

15th Annual Report

Financial Year
2023-24

VALUE 360 COMMUNICATIONS PRIVATE LIMITED
CIN: U22222DL2009PTC189466

Directors

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

Statutory Auditor

M B Y & Associates

617, 6th Floor, ILD Trade Centre, Subhash
Chowk, Sohna Road, Haryana, 122018, India

Registered Office

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

NOTICE OF ANNUAL GENERAL MEETING

A SHORTER NOTICE is hereby given that the 15th Annual General Meeting of the Members of Value 360 Communications Private Limited shall be held as under:

Date : 30th September, 2024
Day : Monday
Time : 11.00 A.M.
Venue : Company's Registered Office situated at:
43A, Okhla Industrial Estate, Phase III
New Delhi-110020

to transact the following businesses:

Ordinary Business:

1. To receive, consider, approve, and adopt the audited Balance Sheet as at March 31, 2024 and Statement of Profit and Loss Account for the year ended on that data together with the reports of the Directors and the Auditors thereon.

Place: New Delhi
Date: 16/09/2024

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: 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



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'S REPORT

Dear Members,

Your Directors have pleasure in presenting the Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2024.

1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY:

(Amount in '000 INR)

PARTICULARS	2023-2024	2022-2023
Net Revenue from operations	4,44,488.29	4,81,886.40
Other Income	2,047.44	1,767.94
Total Income	4,46,535.73	4,83,654.34
Expenses	3,94,877.77	4,51,617.75
Profit Before Tax (PBT)	51,657.96	32,036.59
Current Tax	16,893.84	23,013.99
Deferred Tax	-337.81	-8.15
Earlier Year Tax	0.00	1,315.86
Profit After Tax	35,101.93	7,714.89
Balance Carried forward to Balance Sheet	35,101.93	7,714.89

2. OPERATIONS

The Company has reported a total Income of ₹ **4,46,535.73 thousand** for the financial year ended on 31st March, 2024 as compared to ₹ **4,83,654.34 thousand** in previous financial year and has earned a Net profit of ₹ **35,101.93 thousand** during the current financial year as compared to profit of ₹ **7,714.89 thousand** in the previous financial year.

3. TRANSFER TO RESERVES

The Company has transferred ₹ **35,101.93 thousand** to Reserves and Surplus.

4. DIVIDEND

No dividend has been recommended for the year under review.

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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 the Company.

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

At the Annual General Meeting of the Company held in the Year 2022, M/s. M B Y & ASSOCIATES, Chartered Accountants, having Firm Registration No. 0022905N were appointed 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 2027.

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 is no change in the constitution of Board of Directors of the Company.

12. DEPOSITS

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2024. There were no unclaimed or unpaid deposits as on March 31, 2024.

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 2023-24, the Board of Directors met 5 times viz. on 15/05/2023, 22/07/2023, 15/09/2023, 26/12/2023, and 15/03/2024.

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, 2024, 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, 2024 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. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the period under consideration, no such application has been made or pending under the Insolvency and Bankruptcy Code, 2016.

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

During the period under consideration, no valuation was required to be made as there was no one time settlement with respect to the loans taken from Banks or Financial Institutions

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: 16/09/2024

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 – 3,35,11,834.00

D. Foreign exchange Outgo–4,13,218.00

Place: New Delhi
Date: 16/09/2024

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- (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, 2024 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.

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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. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the period under consideration, no such application has been made or pending under the Insolvency and Bankruptcy Code, 2016.

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

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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: 16/09/2024

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 – 3,35,11,834.00

D. Foreign exchange Outgo–4,13,218.00

Place: New Delhi
Date: 16/09/2024

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



KUNAL KISHORE
(Managing Director)
DIN: 00634724



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(Director)
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M.B.Y & ASSOCIATES

Chartered Accountants

617, 6th Floor, ILD Trade Center, Sohna Road, Sector 47

Gurgaon-122018 Haryana

Phone: 9911141864, E-Mail: cbalayadav@gmail.com

Independent Auditor's Report

To the Members of
VALUE 360 COMMUNICATIONS PRIVATE LIMITED
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of **VALUE 360 COMMUNICATIONS PRIVATE LIMITED** ("the Company"), which comprise the balance sheet as at 31 March 2024, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2024 and its loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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



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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists



over financial reporting of the Company and the operating effectiveness of such controls, is not applicable to the Company

- h) With respect to the other matters to be included in the Auditor's report in accordance with the requirements of Sec 197(16) of the Act as amended, we report that Section 197 is not applicable to a private company. Hence reporting as per Section 197(16) is not required.
- i) 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 on its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in note 40(viii)(a) no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented, that, to the best of its knowledge and belief, as disclosed in note 40(viii)(b) no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared or paid any dividend during the year is in accordance with section 123 of the Companies Act, 2013", Hence clause not applicable.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31 March 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the



related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of section 143(11) of the Act (hereinafter referred to as the "Order") and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" statement on the matters specified in paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31 March 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the maintenance of accounts and other matters connected therewith, reference is invited to paragraph 2(b) above on reporting under section 143(3) (b) of the Act.
 - g) In our opinion, pursuant to the Notification dated 13 June 2017 of Ministry of Corporate Affairs, reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013, with regard to the adequacy of the internal financial controls



software except that the audit trail feature is not enabled on some tables at application level for direct changes when using certain access right(s) and also for certain changes made using administrative access right(s). Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

For M B Y & ASSOCIATES
Chartered Accountants
Firm Registration Number: 0622905N

Bala Yadav



Bala Yadav
Partner
Membership No. 533776

Place :- Gurugram
Date : 16.09.2024
UDIN : 245337768KAHX04631



M.B.Y & ASSOCIATES
Chartered Accountants
617, 6th Floor, ILD Trade Center, Sohna Road, Sector 47
Gurgaon-122018 Haryana
Phone: 9911141664, E-Mail: cabalayadav@gmail.com

Annexure A referred to in Paragraph 8 (I) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of VALUE 360 COMMUNICATIONS PRIVATE LIMITED on the financial statements for the year ended 31 March 2024.

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
(B) The Company has maintained proper records showing full particulars, including quantitative details and situation of Intangible assets.
- (b) According to information and explanations given to us, and on the basis of our examination of the records of the Company, the property, plant and equipment have been physically verified by the management at year end. No material discrepancies were noticed on such verification.
- (c) As the company does not have any immovable property, this point is not applicable.
- (d) The Company has not revalued any of its property, plant and equipment during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company as at 31 March 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. (a) As there is no Inventory, this point is not applicable.
- (b) According to the information and explanations given to us the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from bank or financial institution on the basis of security of current assets hence paragraph 3(ii)(b) of the Order is not applicable to the Company.
- iii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year the company has not provided any loans, advances in the nature of loans, guarantees and securities. Hence, this clause is not applicable to the company.
- (b) In respect of investment made during the year, the terms and conditions are prima facie not prejudicial to the Company's interest.
- (c) In respect of loans granted, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of principal amounts and receipts of interest has been regular as per stipulation.
- iv. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not granted any loans or provided any guarantees or securities to parties which are covered under section 185 of the Act. The Company has complied with the provisions of section 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.



- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.
- b) According to the information provided and explanations given to us, and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have been informed of any such case by the Management.
- (b) During the year, no report under sub-section 12 of Section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, and up to the date of this report.
- (c) According to the information provided and explanations given to us, and on the basis of our examination of the records of the Company, the Company is not required to establish a whistle blower mechanism.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Accounting Standards. Further, as explained to us, the provisions of Section 177 of the Act are not applicable to the Company.
- xiv. In our opinion the Company is not required to have an internal audit system as per the provisions of section 138 of the Companies Act, 2013. Accordingly, clause 3(xiv)(a) and 3(xiv)(b) of the order is not applicable.
- xv. According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them.
- xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, the Company is not a core investment company (CIC) as defined in the regulations made by the Reserve Bank of India and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. According to the records of the Company examined by us, and information and explanations given to us, the Company has not incurred cash losses during the financial year covered by our audit and immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and hence reporting under clause 3(xviii) of the Order is not applicable.



- v. The Company has not accepted any deposits or amounts which are deemed as deposits from the public within the meaning of Sections 73 to 76 of the Act. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. According to the information and explanations given to us, the requirement of maintenance of cost records prescribed by the Central Government under Section 148(1) of the Act is not applicable to the Company.
- vii. According to the records of the Company, examined by us and information and explanations given to us:
- a) Undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been deposited regularly with the appropriate authorities. There are no undisputed amounts payable in respect of aforesaid statutory dues outstanding as at 31 March 2024 for a period of more than six months from the date they became payable.
 - b) The statutory dues amounting to Rs 549.78 Lacs are disputed on part the of company.

SL. No.	Name of the Statute	Nature of Dues	Year to which related	Amount in Lacs	Forum in which the dispute is pending
i	Income Tax Act 1961	Addition in Income	2022-23	549.78	Appeal with Commissioner Income Tax, Delhi

- viii. According to the records of the Company examined by us and the information and explanations given to us, there were no transactions related to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not been declared as willful defaulter by any bank or financial institutions, government or any government authority or lender.
- c) In our opinion and according to the information and explanations given to us, the Company has not obtained any term loans during the year hence reporting under clause 3(ix)(c) of the Order is not applicable.
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that short term funds have not been used for long term purposes.
- e) According to the information and explanations given to us the Company does not hold any investment in any subsidiary, associate or joint venture as defined under the Companies Act, 2013 during the year and accordingly reporting under clause 3 (ix)(e) and clause 3 (ix)(f) of the Order is not applicable to the Company.



- xix. According to the information and explanations given to us and on the basis of the financial ratios disclosed in note 39 to the financial statement, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and on the basis of our audit procedures, the provisions of section 135 of the Companies Act 2013 related to the Corporate Social Responsibility (CSR) are not applicable to the Company. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For M B Y & ASSOCIATES
Chartered Accountants
Firm Registration Number 0022905N

Bala Yadav


Bala Yadav
Partner
Membership Number 533776

Gurugram, 16 September 2024
UDIN: 24533776BKAHX04631

	Note No.	As at 31st March 2024	As at 31st March 2023
Equity and liabilities			
Shareholders' Funds			
Share Capital	3	100.00	100.00
Reserves and Surplus	4	104916.13	69814.20
		105016.13	69914.20
Non-current liabilities			
Long term borrowings	5	140345.95	103716.19
Current Liabilities			
Trade Payables	6		
Payable to Micro and Small Enterprises		12776.63	21348.16
Payable to Others		22924.29	19571.46
Other Current Liabilities	7	53782.70	34738.95
Short Term Provisions	8	16893.84	24329.85
Long Term Provisions	9	22577.21	18609.02
Total		373816.75	292227.82
Assets			
Non-current Assets			
Property, Plant and Equipment & Intangible Assets			
• Tangible Assets	10A	23519.03	5907.55
• Intangible Assets Under Development	10B	26807.71	
• Non-current Investment	11	8118.32	5111.83
Deferred Tax Assets (Net)	12	1236.40	898.59
		59681.45	11917.97
Current Assets			
Short term Loans and Advances	13	135501.45	81855.88
Cash and Cash Equivalents	14	39925.07	60162.17
Trade Receivables	15	133243.92	138291.81
Other Current Asset	16	5464.87	
		314135.30	280309.85
Total		373816.75	292227.82
Corporate information & Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date.

For M B Y & ASSOCIATES
 Chartered Accountants
 FPII 0022905M

Bala Yadav

Bala Yadav
 (Partner)
 M No. 533776

Place : New Delhi
 Date : 16.09.2024
 UDIN: 24533776BKAHXO4631



For & on behalf of the Board of Directors
 Value 360 Communications Pvt Ltd.

Kunal Kishore

Kunal Kishore
 Director
 DIN : 00634724

Gaurav Patra

Gaurav Patra
 Director
 DIN : 02551958

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Statement of Profit and Loss for the year ended 31st March 2024
(All amounts in Rupees in thousand unless otherwise stated)

	Note No.	For the year ended 31st March 2024	For the year ended 31st March 2023
I Income			
Revenue from Operations	17	444488.29	481886.40
Other Income	18	2047.44	1767.94
(i) Total Revenue		446535.73	483654.34
III Expenses			
Employee Benefit Expense	19	217778.83	232120.99
Finance Cost	20	17087.53	15654.10
Marketing and Business Promotion & online Platform Expenses	21	10381.41	15721.94
Other Expenses	23	122228.88	177546.38
Digital Media & Ad Space & Online Platform Campaign Expenses	22	19407.10	8657.84
Depreciation and Amortisation	10A	7994.02	1916.51
(ii) Total Expenses		394877.77	451617.75
V Profit/(Loss) before Tax		51657.96	32036.59
Tax Expense			
- Current Tax		16893.84	23013.99
- Deferred Tax Expense/(Income)		-337.81	-8.15
Carry Over Tax			1315.86
(vi) Profit/(Loss) after Tax		35101.93	7714.89
Earnings per Equity Share (Face Value of Rs. 10 per Share)	24		
- Basic		3,510,193	771,489
- Diluted		3,510,193	771,489
Corporate information & Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For M B Y & ASSOCIATES

Chartered Accountants

FRN: 0027905N

Bala Yadav

(Partner)

M.No. 533776

Place: New Delhi

Date: 16.09.2024

UDIN: 245337768KAHXD4631

For & on behalf of the Board of Directors

Value 360 Communications Pvt Ltd.


Kunal Kishore
Director
DIN : 00634724


Gaurav Patra
Director
DIN : 02551958

VALUE 360 COMMUNICATIONS PVT. LTD.

CIN -U22222DL2009PTC189466

Statement of Cash Flows for the year ended 31 March, 2024

(All amounts in Rupees in thousand unless otherwise stated)

	Year ended 31-Mar-2024	Year ended 31-Mar-2023
A. Cash flow from Operating activities		
Profit before Tax	51,657.96	32,036.59
Adjustments for:		
Depreciation and amortisation expense	7,994.02	1,916.51
Interest expense	17,087.53	15,654.10
Other Non operating Adjustments	(221.36)	-
Operating Profit before working capital changes	76,518.15	49,607.19
Adjustments for:		
(Increase)/Decrease in trade and other receivables	(416.97)	(25,723.86)
Increase/(Decrease) in trade and other payables	17,293.24	5.83
Cash generated from Operations	93,394.42	23,889.16
Direct taxes paid (net)	(32,135.43)	399.50
Net cash flow from/(used in) Operating activities (A)	61,259.00	24,288.66
B. Cash flow from Investing activities		
Purchase of property, plant and equipments including capital advances	(52,191.85)	(4,458.77)
loan & advances given/received	(10,955.79)	(1,700.00)
Rent security & others	(34,884.20)	(3,059.39)
Non Current Investment	(3,006.48)	-
Net cash flow from/(used in) Investing activities (B)	(101,038.33)	(9,218.16)
C. Cash flow from Financing activities		
Proceeds from long term loan	36,629.76	44,307.04
Interest paid	(17,087.53)	(15,654.10)
Net cash flow from/(used in) Financing activities (C)	19,542.23	28,652.94
Net Cash flow / (outflow) during the year (A+B+C)	(20,237.10)	43,723.44
Cash and Cash equivalents at the beginning of the year	60,162.17	16,438.73
Cash and Cash equivalents at the end of the year	39,925.07	60,162.17
Add: Fixed deposits having maturity exceeding three months		
Cash and Bank balances at the end of the year	39,925.07	60,162.17

Note:

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

Particulars	31-Mar-24	31-Mar-23
Cash in hand	15,973.67	7,079.46
Balances with bank in current account	23,951.39	53,082.71
Cash and Bank balances at the end of the year	39,925.07	60,162.17

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 M B Y & Associates

Chartered Accountants

FRN - 0022905N

Bala Yadav

Partner

M.No. 533776

Place : New Delhi

Date : 16.09.2024



On behalf of the Board of Directors

Kunal Kishore

Director

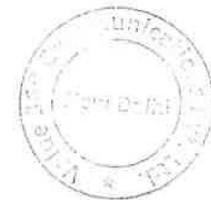
Din No.00634724

Gaurav Patra

Gaurav Patra

Director

Din No.02551958



- 1 Corporate Information
 (Valk 360 Communications Pvt. Ltd. ("the Company") was incorporated in the state of Delhi on April 17, 2009. The Company is mainly in the business of PR services.
- 2 SIGNIFICANT ACCOUNTING POLICIES
 - 2.1 Basis of Accounting
 The financial statements are prepared on going concern basis in accordance with Generally Accepted Accounting Principles in India (Indian GAAP). GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The financial statements have been prepared on accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those of previous year.
 - 2.2 Use of Estimates
 The preparation of financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, on the date of the financial statements and the reported amount of revenue and expenses of the year. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.
 - 2.3 Depreciation / Amortization
 - a) Depreciation amount on property, plant and equipments is the cost of an assets, or other amount substituted for cost, less its estimated residual value.
 - b) Depreciation on property, plant and equipments is provided on written down value method as per the useful life prescribed in schedule II to the Companies Act, 2013.
 - c) Initial work in progress comprises cost of property, plant and equipments that are not yet ready for their intended use at the reporting date.
 - d) Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the assets will flow to the Company and cost of the assets can be measured reliably. Intangible assets acquired are measured on initial recognition at cost and stated at cost less accumulated amortisation and impairment loss, if any.
 - e) Intangible assets under development comprises cost incurred on development of intangible assets which are not yet ready for intended use.
 - 2.4 Borrowing Costs
 Borrowing costs attributable to the acquisition or construction of qualifying assets till the time such assets are ready for intended use are capitalised as part of the cost of the asset. A qualifying asset is one that takes a substantial period of time to get ready for its intended use. All other borrowing costs are expensed in the period they occur.
 - 2.5 Employee Benefits
 Short term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.
 - 2.6 Accounting for taxes on income
 Current tax is determined as the amount of tax payable in respect of taxable income for the year as per the provisions of the Income Tax Act, 1961.

 Deferred tax is recognized, subject to some derivation of prudence in respect of deferred tax asset, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using enacted tax rates and laws.
 - 2.7 Revenue Recognition
 - a) Revenue is primarily derived from service related PR.
 - b) Revenue from other services is recognized as and when such services are completed / performed.
 - c) Revenue from services is recognized over the period of services.
 - d) Interest revenue is recognized on a time proportion basis taking into account amount outstanding and the applicable interest rate.

	As at 31st March 2024		As at 31st March 2023	
	Number of shares	Amount	Number of shares	Amount
EQUITY AND LIABILITIES				
1. Share Capital:				
Authorised				
Equity Shares @ Rs. 10/- each	11,000	110.00	11,000	110.00
Preference Shares @ Rs. 10/- each	11,000	110.00	11,000	110.00
Issued, Subscribed & Paid up				
Equity Shares @ Rs. 10/- each fully paid up	10,000	100.00	10,000	0.10
Preference Shares @ Rs. 10/- each fully paid up	10,000	100.00	10,000	0.10
3(a) Reconciliation of Share Capital				



Value 360 Communications Pvt Ltd.
CIN: U22222DL2009PTC189466

Notes to the Financial Statements for the year ended 31st March 2024
(All amounts in Rupees in thousand unless otherwise stated)

3(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at 31st March 2024		As at 31st March 2023	
	Number of shares	% holding in the shares	Number of shares	% holding in the shares
Equity Shares of Rs.10 each, fully paid up				
Kunal Kishore	3,400	34%	3,400	34%
Gourav Patra	3,400	34%	3,400	34%
Manisha Chaudhary	3,200	32%	3,200	32%
	10,000	100%	10,000	100%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

3(d) Details of Promoters shareholding in the Company

	As at 1st April 2023		Change	As at 31st March 2024		Percentage Change during the year
	Number of shares	% holding in the shares		Number of shares	% holding in the shares	
Equity shares of Rs.10 each, fully paid up						
Kunal Kishore	3,400	34%	-	3,400	34%	0%
Gaurav Patra	3,400	34%	-	3,400	34%	0%
Manisha Chaudhary	3,200	32%	-	3,200	32%	0%
	10,000	100%	-	10,000	100%	0%



Value 360 Communications Pvt. Ltd.

CIN- U22222DL2023PTC089466

Notes to the Financial Statements for the year ended 31st March 2024

(All amounts in Rupees or thousand unless otherwise stated)

- Equity Shares

Authorized

Opening Balance	11,000	110.00	10,000	100.00
Addition during the Year			1,000	10.00
Balance at the end of the Year	11,000	110.00	11,000	110.00

Issued, Subscribed and Fully paid up

Balance at the beginning of the year				
Add: Issued Equity Shares of Rs. 10 each	10,000	100.00	10,000	100.00
Balance at the end of the Year	10,000	100.00	10,000	100.00

Preference Shares

Authorized

Opening Balance				
Addition during the year				
Balance at the end of the Year				

Issued, Subscribed and Fully paid up

Balance at the beginning of the year				
Add: Issued Equity Shares of Rs. 10 each				
Balance at the end of the Year				

3(b) **Rights, preferences and restrictions attached to equity shares and preference shares**

The Company has one class of equity share and one class of preference share having a par value of Rs. 10 per share for each class. Each holder of Equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company.

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.



Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes to the Financial Statements for the year ended 31st March 2024

(All amounts in Rupees in thousand unless otherwise stated)

	As at 31st March 2024	As at 31st March 2023			
4 Reserves and Surplus					
Surplus / (Deficit) in the Statement of Profit & Loss:					
Balance at the beginning of the year	69814.20	62099.32			
Add: Profit/(Loss) for the year transferred from Statement of Profit & Loss	35101.93	7714.89			
Amount Available for Appropriation	104916.13	69814.20			
Less: Appropriation					
Balance at the end of the year	104916.13	69814.20			
Total Reserves and Surplus	104916.13	69814.20			
5 Non-current liabilities					
Long term borrowings	16295.27				
Car loan	29712.79	28965.23			
W/S Loan from Bank	68122.12	47187.34			
W/S Loan from NBFC	26215.78	27563.62			
Payable to Plus Communications Private Limited	140345.95	103716.19			
6 Trade Payables					
Undisputed dues-					
Dues to micro, small and medium enterprises*	12276.63	21348.16			
Others	22924.29	19571.46			
Disputed dues					
Dues to micro, small and medium enterprises*					
Others					
	35200.91	40919.61			
Trade payables ageing schedule as at 31 March 2024					
	Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	9994.34	2282.29			12276.63
(ii) Undisputed others	13671.82	8621.78	565.15	65.54	22924.29
(iii) Disputed Dues - MSME					
(iv) Disputed Dues - Others					
Total	23666.16	10904.07			35200.91
Trade payables ageing schedule as at 31 March 2023					
	Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	20,435.08	913.08			21,348.16
(ii) Undisputed others	16,410.27	3,161.18			19,571.46
(iii) Disputed Dues - MSME					
(iv) Disputed Dues - Others					
Total	20435.08	4074.26			40919.61
7 Other Current Liabilities					
Statutory Dues Payable					
Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	34943.54				13600.44



Others (as per nature)	100.00	100.00
Salary Payable	17129.39	20624.15
Audit Fee payable	350.00	250.00
Advance received from party	1259.78	164.36
Other Expenses Payable		
	53782.70	34738.95
Short-Term Provisions		
Provision for Tax	16893.84	24329.85
	16893.84	24329.85
Long-Term Provisions		
Provision for Gratuity	18753.04	16131.18
Provision for Sencement	3824.17	2477.84
	22577.21	18609.02

Notes : Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)

(b) PF	4081.37	3273.25
(c) LAL	31.73	17.08
(d) TDS 94C	2077.31	621.21
(e) TDS 94 I	1512.08	663.93
(f) TDS 94 II	2381.56	566.98
(g) TDS 10C	22347.04	8390.97
(h) TDS 15CA	594.30	39.00
(i) TDS	1918.16	28.02
TOTAL	34943.54	13600.44



Value 36) Communications Pvt. Ltd.
 CIN: U22222DL2009PTC189466
 Notes to the Financial Statements for the year ended 31st March 2024
 (All amounts in Rupees in thousand unless otherwise stated)

10A

Block of Assets / Asset Group	Gross Block		Depreciation		Net Block	
	31/03/2024		04/01/2023		31/03/2024	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
COMPUTERS AND DATA PROCESSING UNITS						
COMPUTER	2417.22	1012.40	3479.61	1037.08	1340.73	2380.31
COMPUTER	7853.10	0.00	7853.10	7452.24	76.58	7488.32
COMPUTER	34.26	0.00	34.26	37.55	0.00	32.55
ACCESSORY	292.40	0.00	292.40	277.28	0.00	277.28
MICRO SOFTWARE	1092.34	0.00	1092.84	1036.82	3.38	1038.70
Total (Block)	11089.51	1012.40	12702.21	9836.46	1381.19	11217.85
FURNITURE AND FITTINGS						
FURNITURE & FIXTURE	701.76	39.00	711.08	50.88	105.42	254.29
FURNITURE & FIXTURE	44.55	0.00	44.55	2.41	16.94	13.35
FURNITURE & FIXTURE	1740.28	0.00	1740.28	1615.64	15.11	1640.96
Total (Block)	2886.59	39.00	2895.91	1708.93	195.50	1908.82
MOTOR VEHICLES						
CAR	0760.25	21561.86	26322.13	5919.70	5485.55	11409.25
OFFICE EQUIPMENT						
OFFICE EQUIPMENT	2284.75	275.24	2559.99	771.18	396.87	1167.37
OFFICE EQUIPMENT	646.49	0.00	646.49	780.60	64.57	785.17
OFFICE EQUIPMENT	244.33	0.00	244.33	224.39	3.77	232.11
Total (Block)	3375.57	275.24	3653.81	1746.09	448.16	2195.25
PLANT AND MACHINERY						
AIR-CONDITIONER	690.22	88.78	778.50	604.83	25.62	630.45
DIGITAL EQUIPMENTS	0.00	2224.95	2224.95	0.00	249.52	1975.43
INVERTER	145.85	0.00	145.85	40.73	19.03	59.76
LCD	692.36	191.40	883.56	161.69	127.04	288.75
MACHINERY AND PLANT	179.83	0.00	179.83	157.57	3.91	161.47
Mobile	283.13	0.00	283.13	9.75	45.48	59.23
Total (Block)	1991.19	2504.53	4495.82	974.56	474.82	1449.18
Grand Total	26314.83	25384.14	51698.98	20185.93	7994.02	28179.95

10B

Intangible assets under development	As on 31.03.2024		As on 31.03.2023	
	Rs.	Rs.	Rs.	Rs.
MACHINERY AND PLANT				
Intangible assets under development				
TOTAL (C)				
Intangible assets under development ageing schedule				
As at 31st March 2024				
Less than 1 year	26807.71		26807.71	
1-2 years				
2-3 years				
More than 3 years				
GRAND TOTAL	26807.71		26807.71	
As at 31st March 2023				
Less than 1 year				
1-2 years				
2-3 years				
More than 3 years				
Total				



	As at 31st March 2024	As at 31st March 2023
Non-Current Assets		
11 Non-current investments		
Investment in unquoted shares		
Unquoted Shares		
Popkorn (P) Communication Pvt Ltd (9100 share)	5011.83	5011.83
Smartube Entertainment Pvt Ltd (9,999 Share)	100.00	100.00
Audit Pvt Ltd (221 Compulsory convertible preference shares)	3006.48	-
Total	8118.32	5111.83
Aggregate amount of unquoted investments	8118.32	5111.83
Aggregate amount of quoted investments		
12 Deferred Tax Assets (Net)		
Difference between income tax and book depreciation	898.59	898.59
	898.59	898.59
Current Assets		
13 Short-Term Loans and Advances		
<i>(Unsecured and considered good, unless stated otherwise)</i>		
Loans and Advances to Smartube Entertainment Pvt Ltd	32810.78	32810.78
Loans and Advances to India Interactive Pvt Ltd	12655.79	1700.00
Advances Staff	125.00	125.00
	0.00	-
(a) Security deposits for Rent	10826.00	19426.10
(b) Security Deposited for Tender	943.38	843.88
(c) Advance to Vendor	6446.30	740.46
(d) Prepaid Expenses	28678.95	0.00
Balances with Government Authorities		
IDS-19-20	-	1.07
IDS-21-22	-	1315.86
IDS-22-23	10874.74	33892.73
IDS-23-24	32140.49	0.00
	135501.45	81855.88
14 Cash and Cash Equivalents		
(a) Current Accounts	23951.39	53082.71
Cash-in-Hand	15973.67	7079.46
Imprest Account		
	39925.07	60162.17
15 Trade Receivables		
<i>(Unsecured and current, unless stated otherwise)</i>		
Considered Good	133243.92	133291.81
	133243.92	133291.81



Trade receivables ageing

As at 31 March, 2024 Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years
(i) Undisputed trade receivables — considered good	-	48130.86	13374.38	21791.17	8195.42	41752.09
(ii) Undisputed trade receivables — considered doubtful						
(iii) Disputed trade receivables — considered good						

	For the year ended 31st March 2024	For the year ended 31st March 2023
17 Revenue from Operations		
Sale of Services	444488.29	481886.40
	444488.29	481886.40
18 Other Income		
Net gain on foreign currency transactions and translation (other than considered as finance cost)	1053.05	418.69
Other non-operating income (net of expenses directly attributable to such income)	994.39	1349.25
	2047.44	1767.94
19 Employee Benefit Expense		
Salaries and Wages	188772.81	196105.43
Director Salary	17200.00	22200.00
Contributions to Provident and Other Funds	5006.56	4709.37
Other long Term Benefits to Staff	4682.84	5950.78
Admin Charges	199.58	188.61
Staff Welfare Expenses	1917.05	2965.80
	217778.83	232120.99
20 Finance Cost		
Interest Expense on:		
- Interest on delayed / deferred payment of income tax and tax deduction at source	1854.03	4705.13
Other Borrowing costs including bank charges	15233.50	10948.96
	17087.53	15654.10
21 Marketing and Business Promotion & online Platform Expenses		
Business Promotion Exp	80.56	8730.21
Press Conference/Sponsorship/Promotion Exp	10300.85	6991.73
	10381.41	15721.94
22 Digital Media & Ad Space & Online Platform Campaign Expenses		
Share Chat's Campaign Expenses	335.50	
Google Campaign Expenses	6167.16	3797.22
Facebook Cpm Ads Expenses	7967.57	4920.61
Other Platform Expenses	2354.79	
Ad Space Expenses	2582.09	
	19407.10	8657.84
23 Other Expenses	152017.39	
Bad Debts		254.75
Conveyance, Cab & Traveling Expenses	16853.03	25313.92
Car Running and Maintenance Expenses	2431.95	1571.24
Commission Expenses		
Communication Expenses	1110.07	890.09
Contract Writing Expenses	1156.77	2257.68
Computer Printing & Maintenance Expenses	346.02	1618.38
Infotainment Expenses	8679.37	210.00
Donation Expenses	108.00	
Diwali Expenses	371.30	2188.37
Email Subscription Expenses	975.06	
Electricity Expenses	4068.88	3474.02



As at
31st March 2024 As at
31st March 2023

(iv) Disputed trade receivables - considered doubtful						
Total		48130.86	13374.38	21791.17	8195.42	41752.09

Trade receivables ageing

As at 31 March, 2023 Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	more than 3 years
(i) Undisputed trade receivables - considered good		79,823.70	14,530.22	8,388.96	35,548.92	-
(ii) Undisputed trade receivables - considered doubtful						
(iii) Disputed trade receivables - considered good						
(iv) Disputed trade receivables - considered doubtful						
Total		79,823.70	14,530.22	8,388.96	36,649	-

16 Other Current Assets
Imprest A/c

TOTAL

5464.87

5464.87



Value 360 Communications Pvt Ltd.

CIN: U22222DL2009PTC189466

Notes to the Financial Statements for the year ended 31st March 2024

(All amounts in Rupees in thousand unless otherwise stated)

25 Related Party Disclosures

Key Management Personnel

Runil Kishore, Director (Appointed w.e.f. 17th April 2009);

Gaurav Patra, Director (Appointed w.e.f. 17th April 2009)

Mansha Chaudhary, Director (Appointed w.e.f. 03rd May 2013);

(a) Summary of Related Party Transactions

Particulars	Key Management Personnel	
	For the year ended 31st March 2024	For the year ended 31st March 2023
Transactions		
Director's Remuneration	17200.00	22200.00
Loan Received	0.00	0.00
Loan Repaid	0.00	0.00
Balance Outstanding		
Payable	0.00	0.00

(b) Transactions which are more than 10% of the total transactions of the same type during the year as follows:

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Director's Remuneration		
Runil Kishore	5850.00	7800.00
Gaurav Patra	5400.00	6600.00
Mansha Chaudhary	5850.00	7800.00
Loan Received		
Gaurav Patra	0.00	0.00
Loan Repaid		
Gaurav Patra	0.00	0.00
Balance Payable		
Runil Kishore	0.00	0.00
Gaurav Patra	0.00	0.00
Mansha Chaudhary	0.00	0.00
Unsecured Loans received		
Supham Di Plus Communications Private Limited	1597.84	32524.33
Unsecured Loans Paid		
Supham Di Plus Communications Private Limited	750.00	16991.79

Note: The above said figures are based on the records as maintained by the Company and as certified by the management.



Value 360 Communications Pvt Ltd.

CIN-U22222DL2009PTC189466

Notes to the Financial Statements for the year ended 31st March 2024

(All amounts in Rupees in thousand unless otherwise stated)

	For the year ended 31st March 2024	For the year ended 31st March 2023
Entertainment Expenses	501.40	6062.18
Event Expenses	1409.80	1963.47
Exchange Difference Expenses	219.13	
Insurance Expenses		419.31
Misc Expenses	638.17	1625.03
Media Engagement Exp	485.00	
Medical Expenses	546.85	707.90
News Paper and Books of Periodicals Expenses	474.19	1633.49
Office Repair & Maintenance Expenses	4025.54	10844.01
Photocopy Expenses		0.52
Photography Expenses	105.00	368.00
Postage and Courier Expenses	132.86	219.67
Press Release Expenses	26263.63	41547.14
Printing & Stationery Expenses	305.60	919.82
Professional Expenses	6602.44	17293.28
Rent Expenses	24415.54	18086.66
Rent on Computers Expenses	2794.65	2475.37
Software Subscription Charges Expenses	514.99	
Short & Excess Expenses	2.12	1.25
Tours & Travel Expenses	9238.29	20523.04
Language Translation Expenses	2782.17	2619.22
VMM Charges Expenses	1912.87	2736.16
Audit Fee Expenses	250.00	250.00
Hotel Expenses	2108.92	5577.38
Website Maint. Expenses	399.31	3893.03
	122228.88	177546.38
Auditor's Remuneration (excluding applicable taxes)		
Auditor		
Statutory Audit Fees	250.00	250.00
	250.00	250.00



- 27 The Company is a Small and Medium Enterprise (SME) as defined in the General Instructions in respect of Accounting Standards specified under Section 133 of the Act, read with Rule 5 of the Companies (Accounts) Rules, 2014.
- 28 The Company is a small company as per Section 2(85) of the Companies Act, 2013.
- 29 **Contingent Liabilities**
 As at Balance Sheet Date, the Contingent Liabilities are Nil.
- 30 The Company does not have any contingent liabilities which would impact its financial position.
- 31 The Company does not have any derivative contracts including derivative contracts for which there were any material foreseeable losses.
- 32 Refer to the notes appended to the financial statements under Section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 for the year ended 31st March 2022 and

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
1. The Company has not entered into any contract relating to purchase of goods or services covered under MSME D Act, 2006.		
2. The Company has not entered into any contract relating to purchase of goods or services covered under MSME D Act, 2006.		
3. The amount of interest accrued on the period of delay in making payment (which have been paid, but the amount of interest accrued till the end of each accounting year).		
4. The amount of further interest accrued on the period of delay in the surrounding years, until such date when		

- 33 The Company has not incurred any expenses during the year.
- 34 **Earnings in Foreign Currency (on accrual basis)**

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Revenue	35711.63	49881.25
Total	35711.63	49881.25

- 35 **Expenditure in Foreign Currency (on accrual basis)**

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Revenue	413.22	545.96
Expenditure	0.00	1121.05
Total	413.22	1667.01

- 36 Previous year's figures
 have been audited by independent auditors (changed) to conform the current year classification.

For & on Behalf of
 ABALU & ASSOCIATES
 Chartered Accountants

Bala Yadav
 Bala Yadav
 (Practising)
 M No. 533776



For & on behalf of the Board of Directors
 Value 360 Communications Pvt Ltd.

Kunal Kishore
 Kunal Kishore
 Director
 DIN : 00634724

Gaurav Patra
 Gaurav Patra
 Director
 DIN : 02551958

Value 360 Communications Pvt Ltd.

CIN: U22222DL2009PTC186466

Notes to the Financial Statements for the year ended 31st March 2024

(All amounts in Rupees in thousand unless otherwise stated)

26. Additional Regulatory information

(i) Title deeds of immovable properties not held in name of Company

Company doesn't hold any immovable properties during the year.

(ii) Details of Benami Property held

Company doesn't hold any benami property during the year.

(iii) Relationship with Struck Off Companies

Company doesn't have any transactions with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of Companies Act,

(iv) Disclosure of ratios

Ratio	Numerator	Denominator	FY 2023-24	FY 2022-23	% variance	Reason for variance
Current ratio	Current assets	Current liabilities	2.97	2.80	5.83%	Due to increase in Trade Payable & Decrease in Cash & Cash Equivalent
Debt-equity ratio	Borrowings	Shareholders fund	1.34	1.48	9.91%	Due to repayment of Loan
Debt service coverage ratio	Earnings before interest tax and depreciation	Borrowings repayment done during the year including interest component on same	1083.92	250.34	432.98%	Due to repayment of Loan
Return on equity ratio	Profit after tax	Shareholders fund	0.33	0.11	203%	Due to increase in expenses relating to Operational Cost
Inventory turnover ratio	Cost of goods sold	Average inventory	N.A.	N.A.	N.A.	N.A.
Trade receivable turnover ratio	Net annual credit sale	Average trade receivables	3.27	6.97	-53.00%	Due to Increase in Credit Sales during the year.
Trade payable turnover ratio	Net annual credit purchase	Average trade payable	N.A.	N.A.	N.A.	N.A.
Net capital turnover ratio	Net annual sales	Shareholders fund	4.23	6.89	-38.59%	Due to increase in Total Sales during the year and increase in Share Capital.
Net profit ratio	Net profit after tax	Operational revenue	0.08	0.02	393.27%	Due to increase in Operational Revenue
Return on capital employed	Earnings before interest and tax	Capital employed	687.45	233.69	194.17%	Due to increase in Sales & Operational cost during the year
Return on investment	Net profit after tax	Total assets	0.09	0.03	255.68%	Due to increase in expenses relating to Operational Cost and increase in Sales.





M.B.Y & ASSOCIATES

Chartered Accountants

617,6th Floor, ILD Trade Center, Sohna Road, Sector 47

Gurgaon-122018 Haryana

Phone: 9911141664, E-Mail: cabalayadav@gmail.com

Independent Auditor's Report on Consolidated Financial Statements

To the Members of

Value 360 Communications Private Limited

1. Opinion

We have audited the accompanying consolidated financial statements of **Value 360 Communications Private Limited** ('the Company' or 'the Holding Company' or "the Parent Company") and its subsidiaries (Popkorn PR Plus communications Pvt. Ltd and Smarttube Entertainment Pvt. Ltd) and a jointly control entity, which comprise the consolidated balance sheet as at 31 March 2024, the consolidated statement of profit and loss and the consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements including a summary of the significant accounting policies and other explanatory information (herein after referred to as "consolidated financial statements").

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 accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2024, and their consolidated loss and the consolidated 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 (SAs) prescribed under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report including the Annexures to Directors' Report 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.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 the fact. We have nothing to report in this regard.

4. Management's responsibility for the consolidated financial statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act.

The respective Board of Directors of the companies and management of jointly control entity included in the Group are responsible for 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

A. Salayadav

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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, respective Board of Directors of the companies and management of jointly controlled entity included in the Group are responsible for assessing the ability of the Group 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 are responsible for overseeing the financial reporting process of the Group.

5. Auditor's responsibility for the audit of the consolidated financial statements

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.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statement in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

6. Report on other Legal and Regulatory requirements

l. 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 of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- c) The consolidated balance sheet, the consolidated statement of profit and loss and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules 2014;
- e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a Director in terms of Section 164(2) of the Act;
- f) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of the section 197 (16) of the Act as amended:

In our opinion and to the best of our information and according to the explanation given to us, the Holding Company and its subsidiaries being private companies, section 197 of the Act related to managerial remuneration is not applicable.

- g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";
- 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 Group did not have any pending litigation which would impact the consolidated financial position of the Group;
 - ii. The Group did not have any long-term contracts including derivative contracts having any material foreseeable losses; and
 - iii. There are no amounts required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the consolidated financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



(b) The Management has represented, that, to the best of its knowledge and belief as disclosed in the consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its subsidiary companies from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid by the Holding Company and its subsidiary companies during the financial year covered by our audit and the immediately preceding financial year.

i. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company and the same has operated throughout the year for all relevant Transactions recorded in the software. Further. During the course of our audit we did not come across any instance of audit trail feature being tampered with.

Annexure - A to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 6(II)(g) under "Report on Other Legal and Regulatory requirements" of our report of even date to the members of Value 360 Communications Private Limited on the consolidated financial statements for the year ended 31 March 2024

We have audited the internal financial controls over financial reporting of **Value 360 Communications Private Limited Private Limited** ("the Company" or "the Holding Company") and its subsidiary companies, incorporated in India as of 31 March 2024, in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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



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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For M B Y & ASSOCIATES

Chartered Accountants

FRN- 0022905N

Balajyada



CA BALA YADAV

Partner

M.NO-533776

UDIN- 24533776BKAHYW6024

Place- Gurugram

Date-28-09-2024

Value 360 Communications Pvt Ltd.
CIN- U22222DL2009PTC189466
Consolidated Balance Sheet as at 31st March 2024
(All amounts in Rupees in thousand unless otherwise stated)

	NoteNo.	As at 31st March 2024	As at 31st March 2023
Equity and Liabilities			
Shareholders' Funds			
Share Capital	3	100.00	100.00
Reserves and Surplus	4	113037.99	73443.94
		113137.99	73543.94
Minority Investment		2343.90	1897.53
Non-current liabilities			
Long-term borrowings	5	143212.86	104941.83
Current Liabilities			
Trade Payables	6		
- dues to Micro and Small Enterprises		13340.00	21862.83
- dues to Others		24763.98	20460.94
Other Current Liabilities	7	60594.64	39114.02
Short-Term Provisions	8	18837.47	25454.38
Long-Term Provisions	9	22577.21	18609.02
Total		398808.04	305884.50
Assets			
Non-Current Assets			
Property, Plant and Equipment & Intangible Assets			
- Property, Plant and Equipment	10A	23725.81	6059.74
- Intangible Assets Under Development	10B	26807.71	-
-Intangible asset (Goodwill)		25682.62	25682.62
Non- current Investment	11	3006.48	-
Deferred Tax Assets (Net)	12	1292.49	1286.04
		80515.12	33028.40
Current Assets			
Short-Term Loans and Advances	13	111270.04	54399.90
Cash and Cash Equivalents	14	55980.63	62323.40
Trade Receivables	15	145577.38	156132.80
Other Current Asset	16	5464.87	-
		318292.92	272856.10
Total		398808.04	305884.50
Corporate information & Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date.

For M B Y & ASSOCIATES
Chartered Accountants
FRN: 002290



Bala Yadav
(Partner)
M.No. 533776

Place : New Delhi
Date : 28.09.2024

UDIN:-24533776BKATYW6024

For & on behalf of the Board of Directors
Value 360 Communications Pvt Ltd.

Kunal Kishore
Director
DIN : 00634724

Gaurav Patra
Director
DIN : 02551958

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Consolidated Statement of Profit and Loss for the year ended 31st March 2024

(All amounts in Rupees in thousand unless otherwise stated)

	Note	For the year ended	For the year ended
	No.	31st March 2024	31st March 2023
I Income			
Revenue from Operations	17	509827.64	521637.52
Other Income	18	2048.78	1776.61
II Total Revenue		511876.42	523414.13
III Expenses			
Employee Benefit Expense	19	239539.27	249589.26
Finance Cost	20	21701.33	20555.76
Marketing and Business Promotion & online Platform Expenses	21	12309.15	19725.32
Other Expenses	23	149902.21	187329.59
Digital Media & Ad Space & Online Platform Campaign Expenses	22	21609.81	8657.84
Depreciation and Amortisation	10A	8028.23	1959.35
IV Total Expenses		453090.00	487817.11
V Profit/(Loss) before Tax		58786.42	35597.02
Tax Expense			
- Current Tax		18752.47	24056.02
- Deferred Tax Expense/(Income)		-6.46	-16.29
- Earlier Year Tax			1315.86
VI Profit/(Loss) after Tax		40040.41	10241.43
Earnings per Equity Share (Face Value of Rs. 10 per Share)	24		
- Basic		4,004.04	1,024.14
- Diluted		4,004.04	1,024.14
Corporate information & Significant accounting policies	1 & 2		

The accompanying notes form an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For M B Y & ASSOCIATES

Chartered Accountants

FRN: 0022905N


Bala Yadav
(Partner)
M.No. 533776



Place : New Delhi

Date : 28.09.2024

UDIN: -24533776BK4HYW6024

For & on behalf of the Board of Directors

Value 360 Communications Pvt Ltd.



Kunal Kishore
Director
DIN : 00634724



Gaurav Patra
Director
DIN : 02551958

VALUE 360 COMMUNICATIONS PVT. LTD.

Statement of Consolidated Cash Flows for the year ended 31 March, 2024

CIN NO.U22222DL2009PTC189466

(All amounts in Rupees in thousand unless otherwise stated)

Particular		Year ended 31-Mar-2024	Year ended 31-Mar-2023
Cash flow from Operating activities			
Profit before Tax		58786.42	35597.01
Adjustments for:			
Depreciation and amortisation expense		-	-
Interest expense		8028.23	1959.34
Provision made for tax & others		21701.33	20555.76
		(226.36)	-
Operating Profit before working capital changes		88289.62	58112.12
Adjustments for:			
(Increase)/Decrease in trade and other receivables		5090.57	(36601.54)
Increase/(Decrease) in trade and other payables		21236.50	70.18
Cash generated from Operations		114616.69	21580.75
Direct taxes paid (net)		(36402.03)	(1942.53)
Net cash flow from/(used in) Operating activities	A	78214.66	19638.21
Cash flow from Investing activities			
Purchase of property, plant and equipments including capital advances		(52280.65)	(4467.27)
loan & advances given/received		(8260.11)	(3490.00)
Rent security & others		(34884.20)	(3059.39)
Non Current Investment		(3006.48)	-
Net cash flow from/(used in) Investing activities	B	(98431.45)	(11016.66)
Cash flow from Financing activities			
Proceeds from long term loan		35575.35	56269.57
Interest paid		(21701.33)	(20555.76)
Net cash flow from/(used in) Financing activities	C	13874.02	35713.81
Net Cash flow / (outflow) during the year	A+B+C	(6342.77)	44335.37
Cash and Cash equivalents at the beginning of the year		62323.40	17988.03
Cash and Bank balances at the end of the year		55980.63	62323.40

As per our audit report of even date attached.

For **M B Y & Associates**

Chartered Accountants

FRN - 0022905N

Bala Yadav

Bala Yadav

Partner

M.No. 533776

Place : New Delhi

Date : 28.09.2024

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.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

1 Corporate Information

Value 360 Communications Pvt Ltd ("the Company") was incorporated in the state of Delhi on April 17, 2009. The Company is mainly in the business of PR services.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation of Financial Statements

"These consolidated financial statements have been prepared under the historical cost convention on going concern basis in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The consolidated financial statements have been prepared on accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those of previous year.

The financial statements are presented in Indian rupees unless otherwise stated with values rounded to nearest Thousand, except otherwise stated. Zero '0' denotes amount less than Rs 500.

Principles of Consolidation

The Consolidated Financial Statements (CFS) relate to VALUE 360 COMMUNICATIONS PVT. LTD and its subsidiaries Smartube Entertainment Private Limited and Popkorn PR plus communication Pvt Ltd

The consolidation of financial statements of the holding company and its subsidiary is done to the extent possible on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. All significant intra-group transactions, unrealized inter-company profits and balances have been eliminated in the process of consolidation.

The CFS are prepared using uniform accounting policies for transactions and other events in similar circumstances.

The CFS includes the Financial Statements of the holding company and its following subsidiaries

- 1- Smartube Entertainment Private Limited. (99.99% Share)
- 2- Popkorn PR plus communication Pvt Ltd (91% Share)

2.2 Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, on the date of the financial statements and the reported amount of revenue and expenses of the year. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

2.3 Depreciation / Amortization

- a) Depreciable amount for property, plant and equipments is the cost of an assets, or other amount substituted for cost, less its estimated residual value
- b) Depreciation on property, plant and equipments is provided on written down value method as per the useful life prescribed in schedule II to the Companies Act, 2013.
- c) Capital work in progress comprises cost of property, plant and equipments that are not yet ready for their intended use at the reporting date.
- d) Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the assets will flow to the Company and cost of the assets can be measured reliably. Intangible assets acquired are measured on initial recognition at cost and stated at cost less accumulated amortisation and impairment loss, if any.
- e) Intangible assets under development comprises cost incurred on development of intangible assets which are not yet ready for intended use.

2.4 Borrowing Costs

Borrowing costs attributable to the acquisition or construction of qualifying assets till the time such assets are ready for intended use are capitalised as part of the cost of the asset. A qualify assets is one that takes a substantial period of time to get ready for its intended use. All other borrowing costs are expensed in the period they occur.

2.5 Employee Benefits

Short-term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered

2.6 Accounting for taxes on income

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

Deferred tax is recognized, subject to consideration of prudence in respect of deferred tax asset, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using enacted tax rates and laws.

2.7 Revenue Recognition

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

- a) Revenue is primarily derived from service related PR
b) Revenue from other services is recognized as and when such services are completed / performed
c) Income from services is recognized over the period of services
d) Interest income is recognized on a time proportion basis taking into account amount outstanding and the applicable interest rate

	As at 31st March 2024		As at 31st March 2023	
	Number of shares	Amount	Number of shares	Amount
EQUITY AND LIABILITIES				
3 Share Capital				
Authorised				
Equity Shares @ Rs. 10/- each	11,000	110.00	11,000	110.00
Preference Shares @ Rs. 10/- each				
	11,000	110.00	11,000	110.00
Issued, Subscribed & Paid up				
Equity Shares @ Rs. 10/- each fully paid up	10,000	100.00	10,000	0.10
Preference Shares @ Rs. 10/- each fully paid up				
	10,000	100.00	10,000	0.10
3(a) Reconciliation of Share Capital				
- Equity Shares				
Authorized				
Opening balance	11,000	110.00	10,000	100.00
Addition during the Year			1,000	10.00
Balance at the end of the Year	11,000	110.00	11,000	110.00
Issued, Subscribed and Fully paid up				
Balance at the beginning of the Year				
Add: Issued Equity Shares of Rs. 10 each	10,000	100.00	10,000	100.00
Balance at the end of the Year	10,000	100.00	10,000	100.00
- Preference Shares				
Authorized				
Opening balance			-	-
Addition during the Year				
Balance at the end of the Year				
Issued, Subscribed and Fully paid up				
Balance at the beginning of the Year				
Add: Issued Equity Shares of Rs. 10 each				
Balance at the end of the Year				

3(b) Rights, preferences and restrictions attached to equity shares and preference shares

The company has one class of equity share and one class of preference share having a par value of Rs. 10 per share for each class. Each holder of Equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company.

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

3(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at 31st March 2024		As at 31st March 2023	
	Number of shares	% holding in the shares	Number of shares	% holding in the shares
Equity Shares of Rs.10 each, fully paid up				
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%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

3(d) Details of Promoters shareholding in the Company

	As at 1st April 2023		Change	As at 31st March 2024		Percentage Change during the year
	Number of shares	% holding in the shares		Number of shares	% holding in the shares	
Equity shares of Rs.10 each, fully paid up						
Kunal Kishore	3,400	34%	-	3,400	34%	0%
Gaurav Patra	3,400	34%	-	3,400	34%	0%
Manisha Chaudhary	3,200	32%	-	3,200	32%	0%
	10,000	100%	-	10,000	100%	0%

Value 360 Communications Pvt Ltd.
 CIN- U22222DL2009PTC189466
 Notes forming part of the consolidated financial statements for the year ended March 31, 2024
 (All amounts in Rupees in thousand unless otherwise stated)

10A Property, Plant and Equipment & Intangible Assets

F.Y. 2023-24

Block of Assets / Asset Group	Gross Block				Depreciation				Net Block		
	01/04/2023	Additions	Sale/Adj.	31/03/2024	01/04/2023	For the Year	Sale/Adj.	Residual Value Adjustment	31/03/2024	31/03/2023	
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	
COMPUTERS AND DATA PROCESSING UNITS											
Total (Block)	12017.47	1012.40	0.00	13029.86	10147.89	1381.19	0.00	0.00	11529.08	1500.78	1869.57
FURNITURE AND FITTINGS											
Total (Block)	2672.22	118.80	0.00	2791.02	1865.49	212.18	0.00	0.00	2077.67	713.35	806.74
MOTOR VEHICLES											
Total (Block)	6760.25	21561.88	0.00	28322.13	5919.70	5489.55	0.00	0.00	11409.25	16912.88	840.56
OFFICE EQUIPMENT											
Total (Block)	3885.65	275.24	0.00	4160.89	2212.03	456.99	0.00	0.00	2669.02	1491.87	1452.27
PLANT AND MACHINERY											
Total (Block)	2448.74	2504.63	0.00	4953.37	1358.14	488.31	0.00	0.00	1846.45	3106.92	1090.61
Grand Total	27784.34	25472.94	0.00	53257.28	21503.24	8028.23	0.00	0.00	29531.47	23725.81	6059.74

10B

Intangible assets under development

Total (Block)	As on 31.03.2024	As on 31.03.2023
Digital Library	26807.71	26807.71
TOTAL (C)	26807.71	26807.71

Intangible assets under development ageing schedule

As at 31st March 2024	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	26807.71	-	-	-	26807.71
GRAND TOTAL	26807.71	-	-	-	26807.71

As at 31st March 2023	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	-	-	-	-	-
GRAND TOTAL	-	-	-	-	-

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

	As at 31st March 2024	As at 31st March 2023
4 Reserves and Surplus		
Surplus / (Deficit) in the Statement of Profit & Loss:		
Balance at the beginning of the year	73443.94	63432.54
Add: Profit/(Loss) for the year transferred from Statement of Profit & Loss	40040.41	10241.43
Amount Available for Appropriation	113484.36	73673.97
Less: Profit/(loss) of Minority Interest	446.36	230.02
Balance at the end of the year	113037.99	73443.94
Total Reserves and Surplus	113037.99	73443.94
5 Non-current liabilities		
Long-term borrowings		
Car Loan	16295.27	
U/S Loan from Bank	44036.01	42539.97
U/S Loan form NBFC	82881.58	62401.85
Loan From Value 360 Communications Pvt. Lt Popkorn Pr Plus Communications Private Limited		
	143212.86	104941.83
6 Trade Payables		
Undisputed dues-		
Dues to micro, small and medium enterprises*	13340.00	21862.83
Others	24763.98	20460.94
Disputed dues-		
Dues to micro, small and medium enterprises*		
Others		
	38103.98	42323.77

Trade payables ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed MSME	10913.51	2379.73	46.76		13340.00
(ii) Undisputed others	15363.02	8682.43	646.47	72.06	24763.98
(iii) Disputed Dues - MSME					
(iv) Disputed Dues - Others					
Total	26276.53	11062.16			38103.98

Trade payables ageing schedule as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed MSME	20760.67	1075.29	26.87		21862.83
(ii) Undisputed others	17135.22	3261.50	12.95	51.27	20460.94
(iii) Disputed Dues - MSME					
(iv) Disputed Dues - Others					
Total	37895.88	4336.79	39.82	51.27	42323.77

7 Other Current Liabilities

Statutory Dues Payable		
Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	40154.22	16498.90
Others (specify nature)	1431.92	1531.62
Salary Payable	17129.39	20624.15
Audit Fee payable	410.00	295.00
Advance received from party	1264.13	164.36
Other Expenses Payable	204.99	
	60594.64	39114.02

8 Short-Term Provisions

Provision for Audit Fees Payable	85.00	82.50
Provision for Tax	18752.47	25371.88
	18837.47	25454.38

9 Long-Term Provisions

Provision for Gratuity	18753.04	16131.18
Provision for Encashment	3824.17	2477.84
	22577.21	18609.02

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

	As at 31st March 2024	As at 31st March 2023
Non-Current Assets		
11 Non current investments		
Investment in unquoted shares		
Unquotes Shares		
Aditof Pvt Ltd (221 Compulsary convertible preference shares)	3006.48	-
Total	8118.32	5111.83
Aggregate amount of unquoted investments	8118.32	5111.83
Aggregate amount of quoted investments	-	-
12 Deferred Tax Assets (Net)		
Difference between income-tax and book depreciation	1236.40	898.59
	1236.40	898.59
Current Assets		
13 Short-Term Loans and Advances		
<i>(Unsecured and considered good, unless stated otherwise)</i>		
Loans and Advances to Irida Intractive Pvt Ltd	12655.79	1700.00
Advance to Staff	125.00	125.00
	-	-
(a) Security Deposits for Rent	10826.00	10426.10
(b) Security Deposited for Tender	943.38	843.88
(c) Advance to Vendor	6446.30	740.46
(d) Prepaid Expenses	28678.95	-
Balances with Government Authorities	43015.23	35209.66
	135501.45	81855.88
14 Cash and Cash Equivalents		
In Current Accounts	23951.39	53082.71
Cash-in-Hand	15973.67	7079.46
Imprest Account		
	39925.07	60162.17
15 Trade Receivables		
<i>(Unsecured and current, unless stated otherwise)</i>		
- Considered Good	133243.92	138291.81
	133243.92	138291.81

Trade receivables ageing

As at 31 March, 2024 Particulars	Outstanding for following periods from due date of payment			
	Less than 6 months	6 months-1 year	1-2 years	2-3 years
(i) Undisputed trade receivables — considered good	58541.35	13402.89	23260.59	8431.01
(ii) Undisputed trade receivables — considered doubtful		-	-	-
(iii) Disputed trade receivables - considered good		-	-	-
(iv) Disputed trade receivables - considered doubtful		-	-	-
Total	-	13402.89	23260.59	8431.01

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

As at
31st March 2024

As at
31st March 2023

Trade receivables ageing

Particulars	Outstanding for following periods from due date of payment			
	Less than 6 months	6 months-1 year	1-2 years	2-3 years
(i) Undisputed trade receivables — considered good	96,039.26	15,434.62	8,784.01	35,738.37
(ii) Undisputed trade receivables — considered doubtful		-	-	-
(iii) Disputed trade receivables - considered good		-	-	-
(iv) Disputed trade receivables - considered doubtful		-	-	-
Total	-	15,434.62	8,784.01	35,738.37

16 Other Current Assets

Imprest A/C

TOTAL

5464.87

-

5464.87

-

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

	For the year ended 31st March 2024	For the year ended 31st March 2023
17 Revenue from Operations		
Sale of Services	509827.64	521637.52
	509827.64	521637.52
18 Other Income		
Net gain on foreign currency transactions and translation (other than considered as finance cost)	1053.05	418.69
Other non-operating income (net of expenses directly attributable to such income)	995.73	1357.92
	2048.78	1776.61
19 Employee Benefit Expense		
Salaries and Wages	206233.43	213495.25
Director Salary	21100.00	22200.00
Contributions to Provident and Other Funds	5006.56	4709.37
Others Long Trens Baeifits to staff	4682.84	5950.78
Admin Charges	199.58	188.61
Staff Welfare Expenses	2316.86	3045.26
	239539.27	249589.26
20 Finance Cost		
Interest Expense on:		
- Interest on delayed / deferred payment of income tax and tax deduction at source	1971.91	4705.13
Other Borrowing costs including bank charges	19729.41	15850.63
	21701.33	20555.76
21 Marketing and Business Promotion & online Platform Expenses		
Business Promotion Exp	1713.30	9611.60
Press Confrance\Sponsorship \Promotion Exp	10595.85	10113.73
	12309.15	19725.32
22 Digital Media & Ad Space & Online Platform Campaign Expenses		
Share Chat's Campaign Expenses	335.50	
Google Campaign Expenses	6167.16	3737.22
Facebook.Com Ads Expenses	8002.66	4920.61
Others Platform Expenses	4522.40	
Ad Space Expenses	2582.09	
	21609.81	8657.84
23 Other Expenses	152017.39	
Bad Debts		254.75
Conwaynce, Cab & Traveling Expenses	17669.27	25635.66
Car Runing and Maintenance Expenses	2431.95	1571.24
Commission Expenses		

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

	For the year ended 31st March 2024	For the year ended 31st March 2023
Communication Expenses	1110.07	890.09
Content Writing Expenses	1279.81	2320.92
Computer Running & Maintenance Expenses	346.02	1618.38
Infulencer Expenses	13899.07	210.00
Donation Expenses	108.00	
Diwali Expenses	524.41	2188.37
Email Subcription Expenses	975.06	
Electricity Expenses	5504.20	3711.52
Entertainment Expenses	607.01	6062.18
Event Expenses	8479.76	2805.37
Exchange Difference Expenses	219.13	6.57
Insurance Expenses		518.57
Misc Expenses	667.20	1631.83
Media Engagement Exp	485.00	
Medical Expenses	620.28	707.90
News Paper and Books of Periodicals Expenses	554.40	1633.49
Office Repair & Maintenance Expenses	5260.29	11557.17
Photocopy Expenses		0.52
Photography Expenses	105.00	368.00
Postage and Courier Expenses	161.47	219.67
Press Release Expenses	25263.63	41547.14
Printing & Stationery Expenses	366.14	960.61
Professional Expenses	11230.99	22118.28
Rent Expenses	31125.54	20474.56
Rent on Computers Expenses	2794.65	2475.37
Software Subscription Charges Expenses	514.99	
Short & Excess Expenses	2.18	4.61
Tours & Travel Expenses	9238.29	20523.04
Language Translation Expenses	2897.47	2716.35
VMM Charges Expenses	1952.87	2787.02
Audit Fee Expenses	335.00	340.00
Hotel Expenses	2108.92	5577.38
Website Maint. Expenses	1064.18	3893.03
	<u>149902.21</u>	<u>187329.59</u>

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

	For the year ended 31st March 2024	For the year ended 31st March 2023
24 Earnings per Share		
Profit/(loss) after Tax	40040.41	10241.43
Less : Dividends on convertible preference shares & tax thereon		
Net profit/(loss) for calculation of basic EPS	40040.41	10241.43
Add : Dividends on convertible preference shares & tax thereon		
Add : Interest on bonds convertible into equity shares (net of tax)		
Net profit/(loss) for calculation of diluted EPS	40040.41	10241.43
Weighted average number of equity shares in calculating basic EPS	10,000	10,000
Weighted average number of equity shares in calculating diluted EPS	10,000	10,000
Basic Earnings per Share	4,004.04	1,024.14
Diluted Earnings per Share	4,004.04	1,024.14

Value 360 Communications Pvt Ltd.

CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31,2024

(All amounts in Rupees in thousand unless otherwise stated)

25. Related Party Disclosures

Key Management Personnel

- Kunal Kishore, Director (Appointed w.e.f. 17th April 2009)
- Gaurav Patra, Director (Appointed w.e.f. 17th April 2009)
- Mahisha Chaudhary, Director (Appointed w.e.f. 03rd May 2013)

(a) Summary of Related Party Transactions

Particulars	Key Management Personnel	
	For the year ended 31st March 2024	For the year ended 31st March 2023
Transactions		
Director's Remuneration	21100.00	22200.00

(b) Transactions which are more than 10% of the total transactions of the same type during the year as follows:

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Director's Remuneration		
Kunal Kishore	7150.00	7800.00
Gaurav Patra	6800.00	6600.00
Manisha Chaudhary	7150.00	7800.00

Value 360 Communications Pvt Ltd.
CIN- U22222DL2009PTC189466

Notes forming part of the consolidated financial statements for the year ended March 31, 2024
(All amounts in Rupees in thousand unless otherwise stated)

- 27 The Company is a small and medium sized company (SMC) as defined in the General Instructions in respect of Accounting Standards Specified under Section 133 of
- 28 The company is a small company as per section 2(85) of the Companies Act, 2013.
- 29 **Contingent Liabilities**
As at Balance Sheet date, the Contingent Liabilities is Nil.
- 30 The Company does not have any pending litigations which would impact its financial position.
- 31 The Company did not have long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 32 Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 for the year ended 31st

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
(i) Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act,	-	-
Principal	-	-
Interest	-	-
(ii) The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid,	-	-
(iv) The amount of interest due and remaining unpaid at the end of each accounting year	-	-
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date	-	-

- 33 **Leases**
The company did not have any lease during the year.
- 34 **Earnings in Foreign Currency (on accrual basis)**

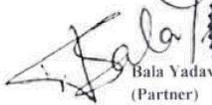
Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Export Sales	33511.83	49981.35
Total	33511.83	49981.35

- 35 **Expenditure in Foreign Currency (on accrual basis)**

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Advertising and Campaign Charges (Digital Media)	413.22	745.06
Press Release Charges	0.00	1121.05
Total	413.22	1866.11

- 31 **Previous year's figures**
Previous year amounts have been regrouped/rearranged to conform the current year classification.

For & on Behalf of
For M B Y & ASSOCIATES
Chartered Accountants



Bala Yadav
(Partner)
M.No. 533776

For & on behalf of the Board of Directors
Value 360 Communications Pvt Ltd.



Kunal Kishore
Director
DIN : 00634724



Gaurav Patra
Director
DIN : 02551958

Place: Delhi
Date : 28.09.2024

UDIN! -24533776BKAYW6024

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. Thousands)

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	100.00	100.00
5.	Reserves & surplus	(36348.42)	26081.63
6.	Total assets	167.45	66142.85
7.	Total Liabilities	167.45	66142.85
8.	Investments	0.00	0.00
9.	Turnover	0.00	66339.34
10.	Profit before taxation	(20.74)	7149.21
11.	Provision for taxation	(0.40)	2151.33
12.	Profit after taxation	(21.15)	4997.87
13.	Proposed Dividend	0.00	0.00
14.	% of shareholding	99.99%	91.00%

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**

For Value 360 Communications Pvt. Ltd.

Hauman Prasad
Director

For Value 360 Communications Pvt. Ltd.

[Signature]
Director

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**

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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. Thousands)

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	100.00	100.00
5.	Reserves & surplus	(36348.42)	26081.63
6.	Total assets	167.45	66142.85
7.	Total Liabilities	167.45	66142.85
8.	Investments	0.00	0.00
9.	Turnover	0.00	66339.34
10.	Profit before taxation	(20.74)	7149.21
11.	Provision for taxation	(0.40)	2151.33
12.	Profit after taxation	(21.15)	4997.87
13.	Proposed Dividend	0.00	0.00
14.	% of shareholding	99.99%	91.00%

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

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

For Value 360 Communications Pvt. Ltd.

Hauman Prasad
Director

For Value 360 Communications Pvt. Ltd.

[Signature]
Director

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**

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LIST OF SHAREHOLDERS AS ON 31.03.2024

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
Gaurav Patra
 Director
 DIN: 02551958

Kunal Kishore
Kunal Kishore
 Managing 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

LIST OF DIRECTORS AS ON 31.03.2024

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 : 16/09/2024
 Place : New Delhi


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