good (For e.g. Insurance premium, Annual		
(d) Balances with Government Authorities	44501336	30048762
(e) others (specific nature)		
Rent Security	9390000	73,39,000
Internet Security Deposited		77,680
Security Deposited for Tender	1343380	1,58,380
TOTAL	5559700	4,04,48,522

VALUE 360 COMMUNICATIONS PVT. LTD.
Notes Forming Part of the Financial Statements

Note	Particulars														
1	<p>Corporate Information The company is engaged in providing advertising, PR related services, event and brand management.</p>														
2	<p>Significant Accounting Policies</p>														
2.1	<p>Basis of Accounting and Preparation of Financial Statements</p> <p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention.</p>														
2.2	<p>Use of Estimates</p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / realized.</p>														
2.3	<p>Cash and Cash Equivalents (for Purposes of Cash Flow Statement)</p> <p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>														
2.4	<p>Depreciation and Amortisation</p> <p>Depreciation on fixed assets has been provided on Straight Line method, pro-rata to the period of use, as per the useful lives of the assets estimated by the management or at the rates prescribed in the Schedule XIV of the Companies Act, 1956, whichever is higher. The estimated useful lives of the assets are as under:</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Description</u></th> <th style="text-align: left;"><u>Estimated Useful Life</u></th> </tr> </thead> <tbody> <tr> <td>Buildings</td> <td>20 years</td> </tr> <tr> <td>Furniture & Fixings</td> <td>5-7 years</td> </tr> <tr> <td>Plant & Machinery</td> <td>5-7 years</td> </tr> <tr> <td>Office Equipments</td> <td>3-7 years</td> </tr> <tr> <td>Vehicles</td> <td>4-5 years</td> </tr> <tr> <td>Computers including softwares</td> <td>3-4 years</td> </tr> </tbody> </table> <p>Leasehold Land is amortized over the remaining period of primary lease.</p> <p>Assets costing less than Rs. 5,000 each are fully depreciated in the year of purchase.</p>	<u>Description</u>	<u>Estimated Useful Life</u>	Buildings	20 years	Furniture & Fixings	5-7 years	Plant & Machinery	5-7 years	Office Equipments	3-7 years	Vehicles	4-5 years	Computers including softwares	3-4 years
<u>Description</u>	<u>Estimated Useful Life</u>														
Buildings	20 years														
Furniture & Fixings	5-7 years														
Plant & Machinery	5-7 years														
Office Equipments	3-7 years														
Vehicles	4-5 years														
Computers including softwares	3-4 years														

2.5 Revenue Recognition

Sale of Services

Revenue from sales is recognized on the sales entered with customers.

2.6 Other Income

Other incomes are accounted for on accrual basis except where the receipt is uncertain.

2.7 Tangible Fixed Assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets acquired and put to use for project purpose are capitalised and depreciation thereon is included in the project cost till commissioning of the project.

2.8 Companies Subsidiaries

- 1) SMARTUBE ENTERTAINMENT PRIVATE LIMITED
- 2) POPKORN PR PLUS COMMUNICATION PRIVATE LIMITED

2.9 Borrowing Costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

2.10 Earnings per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

2.11 Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Current and deferred tax relating to items directly recognised in equity are recognised in equity and not in the Statement of Profit and Loss.

2.12 Impairment of Assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.14 Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

VALUE 360 COMMUNICATIONS PVT. LTD.

Notes Forming Part of the Financial Statements

(Currency: INR)

Note	Particulars	For the Year Ended 31 March, 2020	For the Year Ended 31 March, 2019
Note 12 Revenue from Operations			
(a)	Sale of Services	285183615	25,02,34,827
	TOTAL	285183615	25,02,34,827
Note 13 Other Income			
(a)	Net gain on foreign currency transactions and translation (other than considered as finance cost)		
(b)	Other non-operating income (net of expenses directly attributable to such income)	19201	13,66,441
	TOTAL	19201	13,66,441
Note 14 Employee Benefits Expense			
(a)	Salaries and Wages	11,88,65,284	11,10,52,169
(b)	Incentive to Business Development Team		
(c)	Director Salary	1,50,00,000	93,60,000
(d)	Contributions to Provident and Other Funds	27,29,104	25,65,734
(e)	Staff Welfare Expenses	9,76,338	9,07,346
(f)	Admin Charges	1,05,515	1,03,229
	TOTAL	13,76,76,245	12,30,88,468
Note 15 Finance Costs			
(a)	Interest Expense on: - Interest on delayed / deferred payment of income tax and tax deduction at source	591438	79,78,477
(b)	Other Borrowing costs including bank charges	10958878	1,20,24,340
	TOTAL	11550316	1,00,02,818
Note 16 Marketing\Business Promotion Expense			
(a)	Google Campaign Exp	2132875	23,16,443
(b)	Press Contracte\Sponsorship \Promotion Exp	5424898	54,10,777
(c)	Business Promotion Exp	2812654	23,50,566
	TOTAL	10370427	1,00,77,786

Note	Particulars	For the Year Ended 31 March, 2020	For the Year Ended 31 March, 2019
Note 17 Other Expenses			
	Amc Charges		46,000
	Business Promotion		61,582
	Car Running & Maint. Exp	951731	4,62,013
	Commission Exp.	124950	9,35,166
	Conveyance, Cab & Traveling Exp.	7814892	72,65,226
	Computer Buying & Maintenance Exp	732745	6,03,831
	Difference in Foreign Exchange	80795	(2,89,152)
	Donation Exp	5000	
	Driver Exp	237172	1,65,247
	Electricity Exp	2525341	20,78,651
	Entertainment Exp	2158602	18,66,916
	Event Exp.	45750	41,100
	Misc. Exp	606606	6,44,055
	News Paper and Books of Periodicals Exp	1463375	9,91,815
	Office Repair & Maintenance Exp	8331432	31,60,374
	Photocopy Exp	210173	62,470
	Photography Exp	203000	9,900
	Postage and Courier Exp	878260	2,95,399
	Press Release Exp	22612426	2,71,31,174
	Printing & Stationery Exp	846503	4,26,870
	Professional Exp	5346265	47,96,640
	Rent Exp (All)	18454578	1,25,26,625
	Short and Excess	460587	68,311
	Tender Fee	2000	
	Stamp Duty Exp	269500	
	Telephone & Internet Exp	1971051	13,63,534
	Language Translation Exp	1863354	12,73,719
	Tours and Traveling Exp	5635950	48,58,795
	VMM Charges	1961522	16,21,310
	Audit Fee	215000	1,37,000
	Gen - Sec Charges	30000	1,20,000
	Hotel Charges	736540	9,23,396
	Insurance	59863	2,10,475
	Medical Exp		2,457
	Website Maint. Expenses	653065	2,71,000
	TOTAL	87190031	7,99,70,899

VALUE 360 COMMUNICATIONS PVT. LTD.
CONSOLIDATED Block of Assets / Asset Group

Note 10

CONSOLIDATED Block of Assets / Asset Group

	Gross Block				Depreciation				Net Block		
	31-03-2018	Addition	Subscribed	31-03-2018	31-04-2018	Exp. for year	Subscribed	Residual Value Adjustment	31-03-2020	31-03-2020	31-03-2018
	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores	Rs. in Crores
COMPUTER HARDWARE AND PERIPHERALS	88,04,648.51	2,02,368.12	0.00	91,67,046.63	11,84,544.52	2,82,259.46	0.00	0.00	64,52,024.00	7,06,242.63	6,20,103.99
SOFTWARE AND PRINTERS	19,26,492.00	0.00	0.00	19,26,492.00	14,25,090.34	1,36,770.00	0.00	0.00	15,51,879.29	3,74,618.74	6,11,595.69
MOBILE PHONES	67,60,253.00	0.00	0.00	67,60,253.00	39,73,740.00	7,24,423.00	0.00	0.00	48,59,173.00	20,65,080.00	27,86,607.00
OFFICE EQUIPMENT	16,42,327.00	6,49,493.00	0.00	23,31,820.00	9,42,109.00	5,17,487.34	0.00	0.00	14,50,281.66	6,21,428.44	6,99,637.17
IN ADDITION TO THE ABOVE	13,27,599.00	0.00	0.00	13,27,599.00	9,20,063.12	79,009.66	0.00	0.00	9,88,061.90	1,30,531.10	4,16,547.64
Grand Total	2,04,29,318.51	1,64,861.12	0.00	2,16,63,206.63	1,34,28,228.01	13,24,024.74	0.00	0.00	1,71,84,001.75	44,18,402.88	49,96,086.59

LIST OF SHAREHOLDERS AS ON 31.03.2020

Sr. No.	Name of Shareholders	No. of Shares	Folio No.	Face Value per share	Amount	% of Shareholding
1	Kunal Kishore	3,400	0000001	10	34,000	34
2	Gaurav Patra	3,400	0000002	10	34,000	34
3	Manisha Chaudhary	3,200	0000003	10	32,000	32
Total		10,000			1,00,000	100

For Value 360 Communications Private Limited



Gaurav Patra
 Director
 DIN: 02551958



Kunal Kishore
 Director
 DIN: 00634724


Value 360 Communications Pvt. Ltd.

Head Office: 43-A, Ground Floor, Okhla Industrial Estate, Phase-3 New Delhi- 110020 **T:** +91 11 4665 8888

E: info@value360india.com **CIN:** U22222DL2009PTC189466 **GSTIN/UIN:** 07AADCV0015E1ZX

MUMBAI BRANCH: 2ND FLOOR, OFFICE NO 201 202, SANTACURZ WEST, Swami Vivekanand Marg, OLD MAHEHWAR VILLA, BUSINESS STITES 9,, Mumbai, Mumbai Suburban, Maharashtra, 400054

GSTIN/UIN-27AADCV0015E1ZV

BANGALORE BRANCH: 8/2 Yellappa Shetty Layout, Ulsoor Road, Bangalore 560042

GSTIN/UIN-29AADCV0015E1ZR



Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

S. No.	Particulars	Details	
1.	Name of the subsidiary	Smartube Entertainment Private Limited	Popkorn PR Plus Communication Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.	N.A
4.	Share capital	1,00,000	1,00,000
5.	Reserves & surplus	(3,61,54,113)	1,15,28,236
6.	Total assets	6,96,760	2,80,20,623
7.	Total Liabilities	6,96,760	2,80,20,623
8.	Investments	0	0
9.	Turnover	-	2,24,79,112
10.	Profit before taxation	(50,724)	58,04,339
11.	Provision for taxation	(153)	(15,09,417)
12.	Profit after taxation	(50,878)	11,23,798
13.	Proposed Dividend	0	0
14.	% of shareholding	99.99%	91%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations- **Nil**
2. Names of subsidiaries which have been liquidated or sold during the year- **Nil**

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	Nil	Nil	Nil
Latest audited Balance Sheet Date	Nil	Nil	Nil
	Nil	Nil	Nil
Shares of Associate/Joint Ventures held by the company on the year end	Nil	Nil	Nil
No.	Nil	Nil	Nil
Amount of Investment in Associates/Joint Venture	Nil	Nil	Nil
Extend of Holding%	Nil	Nil	Nil
	Nil	Nil	Nil
Description of how there is significant influence	Nil	Nil	Nil
	Nil	Nil	Nil
Reason why the associate/joint venture is not consolidated	Nil	Nil	Nil
	Nil	Nil	Nil
Net worth attributable to shareholding as per latest audited Balance Sheet	Nil	Nil	Nil
	Nil	Nil	Nil
Profit/Loss for the year	Nil	Nil	Nil
Considered in Consolidation	Nil	Nil	Nil
Not Considered in Consolidation	Nil	Nil	Nil

1. Names of associates or joint ventures which are yet to commence operations- **Not Applicable**
2. Names of associates or joint ventures which have been liquidated or sold during the year- **Not Applicable**

LIST OF DIRECTORS AS ON 31.03.2020

Sr. No.	Name of Directors	DIN	PAN No.
1	Kunal Kishore	00634724	AOIPK0252N
2	Gaurav Patra	02551958	AQXPP2411K
3	Manisha Chaudhary	00634739	AFVPC6198K

For Value 360 Communications Private Limited

Gaurav Patra

Gaurav Patra
 Director
 DIN: 02551958

Manisha

Manisha Chaudhary
 Director
 DIN: 00634739

Date : 07/12/2020
Place : New Delhi


Value 360 Communications Pvt. Ltd.

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